



Ports and
Logistics

August 7, 2019

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: ADANIPTS

Sub: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Details of Voting Results of the 20th Annual General Meeting of the Company.

Dear Sir,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed please find details of voting results inclusive of e-voting and tab voting conducted at the 20th Annual General Meeting of the Company held on Tuesday, 6th August, 2019 at 10:30 a.m. at H.T. Parekh Hall, AMA Complex, ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad – 380015.

The Consolidated Scrutinizer's Report is also enclosed herewith.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

For Adani Ports and Special Economic Zone Limited

**Kamlesh Bhagia
Company Secretary**



Encl: a/a

Adani Ports and Special Economic Zone Ltd
Adani House
Nr Mithakhali Circle, Navrangpura
Ahmedabad 380 009
Gujarat, India
CIN: L63090GJ1998PLC034182

Tel +91 79 2656 5555
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Registered Office: Adani House, Nr Mithakhali Circle, Navrangpura, Ahmedabad 380 009, Gujarat, India

Details of Voting Results – 20th Annual General Meeting held on 6th August, 2019

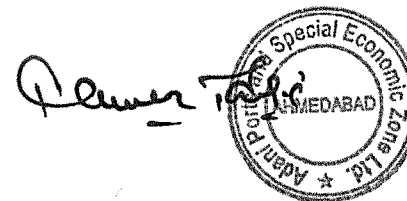
1.	Date of the AGM/EGM	6 th August, 2019
2.	Total number of shareholders on record date	2,64,143 (As on cut-off date i.e. 30 th July, 2019)
3.	No. of shareholders present in the meeting either in person or through proxy: <ul style="list-style-type: none">• Promoters and Promoter Group:• Public:	8 127
4.	No. of Shareholders attended the meeting through Video Conferencing <ul style="list-style-type: none">• Promoters and Promoter Group:• Public:	Not arranged



Resolution / Agenda wise details of voting (including votes cast by remote e-voting and e-voting at AGM) are as under:

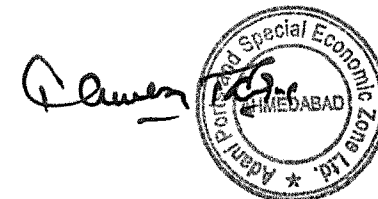
Resolution No. 1: Adoption of audited financial statements (including consolidated financial statements) for the financial year ended March 31, 2019								
Resolution required: (Ordinary/ Special)	Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	1290229754	1290229754	100.0000	1290229754	-	100.0000	0.0000
	E-Voting at AGM		-	-	-	0.0000	0.0000	
	Postal Ballot		-	-	-	0.0000	0.0000	
	Total		1290229754	1290229754	100.0000	1290229754	-	100.0000
Public- Institutions	Remote E-Voting	713216345	650736541	91.2397	650210264	526277	99.9191	0.0809
	E-Voting at AGM		-	-	-	0.0000	0.0000	
	Postal Ballot		-	-	-	0.0000	0.0000	
	Total		713216345	650736541	91.2397	650210264	526,277	99.9191
Public- Non Institutions	Remote E-Voting	67505662	7734864	11.4581	7733719	1145	99.9852	0.0148
	E-Voting at AGM		37039	0.0549	37039	-	100.0000	0.0000
	Postal Ballot		-	-	-	-	0.0000	0.0000
	Total		67505662	7771903	11.5130	7770758	1145	99.9853
Total		2070951761	1948738198	94.0987	1948210776	527422	99.9729	0.0271

Resolution No. 2: Declaration of final dividend on Equity Shares for the financial year 2018-19								
Resolution required: (Ordinary/ Special)	Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	1290229754	1290229754	100.0000	1290229754	-	100.0000	0.0000
	E-Voting at AGM		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		1290229754	1290229754	100.0000	1290229754	-	100.0000
Public- Institutions	Remote E-Voting	713216345	652902519	91.5434	652570621	331898	99.9492	0.0508
	E-Voting at AGM		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		713216345	652902519	91.5434	652570621	331898	99.9492
Public- Non Institutions	Remote E-Voting	67505662	7749206	11.4793	7747986	1220	99.9843	0.0157
	E-Voting at AGM		37039	0.0549	37039	-	100.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		67505662	7786245	11.5342	7785025	1220	99.9843
Total		2070951761	1950918518	94.2040	1950585400	333118	99.9829	0.0171



