



Ports and  
Logistics

Ref No: APSEZL/SECT/2022-23/92

January 28, 2023

**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: ADANIPOINTS**

**Sub: Voting Results and Scrutinizer's Report on the Postal Ballot**

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed details Voting Results and Scrutinizer's Report on the Postal Ballot conducted by the Company. The Company had provided e-voting facility to Members through National Securities Depository Limited. The e-voting period commenced from 9:00 am (IST) on Friday, December 30, 2022 at 9:00 a.m. and ends on Saturday, January 28, 2023 at 5:00 p.m.

Kindly take the same on record.

Thanking you,

Yours faithfully,

**For Adani Ports and Special Economic Zone Limited**

**Kamlesh Bhagia**

**Company Secretary**

Adani Ports and Special Economic Zone Ltd  
Adani Corporate House, Shantigram,  
Nr. Vaishno Devi Circle, S. G. Highway,  
Khodiyar, Ahmedabad - 382421  
Gujarat, India  
CIN: L63090GJ1998PLC034182

Tel +91 79 2656 5555  
Fax +91 79 2555 5500  
[www.adaniports.com](http://www.adaniports.com)

### Result of Postal Ballot

Pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 read together with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), also read with the General Circular Nos. 14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 20/2020 dated 5<sup>th</sup> May, 2020, 22/2020 dated 15<sup>th</sup> June, 2020, 33/2020 dated 28<sup>th</sup> September, 2020, 39/2020 dated 31<sup>st</sup> December, 2020, 10/2021 dated 23<sup>rd</sup> June, 2021, 20/2021 dated 8<sup>th</sup> December, 2021 and 3/2022 dated 5<sup>th</sup> May, 2022, issued by the Ministry of Corporate Affairs, Government of India ('MCA Circulars'), the approval of shareholders was sought by postal ballot as per details furnished in the Postal Ballot Notice dated December 21, 2022, sent to all shareholders of the Company, on the following proposal for passing Ordinary Resolution by way of postal ballot only by voting through electronic means.

1. Appointment of Mr. Ranjitsinh B. Barad, IAS, Vice Chairman and Chief Executive Officer, Gujarat Maritime Board (DIN: 07559958) as a Director (Non-Executive, Non-Independent) of the Company.

Mr. Chirag Shah, a Practicing Company Secretary who was appointed as the scrutinizer for conducting postal ballot process in a fair and transparent manner, submitted his report on the postal ballot.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, details regarding postal ballot are as follows:

1	Date of Annual General Meeting/Extra Ordinary General Meeting	Not Applicable
2	Date of Postal Ballot Notice	December 21, 2022
3	Total number of shareholders on record date	7,44,573
4	Number of shareholder present in the meeting either in person or through proxy:	
	Promoters and Promoter Group:	Not Applicable
	Public:	Not Applicable
5	Number of shareholders attended meeting through video conferencing:	
	Promoters and Promoter group:	Not Applicable
	Public:	Not Applicable



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On the basis of the report received from Mr. Chirag Shah, Practicing Company Secretary and scrutinizer, I hereby declare the result of the postal ballot voting process for the above-mentioned proposals as per Annexure I.

Since, **96.06%** votes are polled in favour of the above-mentioned Resolution, I hereby declare the resolution duly passed as Ordinary Resolution as mentioned in the notice dated December 21, 2022, with requisite majority.

Yours faithfully,

**For Adani Ports and Special Economic Zone Limited**

**Kamlesh Bhagia**  
**Company Secretary**

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CIN: L63090GJ1998PLC034182

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## CHIRAG SHAH & ASSOCIATES

Company Secretaries

1213, Ganesh Glory, Nr. Jagatpur Crossing,  
Besides Ganesh Genesis,

Off. S.G. Highway, Ahmedabad - 382 481.

Ph.: 079-40020304, 6358790040/41/42

E-mail : chi118\_min@yahoo.com

Scrutinizer Report on Remote E-Voting in Respect of Resolutions Proposed through Postal Ballot  
[Pursuant to Sections 108 & 110 of the Companies Act, 2013 read with Rules 20 and 22 of the  
Companies (Management and Administration) Rule 2014]

To,  
The Chairman  
Adani Ports and Special Economic Zone Limited  
"Adani Corporate House", Shantigram,  
Near Vaishno Devi Circle, S .G. Highway, Khodiyar,  
Ahmedabad –382 421.

Dear Sir,

**Re : Report of Scrutinizer on passing of special resolution by the shareholders of Adani Ports and Special Economic Zone Limited (the "Company") through Postal Ballot only by way of remote E-voting.**

1. The Board of Directors of the Company, by Resolution passed on December 21, 2022, has appointed us as Scrutinizer for conducting the postal ballot (e-voting process) for passing the resolutions as set out in the Notice of Postal Ballot dated December 21, 2022.
2. In terms of the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021 and 3/2022 dated May 5, 2022, issued by the Ministry of Corporate Affairs, Government of India ('MCA Circulars'), the Company had sent this postal ballot notice in electronic form only. The hard copy of this Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelopes were not sent to the members for the postal ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the members would take place through the remote voting system only. To facilitate such members to receive this notice electronically and cast their vote electronically, the Company had made arrangement for registration of email addresses in terms of the MCA Circulars. The Notice had also been placed on website of the Company at <https://www.adaniports.com> and e-voting website at <https://www.evoting.nsdl.com>. and was also available on the website of stock exchanges at [www.bseindia.com](http://www.bseindia.com). and [www.nseindia.com](http://www.nseindia.com)
3. We submit our report as under:



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4. The Notice of Postal Ballot dated December 21 2022 alongwith the statement under Section 102 of the Companies Act, 2013 setting out all material facts in respect of the resolutions mentioned therein was sent electronically by email to the members whose names appear in the register of members/ list of beneficial owners as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on December 23, 2022 in compliance with the above referred MCA Circulars.
5. The Company has completed the dispatch of Postal Ballot Notice by email on December 28, 2022. In accordance with the MCA Circulars, no physical ballot notice was dispatched to the Members. The Company has also published Newspaper Advertisement in Indian Express (English) and Financial Express (Gujarati) respectively, regarding dispatch of Notice of Postal Ballot alongwith Remote E-voting Information and containing all the matters required under Companies Act, 2013 and relevant rules on, December 29, 2022.
6. The Company has offered E-voting through National Securities Depository Limited ("NSDL") and the report contains the details of E-voting only.
7. The facility of E-voting remained open from 9.00 a.m. on Friday, December 30, 2022 and ended at 5.00 p.m. on Saturday, January 28, 2023.
8. We have unblocked the votes cast through remote E-voting in the presence of Mr. Raimeen Maradiya and Ms. Dhvani Rana who are not in the employment of the Company. Thereafter, the details containing, inter-alia the list of members who voted "For" or "Against" the resolutions were derived from the report generated from the evoting website of NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
9. 2857 Members representing 1947912945 equity shares have cast their votes through e-voting for the resolutions set out in the said notice of Postal Ballot and all votes cast upto January 28, 2023 at 5 P.M. i.e. the last date and time for e-voting were considered for scrutiny.
10. A Summary of postal ballot through E-voting is given below.



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### Resolution No. 1 :

To Approve Appointment of Mr. Ranjitsinh B. Barad, IAS, Vice Chairman and Chief Executive Officer, Gujarat Maritime Board (DIN: 07559958) as a Director (Non-Executive, Non-Independent) of the Company.

Particulars	No. of Postal Ballot Forms /E-voting	No. of shares	% of Total Paid Up Equity Capital	% of total votes polled
a) Voting exercised through E-Voting	2857	1936222206*	89.63%	100.00%
b) E-Voting ballot with assent (favour) for the Resolution	2474	1870454268	86.59%	96.60%
c) E-Voting ballot dissent (against) for the Resolution	383	65767938	3.04%	3.40%
d) E-Voting ballot Abstained from voting	0	0	0.00%	-
e) Total valid votes exercised (b+c)	2857	1936222206	89.63%	100.00%
<b>Total Ballot with ASSENT in Electronic</b>	<b>2474</b>	<b>1870454268</b>	<b>86.59%</b>	<b>96.60%</b>
<b>Total Ballot with DISSENT in Electronic mode</b>	<b>383</b>	<b>65767938</b>	<b>3.04%</b>	<b>3.40%</b>
Since total votes polled in favour of the resolution is 96.60% and total votes polled against the resolution is 3.40%, <b>resolution has been passed as Ordinary Resolution</b>				

\*18 equity shareholders voted less for 11690739 equity shares.

11. You may accordingly declare the results of the voting by postal ballot only by way remote E-voting.
- 12 The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Resolutions passed by way of Postal Ballot and the same will be handed over to the Company Secretary of the Company for safe keeping.

Thanking you,

**For, Chirag Shah and Associates  
Company Secretaries**

**Counter Signed by  
For Adani Ports and Special Economic Zone Limited**

CHIRAG  
BHUPENDRA  
BHAI SHAH

Digitally signed by  
CHIRAG  
BHUPENDRABHAI  
BHAI SHAH  
Date: 2023.01.28  
22:53:46 +05'30'

**Chirag Shah**  
**Partner**  
**FCS No.5545, CP No. 3498**  
**Peer Review Cert. No. 704/2020**  
**Place: Ahmedabad**  
**Date: 28/01/2023**  
**UDIN : F005545D003067670**

**Kamlesh Bhagia**  
**Company Secretary & Compliance Officer**  
**Mem. No. ACS 19198**

**Adani Ports and Special Economic Zone Limited – Postal Ballot**

**Resolution No. 1:**

Resolution Required : (Ordinary)			To approve the appointment of Mr. Ranjitsinh B. Barad, IAS, Vice Chairman and Chief Executive Officer, Gujarat Maritime Board (DIN: 07559958) as a Director (Non-Executive, Non-Independent) of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	Remote E-Voting	1406914567	1394555867	99.1216	1394555867	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1394555867</b>	<b>99.1216</b>	<b>1394555867</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote E-Voting	612984336	540330210	88.1475	474574766	65755444	87.8305	12.1695
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>540330210</b>	<b>88.1475</b>	<b>474574766</b>	<b>65755444</b>	<b>87.8305</b>	<b>12.1695</b>
Public Non Institutions	Remote E-Voting	140240042	1336129	0.9527	1323635	12494	99.0649	0.9351
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1336129</b>	<b>0.9527</b>	<b>1323635</b>	<b>12494</b>	<b>99.0649</b>	<b>0.9351</b>
<b>Total</b>		<b>2160138945</b>	<b>1936222206</b>	<b>91.3374</b>	<b>1870454268</b>	<b>65767938</b>	<b>96.6032</b>	<b>3.3967</b>

For, Adani Ports and Special Economic Zone Limited

Kamlesh Bhagia  
Company Secretary