



Ports and  
Logistics

Ref No: APSEZL/SECT/2021-22/84

September 21, 2021

**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**

Dear Sir,

**Sub: Disclosure of:**

- I. **Combined Voting Results of the business transacted at the National Company Law Tribunal Convened Meeting of the Equity Shareholders of Adani Ports and Special Economic Zone Limited ('APSEZ') held on Monday, September 20, 2021; and**
- II. **Combined Voting Results pursuant to Securities Exchange Board of India Circular No. CIR/CFD/CMD/16/2015 dated March 10, 2017 read with Para 10 of SEBI Master Circular No. SEBI/HO/CFD/DIII/CIR/P/2020/249 dated December 22, 2020. ('SEBI Circular').**

**Ref: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations').**

Pursuant to the order dated August 9, 2021 passed by the Hon'ble National Company Law Tribunal (**'NCLT Order'**) a Meeting of Equity Shareholders of the Company was held on Monday, September 20, 2021 at 11:00 a.m. through Video Conference (**"VC"**)/Other Audio-Visual Means (**"OAVM"**) for approving the Composite Scheme of Arrangement between Brahmi Tracks Management Services Private Limited and Adani Ports and Special Economic Zone Limited and Adani Tracks Management Services Private Limited and Sarguja Rail Corridor Private Limited and their respective shareholders and creditors (**'Scheme'**).

Further, pursuant to the Provisions of Sections 230(4) and 232(1) of the Companies Act, 2013 read with Rules 5 and 6 of the Companies (Compromises, Arrangements, and Amalgamations) Rules, 2016 and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company has provided facility of (i) remote e-voting; and (ii) e-voting at the meeting of the Equity Shareholders for approval of the Scheme.

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

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## Ports and Logistics

Accordingly, voting by Equity Shareholders of the Company for approval of scheme was carried out through (i) remote e-voting; and (ii) e-voting at the meeting held on September 20, 2021.

Further, in terms of the SEBI Circular and NCLT Order, the Scheme is also required to be approved by the Public Shareholders of the Company and accordingly, voting by Public Shareholders for approval of scheme was carried out through (i) remote e-voting; and (ii) e-voting at the meeting held on September 20, 2021.

As per Regulation 44(3) of SEBI Listing Regulations, please find enclosed the following disclosures:

- a. **In terms of the Companies Act, 2013 and NCLT Order** - Voting Results of the business transacted through (i) remote e-voting; and (ii) e-voting at the meeting along with the Scrutinizer's Report as **Annexure-A**.
- b. **In terms of SEBI Circular** - Voting Results of the Public Shareholders along with a separate Scrutinizers Report as **Annexure-B**.

The proposed Resolution approving the Scheme was passed with requisite majority representing three fourth value of shares held by the Equity Shareholders (including Public Shareholders) of the Company, as required by NCLT Order and SEBI Circular.

Kindly take the same on record.

Yours faithfully,

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

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



Encl: As above.

## Annexure-A

Adani Ports and Special Economic Zone Limited

Voting Results as per Regulation 44(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Date of NCLT Meeting	20th September, 2021
Total number of shareholders as on record date	652498 (As of cut-off date i.e. 13th September, 2021)
Nos. of Shareholders present in the meeting either in person or through proxy	Not Applicable
Promoters and Promoter Group	
Public	
Nos. of Shareholders attended the meeting through video conferencing	
Promoters and Promoter Group	3
Public	74

Resolution No. 1: Approval of Composite Scheme of Arrangement between Brahmi Tracks Management Services Private Limited and Adani Ports and Special Economic Zone Limited and Adani Tracks Management Services Private Limited and Sarguja Rail Corridor Private Limited and their respective shareholders and creditors.								
Resolution required: (Ordinary/ Special)		Special Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
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	1303327635	1303327635	100.0000	1303327635	0	100.0000	0.0000
	E-Voting at Meeting		0	0	0	0	0.0000	
	Postal Ballot		0	0	0	0	0.0000	
	<b>Total</b>		<b>1303327635</b>	<b>1303327635</b>	<b>100.0000</b>	<b>1303327635</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	Remote E-Voting	633538831	546644792	86.2843	502659668	43985124	91.9536	8.0464
	E-Voting at Meeting		0	0	0	0	0.0000	
	Postal Ballot		0	0	0	0	0.0000	
	<b>Total</b>		<b>633538831</b>	<b>546644792</b>	<b>86.2843</b>	<b>502659668</b>	<b>43985124</b>	<b>91.9536</b>
Public- Non Institutions	Remote E-Voting	104885295	11044262	10.5298	11041773	2489	99.9775	0.0225
	E-Voting at Meeting		34672	0.0331	34672	0	100.0000	0.0000
	Postal Ballot		0	0	0	0	0.0000	
	<b>Total</b>		<b>104885295</b>	<b>11078934</b>	<b>10.5629</b>	<b>11076445</b>	<b>2489</b>	<b>99.9775</b>
<b>Total</b>		<b>2041751761</b>	<b>1861051361</b>	<b>91.1497</b>	<b>1817063748</b>	<b>43987613</b>	<b>97.6364</b>	<b>2.3636</b>