Resolution No. 3: Declaration of dividend on Preference Shares for the financial year 2018-19								
Resolution required: (Ordinary/ Special)	Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	1290229754	1290229754	100.0000	1290229754	-	100.0000	0.0000
	E-Voting at AGM		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		1290229754	1290229754	100.0000	1290229754	-	100.0000
Public- Institutions	Remote E-Voting	713216345	652902519	91.5434	652570621	331898	99.9492	0.0508
	E-Voting at AGM		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		713216345	652902519	91.5434	652570621	331,898	99.9492
Public- Non Institutions	Remote E-Voting	67505662	7749206	11.4793	7748026	1180	99.9848	0.0152
	E-Voting at AGM		37039	0.0549	37039	-	100.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		67505662	7786245	11.5342	7785065	1180	99.9848
Total		2070951761	1950918518	94.2040	1950585440	333078	99.9829	0.0171

Resolution No. 4: Re-appointment of Mr. Rajesh S. Adani, as a Director of the Company who retires by rotation								
Resolution required: (Ordinary/ Special)	Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	1290229754	1290229754	100.0000	1290229754	-	100.0000	0.0000
	E-Voting at AGM		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		1290229754	1290229754	100.0000	1290229754	-	100.0000
Public- Institutions	Remote E-Voting	713216345	427445960	59.9322	395543223	31902737	92.5364	7.4636
	E-Voting at AGM		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		713216345	427445960	59.9322	395543223	31902737	92.5364
Public- Non Institutions	Remote E-Voting	67505662	7749206	11.4793	2165462	5583744	27.9443	72.0557
	E-Voting at AGM		37039	0.0549	37039	-	100.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		67505662	7786245	11.5342	2202501	5583744	28.2871
Total		2070951761	1725461959	83.3173	1687975478	37486481	97.8275	2.1725



Resolution No. 5: Appointment of Mr. Mukesh Kumar, IAS as a Director liable to retire by rotation								
Resolution required: (Ordinary/ Special)	Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	1290229754	1290229754	100.0000	1290229754	-	100.0000	0.0000
	E-Voting at AGM		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		1290229754	1290229754	100.0000	1290229754	-	100.0000
Public- Institutions	Remote E-Voting	713216345	652902519	91.5434	643555701	9346818	98.5684	1.4316
	E-Voting at AGM		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		713216345	652902519	91.5434	643555701	9346818	98.5684
Public- Non Institutions	Remote E-Voting	67505662	7749206	11.4793	7746203	3003	99.9612	0.0388
	E-Voting at AGM		37039	0.0549	37039	-	100.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		67505662	7786245	11.5342	7783242	3003	99.9614
Total		2070951761	1950918518	94.2040	1941568697	9349821	99.5207	0.4793

Resolution No. 6: Appointment of Mrs. Nirupama Rao as a Director not liable to retire by rotation								
Resolution required: (Ordinary/ Special)	Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	1290229754	1290229754	100.0000	1290229754	-	100.0000	0.0000
	E-Voting at AGM		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		1290229754	1290229754	100.0000	1290229754	-	100.0000
Public- Institutions	Remote E-Voting	713216345	652617149	91.5034	651156256	1460893	99.7761	0.2239
	E-Voting at AGM		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		713216345	652617149	91.5034	651156256	1460893	99.7761
Public- Non Institutions	Remote E-Voting	67505662	7749206	11.4793	7745942	3264	99.9579	0.0421
	E-Voting at AGM		37039	0.0549	37039	-	100.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		67505662	7786245	11.5342	7782981	3264	99.9581
Total		2070951761	1950633148	94.1902	1949168991	1464157	99.9249	0.0751



Resolution No. 7: Re-appointment of Prof. G. Raghuram as an Independent Director of the Company								
Resolution required: (Ordinary/ Special)	Special Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	1290229754	1290229754	100.0000	1290229754	-	100.0000	0.0000
	E-Voting at AGM		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		1290229754	1290229754	100.0000	1290229754	-	100.0000
Public- Institutions	Remote E-Voting	713216345	652617149	91.5034	649802133	2815016	99.5687	0.4313
	E-Voting at AGM		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		713216345	652617149	91.5034	649802133	2815016	99.5687
Public- Non Institutions	Remote E-Voting	67505662	7749206	11.4793	6730339	1018867	86.8520	13.1480
	E-Voting at AGM		37039	0.0549	37039	-	100.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		67505662	7786245	11.5342	6767378	1018867	86.9145
Total		2070951761	1950633148	94.1902	1946799265	3833883	99.8035	0.1965

