

# adani<sup>™</sup>

17<sup>th</sup> September, 2018

**BSE Limited**  
P J Towers,  
Dalal Street,  
Mumbai – 400001

**National Stock Exchange of India Limited**  
Exchange plaza,  
Bandra-Kurla Complex,  
Bandra (E)  
Mumbai – 400051

**Scrip Code: 512599**

**Scrip Code: ADANIENT**

Dear Sir,

**Sub : Apportionment of Cost of Acquisition of Equity Shares of Adani Enterprises Limited ('AEL' or 'the Company') / Adani Gas Limited ('AGL') pursuant to the Composite Scheme of Arrangement**

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Please find enclosed herewith communication being issued for general guidance of shareholders of the Company in relation to apportionment of the cost of acquisition of shares of the Company and Adani Gas Limited as per the provisions of the Income Tax Act, 1961.

Please take note of the above information on your record.

Thanking you.

Yours faithfully,  
For **Adani Enterprises Limited**

*J. R. Jalundhwala*  
**Jatin Jalundhwala**  
Company Secretary &  
Sr. Vice President (Legal)



Encl: As above

Adani Enterprises Ltd  
Adani House,  
Nr Mithakhali Circle, Navrangpura  
Ahmedabad 380 009  
Gujarat, India  
CIN: L51100GJ1993PLC019067

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Registered Office : Adani House, Nr. Mithakhali Circle, Navrangpura, Ahmedabad 380 009, Gujarat, India



## FOR ATTENTION OF THE SHAREHOLDERS OF ADANI ENTERPRISES LIMITED

The Hon'ble National Company Law Tribunal, Bench at Ahmedabad has, vide its order dated 3<sup>rd</sup> August, 2018 sanctioned the Composite Scheme of Arrangement among Adani Gas Holdings Limited ("AGHL") and Adani Gas Limited ("AGL") and Adani Enterprises Limited ("AEL" or "the Company") and their respective Shareholders and Creditors under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ("the scheme").

In terms of the Scheme, the Gas Sourcing and Distribution Business of AEL has been demerged and stands transferred and vested in AGL, on a going concern basis.

On 9<sup>th</sup> September, 2018, AGL has allotted 1 (One) equity share of Re. 1/- (Rupee One Only) each of AGL credited as fully paid-up for every 1 (One) equity share of Re. 1/- (Rupee One Only) each held by shareholder of the Company as on record date fixed for the purpose i.e. 7<sup>th</sup> September, 2018 pursuant to the Scheme.

For the purpose of determining the post demerger cost of acquisition of the equity shares of AEL and the cost of equity shares of AGL under the Income Tax Act, 1961, the shareholders are advised to apportion their pre-demerger cost of acquisition of AEL's equity shares in the following manner –

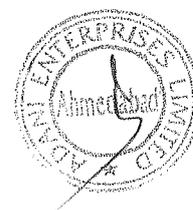
Name of the Company	% of cost of acquisition of AEL's shares
Adani Enterprises Limited	92.14%
Adani Gas Limited	7.86%
<b>Total</b>	<b>100.00%</b>

Accordingly, the cost of acquisition of equity shares allotted in AGL will be 7.86% of the total cost of acquisition of the equity shares held in AEL prior to the demerger. The same is based on "net book value" of the assets of the demerged undertaking to the "net worth" of AEL.

Further, according to the provisions of Section 47(vi)(d) of the Income Tax Act, 1961 the issue of shares by AGL pursuant to the Scheme, to the equity shareholders of the Company in consideration of demerger of the Gas Sourcing and Distribution Business will not be regarded as transfer. Accordingly, the date of acquisition of shares of AEL will be deemed to be the date of acquisition for equity shares of AGL too.

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*This communication is merely for the general guidance of the shareholders and should not be considered as a substitute for any independent opinion that the shareholders may obtain. The Company takes no express or implied liability in relation to this guidance.*

Ahmedabad, 17<sup>th</sup> September, 2018.



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