

## **Dome Trade and Investment Ltd**

6<sup>th</sup> Floor, Tower 1, Nexteracom Building, Ebene, Republic of Mauritius  
Tel: + (230) 404-0200 Fax: + (230) 404-0201

June 4, 2020

To:

**National Stock Exchange of India Limited**  
Exchange Plaza, BKC, Bandra (East)  
Mumbai – 400 051

**BSE Limited**

Floor 25, P J Towers, Dalal Street,  
Mumbai – 400001

**Adani Transmission Limited**

Adani House,  
Near Mithakhali Six Roads, Navrangpura,  
Ahmedabad – 380009  
Gujarat

**Sub: Disclosure / Report under Regulation 10(6) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (hereinafter the "Takeover Regulations") regarding indirect acquisition of equity shares of Adani Transmission Limited (ATL)**

Dear Sir,

Please find attached herewith disclosure / report in the prescribed format under Regulation 10(6) of the Takeover Regulations with respect to indirect acquisition of **3,02,49,700 (2.75%) equity shares of Adani Transmission Limited** by Dome Trade and Investment Ltd. from Acropolis Trade and Investments Ltd.

This is in compliance with Regulation 10(6) of Takeover Regulations.

Kindly take the same on record.

For Dome Trade and Investment Ltd.

Director

Encl:a/a.



**Format for Disclosures under Regulation 10(6) –Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

|    |                                                                                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                                  |
|----|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------|
| 1. | Name of the Target Company (TC)                                                                                                                                                                                                                                  | Adani Transmission Limited ("ATL")                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                  |
| 2. | Name of the acquirer(s)                                                                                                                                                                                                                                          | <p>Dome Trade and Investment Limited (hereinafter the "Dome / Acquirer") (please refer note 3 below)</p> <p>Acropolis Trade and Investments Limited (hereinafter the "Transferor") (please refer note 3 below)</p> <p>Persons acting in concert with the Acquirer: Other shareholders of ATL belonging to its promoter and promoter group, namely: (i) Shri Gautam S. Adani &amp; Shri Rajesh S. Adani (On behalf of S. B. Adani Family Trust); (ii) Adani Tradeline LLP; (iii) Shri Gautam S. Adani &amp; Smt. Priti G. Adani (on behalf of Gautam S. Adani Family Trust); (iv) Worldwide Emerging Market Holding Ltd; (v) Universal Trade and Investments Ltd; (vi) Afro Asia Trade and Investments Ltd; (vii) Flourishing Trade And Investment Ltd (viii) Shri Gautam S. Adani; and (ix) Shri Rajesh S. Adani (hereinafter the "PAC")</p> |                                                                  |
| 3. | Name of the stock exchange where shares of the TC are listed                                                                                                                                                                                                     | <p>BSE Limited</p> <p>National Stock Exchange of India Limited</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                  |
| 4. | Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.                                                                                                                                                                 | Please refer note 3 below                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                                                                  |
| 5. | Relevant regulation under which the acquirer is exempted from making open offer.                                                                                                                                                                                 | Regulation 10(1)(a)(iii)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                                                  |
| 6. | Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so,<br>- whether disclosure was made and whether it was made within the timeline specified under the regulations.<br>- date of filing with the stock exchange. | The proposed acquisition was required to be disclosed under Regulation 10(5) and disclosure under Regulation 10(5) was made on 2 March 2020 within the timeline specified under Regulation 10(5) i.e. at least 4 working days prior to the date of acquisition                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |                                                                  |
| 7. | Details of acquisition                                                                                                                                                                                                                                           | Disclosures required to be made under regulation 10(5)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | Whether the disclosures under regulation 10(5) are actually made |
|    | a. Name of the transferor / seller<br><b>Please refer note 3 below</b>                                                                                                                                                                                           | Yes                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | Yes                                                              |
|    | b. Date of acquisition<br><b>Please refer note 4 below</b>                                                                                                                                                                                                       | Yes                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | Yes.                                                             |

|    |                      |                                                                                                                                                                                                                 |                         |                                   |
|----|----------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------|-----------------------------------|
|    | c.                   | Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above<br><b>3,02,49,700 equity shares of Target Company indirectly acquired. Please refer note 3 below</b>    | Yes                     | Yes                               |
|    | d.                   | Total shares <del>proposed to be acquired</del> / actually acquired as a % of diluted share capital of TC<br><b>2.75% of the share capital of Target Company indirectly acquired. Please refer note 3 below</b> | Yes                     | Yes                               |
|    | e.                   | Price at which shares are <del>proposed to be acquired</del> / actually acquired<br><b>Not applicable</b>                                                                                                       | Yes                     | Yes                               |
| 8. | Shareholding details |                                                                                                                                                                                                                 | Pre-Transaction         | Post-Transaction                  |
|    |                      |                                                                                                                                                                                                                 | No. of shares held      | % w.r.t total share capital of TC |
|    | A                    | Each Acquirer / Transferee(*)                                                                                                                                                                                   | Please refer Annexure 1 |                                   |
|    | B                    | Each Seller / Transferor                                                                                                                                                                                        |                         |                                   |

For Dome Trade and Investment Ltd.