Resolution No. 8: Re-appointment of Mr. G. K. Pillai as an Independent Director of the Company								
Resolution required: (Ordinary/ Special)	Special Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	1290229754	1290229754	100.0000	1290229754	-	100.0000	0.0000
	E-Voting at AGM		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		1290229754	1290229754	100.0000	1290229754	-	100.0000
Public- Institutions	Remote E-Voting	713216345	652617149	91.5034	649304318	3312831	99.4924	0.5076
	E-Voting at AGM		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		713216345	652617149	91.5034	649304318	3312831	99.4924
Public- Non Institutions	Remote E-Voting	67505662	7749206	11.4793	6730405	1018801	86.8528	13.1472
	E-Voting at AGM		37039	0.0549	37039	-	100.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		67505662	7786245	11.5342	6767444	1018801	86.9154
Total		2070951761	1950633148	94.1902	1946301516	4331632	99.7779	0.2221



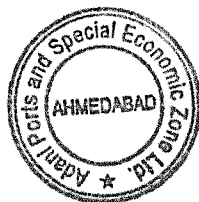
Resolution No. 9: Re-appointment of Dr. Malay Mahadevia as Whole Time Director of the Company								
Resolution required: (Ordinary/ Special)	Special Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	1290229754	1290229754	100.0000	1290229754	-	100.0000	0.0000
	E-Voting at AGM		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		1290229754	1290229754	100.0000	1290229754	-	100.0000
Public- Institutions	Remote E-Voting	713216345	652617149	91.5034	639627602	12989547	98.0096	1.9904
	E-Voting at AGM		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		713216345	652617149	91.5034	639627602	12989547	98.0096
Public- Non Institutions	Remote E-Voting	67505662	7749206	11.4793	7747061	2145	99.9723	0.0277
	E-Voting at AGM		37039	0.0549	37039	-	100.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		67505662	7786245	11.5342	7784100	2145	99.9725
Total		2070951761	1950633148	94.1902	1937641456	12991692	99.3340	0.6660

Resolution No. 10: Approval for payment of commission to Non-Executive Directors of the Company								
Resolution required: (Ordinary/ Special)	Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	1290229754	1290229754	100.0000	1290229754	-	100.0000	0.0000
	E-Voting at AGM		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		1290229754	1290229754	100.0000	1290229754	-	100.0000
Public- Institutions	Remote E-Voting	713216345	652902519	91.5434	618306383	34596136	94.7012	5.2988
	E-Voting at AGM		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		713216345	652902519	91.5434	618306383	34596136	94.7012
Public- Non Institutions	Remote E-Voting	67505662	7749206	11.4793	7745761	3445	99.9555	0.0445
	E-Voting at AGM		37039	0.0549	37039	-	100.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		67505662	7786245	11.5342	7782800	3445	99.9558
Total		2070951761	1950918518	94.2040	1916318937	34599581	98.2265	1.7735

For, Adani Ports and Special Economic Zone Limited

Kamlesh Bhagia

Kamlesh Bhagia
Company Secretary



Consolidated Scrutinizer's Report
[Pursuant to Section 108 & 109 of the Companies Act, 2013 and the Companies
(Management and Administration) Rules, 2014 as amended]

The Chairman
20th Annual General Meeting of the Equity Shareholders of
Adani Ports and Special Economic Zone Limited
held on Tuesday, August 6, 2019 at 10:30 a.m.
at H.T. Parekh Hall, AMA Complex, ATIRA,
Dr. Vikram Sarabhai Marg,
Ahmedabad - 380015

Dear Sir,

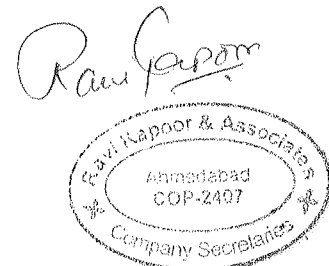
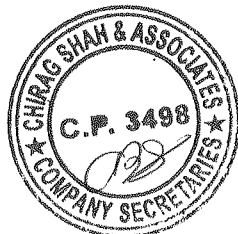
We, CS Chirag Shah, Practicing Company Secretary and CS Ravi Kapoor, Practicing Company Secretary, were appointed as Scrutinizers for remote e-voting and tab voting respectively by the Board of Directors of the Adani Ports and Special Economic Zone Limited (the "Company") for the purpose of:

