



Ref No: APSEZL/SECT/2015-16/169

December 7, 2016

BSE Limited

Floor 25, P J Towers,
Dalal Street,
Mumbai – 400 001

Scrip Code: 532921

National Stock Exchange of India Limited

Exchange Plaza,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051

Scrip Code: ADANI PORTS

Sub: Share Purchase Agreement for acquisition of TM Harbour Services Private Limited.

Dear Sir,

This is in reference to our letter dated July 2, 2016.

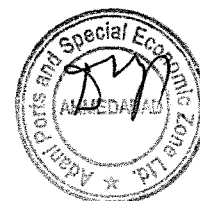
In this connection, we would like to inform that the Company has signed Share Purchase Agreement today between TKM Global GmbH, Germany; International Shipping & Logistics FZE, Dubai and TM Harbour Services Private Limited to acquire 100% stake of TM Harbour Services Private Limited.

The details as required Regulation 30 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 are mentioned hereunder:

| SN | Particulars | Details |
|----|---|--|
| 1. | Name of the target entity, details in brief such as size, turnover etc. | TM Harbour Services Private Limited ("TM Harbour") is engaged in the business of operating and providing services of harbour tugs. TM Harbour owns three harbour tugs having capacity of 65 tons bollard pull equipped with full/half firefighting system. The revenue for financial year 2015-16 was Rs. 31.72 Crores. |
| 2. | Whether the acquisition would fall within related party transaction(s) | No |

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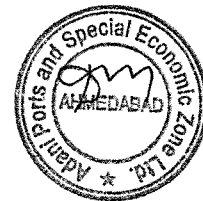


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|-----|---|---|
| | and whether the promoter/promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length" | |
| 3. | Industry to which the entity being acquired belongs | Shipping Industry |
| 4. | Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity) | The acquisition will enable the company to provide seamless, uninterrupted, effective and efficient marine services to The Dhamra Port Company Limited, wholly owned subsidiary of the Company. |
| 5. | Brief details of any governmental or regulatory approvals required for the acquisition | Not applicable |
| 6. | Indicative time period for completion of the acquisition | About 1 week |
| 7. | Nature of consideration - whether cash consideration or share swap and details of the same | The consideration is in the form of cash |
| 8. | Cost of acquisition or the price at which the shares are acquired | The cost of acquisition for the business is Rs 106.27 crores which includes Fixed Assets, Working Capital and Closing Adjustment |
| 9. | Percentage of shareholding / control acquired and / or number of shares acquired | 100% shares of TM Harbour Services Private Limited |
| 10. | Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief); | TM Harbour Services Private Limited was incorporated on 2 nd September, 2009 and is engaged in the business of rendering marine services to Dhamra Port. It owns three harbour tugs which are deployed at Dhamra Port. These tugs are used for berthing/deberthing of ships at Dhamra Port apart from providing ancillary marine |

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| | | <p>services within the port limits of Dhamra Port.</p> <p>The consolidated revenues of last three consecutive year are as below:</p> <ul style="list-style-type: none">• FY 2015-16 Revenues: Rs. 31.72 crores• FY 2014-15 Revenues: Rs. 29.40 crores• FY 2013-14 Revenues: Rs. 27.98 crores |
|--|--|--|

We are sharing a note on this acquisition to analyst and investors which is being uploaded on our website.

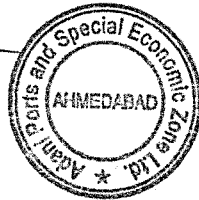
This is for your information and records.

Thanking you,

Yours faithfully,

For Adani Ports and Special Economic Zone Limited


Dipti Shah
Company Secretary



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