Director

Date: 04-06-2020

#### Notes

- (\*) Shareholding of each entity shall be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.
- Universal Trade and Investments Ltd ('Universal'), a Mauritius company, and a part of the promoter group of Adani Transmission Limited, the target company, holds 3,02,49,700 equity shares of Adani Transmission Limited. 100% shares of Universal are held by Acropolis Trade and Investments Limited ('Acropolis' - another Mauritius company). Acropolis has another wholly owned subsidiary in Mauritius viz. Dome Trade and Investment Limited ('Dome'). Dome in turn has a wholly owned subsidiary in Mauritius viz. Fervent Trade and Investment Limited ('Fervent'). Pursuant to a scheme of arrangement involving amalgamation of Fervent into Universal under the laws of Mauritius, shares carrying 67% voting rights in Universal will be held by Dome (being



shareholder of Fervent) and shares carrying 33% voting rights in Universal will be held by Acropolis. Regulation 10(1)(a)(iii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ('SEBI Takeover Regulations') provides that acquisition pursuant to inter se transfer of shares amongst a company and its subsidiary will be exempt from obligation to make open offer under Regulation 3 and 4 of SEBI Takeover Regulations. This form is therefore being filed under Regulation 10(6) of SEBI Takeover Regulations. For the purpose of this form, Dome has been regarded as Acquirer and Acropolis has been treated as transferor. As already mentioned above, Dome is a wholly owned subsidiary of Acropolis.

4. The application was filed with Registrar of Companies, Mauritius on 9<sup>th</sup> March, 2020. The certificate of amalgamation by the Registrar of Companies, Mauritius issued on 21<sup>st</sup> May, 2020 was received on 1<sup>st</sup> June, 2020.

## Annexure 1

Name of Target Company(TC): Adani Transmission Limited (ATL)

| Shareholding details                  | Before the proposed transaction |                                   | After the proposed transaction |                                   |
|---------------------------------------|---------------------------------|-----------------------------------|--------------------------------|-----------------------------------|
|                                       | No. of shares / voting rights   | % w.r.t total share capital of TC | No. of shares / voting rights  | % w.r.t total share capital of TC |
| <b>Details of Acquirer/Transferee</b> |                                 |                                   |                                |                                   |
| Dome Trade and Investment Ltd.        | NIL                             | 0.00                              | NIL                            | 0.00                              |
| <b>Total - Acquirer - (a)</b>         | <b>NIL</b>                      | <b>0.00</b>                       | <b>0</b>                       | <b>0.00</b>                       |

**Details of Transferor**

|                                      |            |             |            |             |
|--------------------------------------|------------|-------------|------------|-------------|
| Acropolis Trade and Investments Ltd. | NIL        | 0.00        | NIL        | 0.00        |
| <b>Total - Transferor - (b)</b>      | <b>NIL</b> | <b>0.00</b> | <b>NIL</b> | <b>0.00</b> |

**Details of Persons acting in concert (PAC) with the Acquirer i.e. Other shareholders of ATL belonging to promoter and promoter group of ATL**

|                                                                              |                    |              |                    |              |
|------------------------------------------------------------------------------|--------------------|--------------|--------------------|--------------|
| Gautam S. Adani & Rajesh S. Adani (on behalf of S. B. Adani Family Trust)    | 621,197,910        | 56.48        | 621,197,910        | 56.48        |
| Adani Tradeline LLP                                                          | 99,491,719         | 9.05         | 99,491,719         | 9.05         |
| Gautam S. Adani & Priti G. Adani (on behalf of Gautam S. Adani Family Trust) | 8,836,750          | 0.80         | 8,836,750          | 0.80         |
| Worldwide Emerging Market Holding Ltd.                                       | 30,249,700         | 2.75         | 30,249,700         | 2.75         |
| Universal Trade and Investments Ltd.*                                        | 30,249,700         | 2.75         | 30,249,700         | 2.75         |
| Afro Asia Trade and Investments Ltd.                                         | 30,249,700         | 2.75         | 30,249,700         | 2.75         |
| Flourishing Trade and Investment Ltd.                                        | 3,688,000          | 0.34         | 3,688,000          | 0.34         |
| Gautam S. Adani                                                              | 1                  | 0.00         | 1                  | 0.00         |
| Rajesh S. Adani                                                              | 1                  | 0.00         | 1                  | 0.00         |
| <b>Total - PAC (c)</b>                                                       | <b>823,963,481</b> | <b>74.92</b> | <b>823,963,481</b> | <b>74.92</b> |
| <b>Grand Total (a+b+c)</b>                                                   | <b>823,963,481</b> | <b>74.92</b> | <b>823,963,481</b> | <b>74.92</b> |

\*Universal Trade and Investments Ltd ('Universal'), a Mauritius company, and a part of the promoter group of Adani Transmission Limited, the target company, holds 3,02,49,700 equity shares of Adani Transmission Limited. 100% shares of Universal are held by Acropolis Trade and Investments Limited ('Acropolis' - another Mauritius company). Acropolis has another wholly owned subsidiary in Mauritius viz. Dome Trade and Investment Limited ('Dome'). Dome in turn has a wholly owned subsidiary in Mauritius viz. Fervent Trade and Investment Limited ('Fervent'). Pursuant to a scheme of arrangement involving amalgamation of Fervent into Universal under the laws of Mauritius, shares carrying 67% voting rights in Universal will be held by Dome (being shareholder of Fervent) and shares carrying 33% voting rights in Universal will be held by Acropolis. Regulation 10(1)(a)(iii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ('SEBI Takeover Regulations') provides that acquisition pursuant to inter se transfer of shares amongst a company and its subsidiary will be exempt from obligation to make open offer under Regulation 3 and 4 of SEBI Takeover Regulations. This form is therefore being filed under Regulation 10(6) of SEBI Takeover Regulations. For the purpose of this form, Dome has been regarded as Acquirer and Acropolis has been treated as transferor. As already mentioned above, Dome is a wholly owned subsidiary of Acropolis.

For Dome Trade and Investment Ltd.

Director  
Date: 04-06-2020