- a) Scrutinizing the e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 (the "Act") read with rules made thereunder by CS Chirag Shah;
- b) Tab voting at the Annual General Meeting ("AGM") under the provisions of Section 109 of the Act read with rules made thereunder by CS Ravi Kapoor;

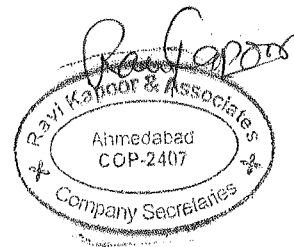
on the resolutions contained in the Notice calling the 20th AGM of the Equity Shareholders of the Company, held on Tuesday, 6th August, 2019 at 10:30 a.m. at H.T. Parekh Hall, AMA Complex, ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad – 380015.

The management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to voting through electronic means [i.e. by remote e-voting and voting through tab voting at the AGM] on the resolutions stated in the Notice calling the AGM.

We have issued separate Scrutinizer's Report dated 6th August, 2019 on the remote e-voting and the voting through tab voting on the resolutions stated in the Notice calling the AGM. We after taking into consideration and relying upon each other's individual report(s) submit our Consolidated Scrutinizer's Report as under:



Sr. No	Item of the Notice	No. of votes in favour	% of votes in favour	No. of votes against	% of votes against	No. of invalid & abstain votes
1.	Adoption of audited financial statements (including consolidated financial statements) for the financial year ended March 31, 2019.	1948210776	99.97	527422	0.03	6001628
2.	Declaration of final dividend on Equity Shares for the financial year 2018-19.	1950585400	99.98	333118	0.02	3821308
3.	Declaration of dividend on Preference Shares for the financial year 2018-19.	1950585440	99.98	333078	0.02	3821308
4.	Re-appointment of Mr. Rajesh S. Adani (DIN: 00006322), as a Director of the Company who retires by rotation.	1687975478	97.83	37486481	2.17	229277867
5.	Appointment of Mr. Mukesh Kumar, IAS as a Director liable to retire by rotation.	1941568697	99.52	9349821	0.48	3821308
6.	Appointment of Mrs. Nirupama Rao as a Director not liable to retire by rotation.	1949168991	99.92	1464157	0.08	4106678
7.	Re-appointment of Prof. G. Raghuram as an Independent Director of the Company.	1946799265	99.80	3833883	0.20	4106678
8.	Re-appointment of Mr. G. K. Pillai as an Independent Director of the Company.	1946301516	99.78	4331632	0.22	4106678
9.	Re-appointment of Dr. Malay Mahadevia as Whole Time Director of the Company.	1937641456	99.33	12991692	0.67	4106678
10.	Approval for payment of commission to Non-Executive Directors of the Company.	1916318937	98.23	34599581	1.77	3821308



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 Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.



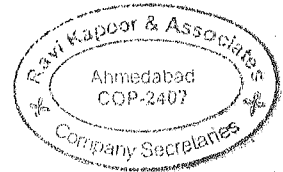
Chirag Shah
Practicing Company Secretaries
Chirag Shah & Associates
FCS: 5545, COP: 3498

Place: Ahmedabad
Date: 6th August, 2019



Ravi Kapoor
Practicing Company Secretaries
Ravi Kapoor & Associates
FCS : 2587, COP : 2407

Place: Ahmedabad
Date: 6th August, 2019



Counter Signed by



Gautam S. Adani
Chairman
Adani Ports and Special Economic Zone Limited
(DIN: 00006273)





Scrutinizers' Report

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20(xi) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Adani Ports and Special Economic Zone Limited
"Adani House",
Near Mithakhali Six Roads,
Navrangpura,
Ahmedabad - 380 009

Dear Sir,

I, Chirag B. Shah, Practicing Company Secretary, having office at 808, Shiromani Complex, Opp. Ocean Park, S.M. Road, Satellite, Ahmedabad-380015 have been appointed as Scrutinizer of **Adani Ports and Special Economic Zone Limited** ("the Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolution(s), at the 20th Annual General Meeting of the Equity Shareholders of the Company on Tuesday, August 6, 2019 at 10:30 a.m. at H.T. Parekh Hall, AMA Complex, ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad – 380015. I submit my report as under:

