



Date: December 30, 2024

To

BSE Limited  
P J Towers,  
Dalal Street,  
Mumbai – 400 001

The National Stock Exchange of India Limited  
“Exchange Plaza”,  
Bandra – Kurla Complex,  
Bandra (E), Mumbai – 400 051

**Scrip Code: 512599**

**Scrip Code: ADANIENT**

**Sub: Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, as amended from time to time (“SEBI LODR Regulations”) by Adani Enterprises Limited (“Company”)**

Dear Sir / Madam,

1. Pursuant to Regulation 30 of the SEBI LODR Regulations, we wish to inform you that a meeting of the Board of Directors (“**Board**”) of the Company was held today, December 30, 2024 and concluded at 2.50 P.M. The Board has:
  - a. noted and approved the execution of the agreement signed by and amongst Adani Enterprises Limited (“**AEL**”), Adani Commodities LLP (“**ACL**”) and Lence Pte. Ltd., a wholly owned subsidiary of Wilmar International Limited (“**Lence**”) (“**Agreement**”), in terms of which ACL and Lence have agreed to grant a simultaneous right of call option and put option to each other to have the option to exercise such a right for purchase and sale of all shares held by ACL at the time of exercise of such option up to a maximum of 403,739,517 equity shares constituting 31.06% of the paid-up equity share capital of Adani Wilmar Limited (“**Shares**”), at a price which is mutually agreed by the parties, provided that such price per share shall not exceed INR 305, in accordance with applicable law and the terms set out in the Agreement (“**Transaction**”); and

Adani Enterprises Limited  
“Adani Corporate House”,  
Shantigram, Near Vaishno Devi Circle,  
S. G. Highway, Khodiyar  
Ahmedabad 382 421  
Gujarat, India  
CIN: L51100GJ1993PLC019067

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Registered Office: “Adani Corporate House”, Shantigram, Near Vaishno Devi Circle, S. G. Highway, Khodiyar, Ahmedabad - 382421



- b. authorized execution and deliver of any other agreements, applications, forms, documents or any other deeds and taking of any actions pursuant to or in connection with the Transaction.
2. Accordingly, we would like to inform you that on December 30, 2024, the Company has executed the Agreement and the directors nominated by ACL, i.e., Mr. Pranav V. Adani and Dr. Malay Mahadevia, shall resign from the board of directors of Adani Wilmar Limited.
3. The consummation of the Transaction is subject to customary conditions precedent. The Agreement, inter alia, contains provisions dealing with representations and warranties, indemnities and termination.
4. As a condition precedent to the consummation of the Transaction, ACL will sell/ dispose off such number of equity shares of Adani Wilmar Limited as may be required to achieve compliance with minimum public shareholding requirements through methods permissible under applicable law ("**MPS Compliance**").
5. The exercise of the call option and put option is subject to compliance with applicable law, which includes the restriction that they are exercisable only after 12 months from the date of the Agreement. The parties have agreed to explore and evaluate potential alternative options to expedite the sale and purchase of the Shares in compliance with applicable law, immediately upon Adani Wilmar Limited achieving compliance with minimum public shareholding requirement under applicable law.
6. Parties to the Agreement have agreed to cooperate and take necessary actions for change in name of 'Adani Wilmar Limited', prior to or upon consummation of the Transaction.
7. Upon consummation of the Transaction, the parties to the Agreement have agreed to terminate the (i) shareholders' agreement dated 12 April 1999 executed by and among the AEL and Wilmar Investments (Mauritius) Limited read with the (a) first amendment agreement dated 29 March 2014 executed between the AEL, Lence and Wilmar Investments (Mauritius) Limited; (b) deed

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of adherence dated 30 March 2017; and (c) second amendment and termination agreement dated 30 July 2021 executed between the AEL, ACL, Lence and Adani Wilmar Limited; and (ii) Inter-se Agreement dated 30 July 2021 entered into between AEL, ACL and Lence.

8. Pursuant to completion of the Transaction, ACL will cease to have any shareholding in the Company.

This is for your information and record.

Yours Faithfully

For and on behalf of **Adani Enterprises Limited**

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**Jatin Jalundhwala**  
**Company Secretary &**  
**Joint President (Legal)**  
**Membership No. F3064**

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