1. The e-voting period remained open from Friday, 2nd August, 2019 at 9.00 a.m. upto Monday, 5th August, 2019 at 5.00 p.m.
2. The shareholders holding shares as on the "cut off" date i.e. 30th July, 2019 were entitled to vote on the proposed resolutions (Items No. 1 to 10 as set out in the Notice of the 20th Annual General Meeting of Adani Ports and Special Economic Zone Limited).
3. The votes were unblocked on 6th August, 2019 around 12.30 p.m. in the presence of two witnesses Mr. Raimeen Maradiya and Ms. Charmi Shah who are not in the employment of the Company.
4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Central Depository Services limited (<https://www.evotingindia.com/>).
5. The results of the e-voting are as under:

.....



A) Resolution No. 1 - (Ordinary Resolution):

Adoption of audited financial statements (including consolidated financial statements) for the financial year ended 31st March, 2019:

i) Voted in favour of the resolution:

Number of members voted through remot electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
556	1948173737	99.97%

ii) Voted against the resolution:

Number of members voted through remot electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
8	527422	0.03%

iii) No of members abstained from voting:

Total number of members whose votes were abstained	Total number of votes
17*	6001628

*Shareholders has voted partially in favour and not voted for rest of shares. The same have been treated as abstain.

B) Resolution No. 2 - (Ordinary Resolution):

Declaration of final dividend on Equity Shares for the financial year 2018-19:

i) Voted in favour of the resolution:

Number of members voted through remot electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
563	1950548361	99.98%

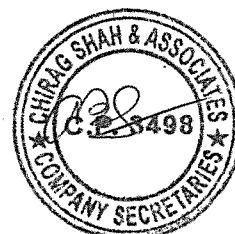
ii) Voted against the resolution:

Number of members voted through remot electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
10	333118	0.02%

iii) No of members abstained from voting:

Total number of members whose votes were abstained	Total number of votes
7*	3821308

*Shareholders has voted partially in favour and not voted for rest of shares. The same have been treated as abstain.



C) Resolution No. 3 - (Ordinary Resolution):

Declaration of dividend on Preference Shares for the financial year 2018-19:

i) Voted **in favour** of the resolution:

Number of members voted through remot electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
562	1950548401	99.98%

ii) Voted **against** the resolution:

Number of members voted through remot electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
11	333078	0.02

iii) No of members abstained from voting:

Total number of members whose votes were abstained	Total number of votes
7*	3821308

*Shareholders has voted partially in favour and not voted for rest of shares. The same have been treated as abstain.

D) Resolution No. 4 - (Ordinary Resolution):

Re-appointment of Mr. Rajesh S. Adani (DIN: 00006322), as a Director of the Company who retires by rotation:

i) Voted **in favour** of the resolution:

Number of members voted through remot electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
442	1687938439	97.83%

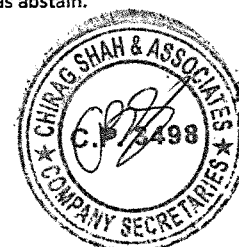
ii) Voted **against** the resolution:

Number of members voted through remot electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
129	37486481	2.17%

iii) No of members abstained from voting:

Total number of members whose votes were abstained	Total number of votes
12*	229277867

*Shareholders has voted partially in favour and not voted for rest of shares. The same have been treated as abstain.



E) Resolution No. 5 - (Ordinary Resolution):

Appointment of Mr. Mukesh Kumar, IAS as a Director liable to retire by rotation

i) Voted **in favour** of the resolution:

Number of members voted through remot electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
529	1941531658	99.52%

ii) Voted **against** the resolution:

Number of members voted through remot electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
45	9349821	0.48%

iii) No of members abstained from voting:

Total number of members whose votes were abstained	Total number of votes
7*	3821308

*Shareholders has voted partially in favour and not voted for rest of shares. The same have been treated as abstain.

F) Resolution No .6 - (Ordinary Resolution):

Appointment of Mrs. Nirupama Rao as a Director not liable to retire by rotation:

i) Voted **in favour** of the resolution:

Number of members voted through remot electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
546	1949131952	99.92%

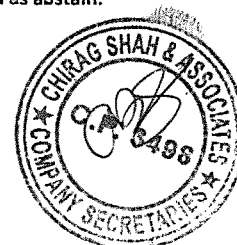
ii) Voted **against** the resolution:

Number of members voted through remot electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
26	1464157	0.08%

iii) No of members abstained from voting:

Total number of members whose votes were abstained	Total number of votes
9*	4106678

*Shareholders has voted partially in favour and not voted for rest of shares. The same have been treated as abstain.



G) Resolution No. 7 - (Special Resolution):

Re-appointment of Prof. G. Raghuram as an Independent Director of the Company:

i) Voted **in favour** of the resolution:

Number of members voted through remot electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
540	1946762226	99.80%

ii) Voted **against** the resolution:

Number of members voted through remot electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
31	3833883	0.20%

iii) No of members abstained from voting:

Total number of members whose votes were abstained	Total number of votes
9*	4106678

*Shareholders has voted partially in favour and not voted for rest of shares. The same have been treated as abstain.

H) Resolution No. 8 - (Special Resolution):

Re-appointment of Mr. G. K. Pillai as an Independent Director of the Company:

i) Voted **in favour** of the resolution:

Number of members voted through remot electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
542	1946264477	99.78%

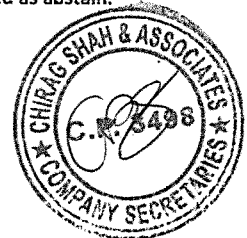
ii) Voted **against** the resolution:

Number of members voted through remot electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
29	4331632	0.22%

iii) No of members abstained from voting:

Total number of members whose votes were abstained	Total number of votes
9*	4106678

*Shareholders has voted partially in favour and not voted for rest of shares. The same have been treated as abstain.



I) Resolution No. 9 - (Special Resolution):

Re-appointment of Dr. Malay Mahadevia as Whole Time Director of the Company:

i) Voted in favour of the resolution:

Number of members voted through remot electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
518	1937604417	99.33%

ii) Voted against the resolution:

Number of members voted through remot electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
54	12991692	0.67%

iii) No of members abstained from voting:

Total number of members whose votes were abstained	Total number of votes
9*	4106678

*Shareholders has voted partially in favour and not voted for rest of shares. The same have been treated as abstain.

J) Resolution No. 10 - (Ordinary Resolution):

Approval for payment of commission to Non-Executive Directors of the Company:

i) Voted in favour of the resolution:

Number of members voted through remot electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
537	1916281898	98.23%

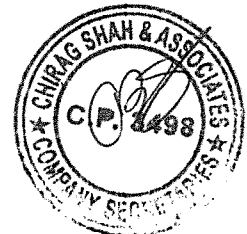
ii) Voted against the resolution:

Number of members voted through remot electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
38	34599581	1.77%

iii) No of members abstained from voting:

Total number of members whose votes were abstained	Total number of votes
7*	3821308

*Shareholders has voted partially in favour and not voted for rest of shares. The same have been treated as abstain.



6. 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 Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,



Chirag Shah
Scrutinizer
Practicing Company Secretary
FCS: 5545; CP: 3498
Place: Ahmedabad
Date: 6th August, 2019

**Ravi Kapoor
&
Associates**

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"Shaival Plaza",
Gujarat College Road,
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Company Secretaries

Trade Mark Agent

Insolvency Resolution Professional

Report of Scrutinizer

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) of the Companies
(Management and Administration) Rules, 2014]

To,

The Chairman

20th Annual General Meeting of the Equity Shareholders of

Adani Ports and Special Economic Zone Limited

held on Tuesday, August 6, 2019 at 10:30 a.m.

at H.T. Parekh Hall, AMA Complex,

ATIRA, Dr. Vikram Sarabhai Marg,

Ahmedabad - 380015

Dear Sir,

Subject: Scrutinizer's Report on Electronic Voting System (Tab Voting) at the Venue of Annual General Meeting (AGM) conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20(4) of the Companies (Management and Administration) Rules, 2014.

1. I, Ravi Kapoor, Practicing Company Secretary, appointed by the Board of Directors of Adani Ports and Special Economic Zone Limited, ("the Company") as Scrutinizer for the purpose of conducting voting through Electronic Voting System at the venue of Annual General Meeting (AGM) on the below mentioned resolution(s), passed at the 20th Annual General Meeting of the Members of the Company held on Tuesday, August 6, 2019 at H.T. Parekh Hall, AMA Complex, ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad - 380015 at 10:30 A.M.
2. The Management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules relating to voting through Electronic Voting System at the venue of AGM on the Resolutions contained in the Notice to the AGM of the members of the Company. My responsibility as a Scrutinizer for voting through Electronic Voting System (Tab Voting) at the venue of AGM process is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated below, based on the reports generated from the Electronic Voting System (Tab Voting) provided by Company at the venue of AGM.

Ravi Kapoor

Ravi Kapoor & Associates
Ahmedabad
COP-2407
Company Secretaries

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 "Shaival Plaza",
 Gujarat College Road,
 Ellisbridge, Ahmedabad-380 006.
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 E-mail : ravi@ravics.com www.ravics.com

Company Secretaries
Trade Mark Agent
Insolvency Resolution Professional

3. Further to the above, I submit my report as under:

- i. The Company has provided voting through Electronic Voting System (Tab Voting) at the venue of AGM to the shareholders who have not cast their votes through remote e-voting facility provided by the Company.
- ii. The voting period for Electronic Voting System (Tab Voting) at the venue of AGM commenced after the conclusion of proceedings of AGM and then shareholders have cast their votes through Tab facility provided by the Company.

I now submit my Report as under on the result of the voting through Electronic Voting System (Tab Voting) in respect of below Resolutions:

Item No. 1 - Ordinary Resolution

Adoption of audited financial statements (including consolidated financial statements) for the financial year ended on 31st March, 2019.

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
78	37039	100

(II) Voted against the resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL

Ravi Kapoor
 Ravi Kapoor & Associates
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 Company Secretaries

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Company Secretaries
Trade Mark Agent
Insolvency Resolution Professional

Item No. 2 - Ordinary Resolution

Declaration of final dividend on Equity Shares for the financial year 2018-19.

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
78	37039	100

(II) Voted against the resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL

Item No. 3 - Ordinary Resolution

Declaration of dividend on Preference Shares for the financial year 2018-19.

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
78	37039	100

(II) Voted against the resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
NA	NA	NA

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(III) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
NA	NA

Item No. 4 - Ordinary Resolution

Re-appointment of Mr. Rajesh S. Adani (DIN: 00006322), as a Director of the Company who retires by rotation.

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
78	37039	100

(II) Voted against the resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL

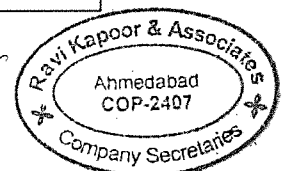
Item No. 5- Ordinary Resolution

Appointment of Mr. Mukesh Kumar, IAS as a Director liable to retire by rotation.

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
78	37039	100

Ravi Kapoor



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Company Secretaries
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(II) Voted against the resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL

Item No. 6- Ordinary Resolution

Appointment of Mrs. Nirupama Rao as a Director not liable to retire by rotation.

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
78	37039	100

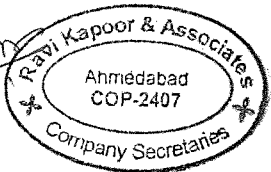
(II) Voted against the resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL

Ravi Kapoor



Item No. 7 - Special Resolution

Re-appointment of Prof. G. Raghuram as an Independent Director of the Company.

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
78	37039	100

(II) Voted against the resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL

Item No. 8 - Special Resolution

Re-appointment of Mr. G. K. Pillai as an Independent Director of the Company.

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
78	37039	100

(II) Voted against the resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

Ravi Kapoor
 Ravi Kapoor & Associates
 Ahmedabad
 COP-2407
 Company Secretaries

(III) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL

Item No. 9 - Special Resolution

Re-appointment of Dr. Malay Mahadevia as Whole-time Director of the Company.

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
78	37039	100

(II) Voted against the resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL

Item No. 10 - Ordinary Resolution

Approval for payment of commission to Non-Executive Directors of the Company.

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
78	37039	100

**Ravi Kapoor
&
Associates**

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(II) Voted against the resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL

Thanking you

Yours faithfully,



(Ravi Kapoor)
Practicing Company Secretary - Scrutinizer
FCS: 2587; COP: 2407

Date: 06.08.2019
Place: Ahmedabad