## 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

### Report of Scrutinizer

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of Companies  
(Management and Administration) rules, 2014]

To,

**Prof. Ganesan Raghuram**

**The Chairman of NCLT convened meeting  
of the Equity Shareholders of**

**Adani Ports and Special Economic Zone Limited**

having its Registered Office at

Adani Corporate House,

Shantigram, Nr. Vaishno Devi Circle,

S. G. Highway, Khodiyar,

Ahmedabad - 382421

**Sub: Combined Scrutinizers' Report on the resolution passed through remote e-voting and e-voting at Meeting of the Equity Shareholders of Adani Ports and Special Economic Zone Limited convened as per directions of Hon'ble National Company Law Tribunal ("NCLT"), Ahmedabad Bench.**

Dear Sir,

I, Chirag Shah, Practicing Company Secretary, have been appointed by the Hon'ble National Company Law Tribunal, Ahmedabad Bench ("NCLT") vide its order dated August 9, 2021 as "the Scrutinizer" for the purpose of scrutinizing remote e-voting process and e-voting at the NCLT Convened Meeting ("meeting") of the Equity Shareholders of Adani Ports and Special Economic Zone Limited (hereinafter referred to as "the Company") convened by order of NCLT and held through VC/OAVM on Monday, September 20, 2021 at 11:00 a.m. (IST), pursuant to Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and read with the General Circulars No. 14/2020 dated April 08, 2020; No. 17/2020 dated April 13, 2020; No. 20/2020 dated May 05, 2020; No. 22/2020 dated June 15, 2020; No. 33/2020 dated September 28, 2020; No. 39/2020 dated December 31, 2020 and No. 10/2021 dated June

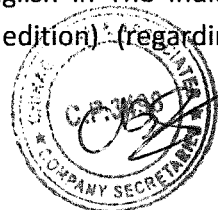


23, 2021 issued by the Ministry of Corporate Affairs ("MCA") and Circulars No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by Securities and Exchange Board of India, on the resolution seeking approval of the Equity Shareholders to the Composite Scheme of Arrangement between Brahmi Tracks Management Services Limited and Adani Ports and Special Economic Zone Limited and Adani Tracks Management Services Private Limited and Sarguja Rail Corridor Private Limited and their respective shareholders and creditors (" the Scheme"), in terms of the Notice dated August 11, 2021, convening the said meeting.

As mentioned in the Notice, the proceedings of the meeting were deemed to be conducted at the Registered Office of the Company located at Adani Corporate House, Shantigram, Near Vaishno Devi Circle, S. G. Highway, Khodiyar, Ahmedabad – 382421 and the same was deemed to be the venue of NCLT Convened meeting.

I do hereby submit my report as under :

- (i) The company had appointed Central Depository Services Limited ("CDSL") as the Agency for providing remote e-voting and e-voting facility to the Equity Shareholders of the Company for participating in the Meeting through VC / OAVM.
- (ii) CDSL had provided a system for recording the votes of the Equity Shareholders electronically through remote e-voting as well as at the meeting on the item of the business sought to be transacted at the meeting of the Equity Shareholders of the Company, which was held on Monday, September 20, 2021 at 11:00 a.m. (IST).
- (iii) The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules thereunder, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to voting done through the remote e-voting and e-voting at the meeting on the resolution contained in the Notice of the Meeting.
- (iv) The Company had provided remote e-voting facility and e-voting facility during the Meeting through Central Depository Services Limited ("CDSL") to its Equity Shareholders as on the cut-off date i.e. Monday, September 13, 2021.
- (v) Our responsibility as a Scrutinizer for the voting process (through remote e-voting and e-voting at the meeting) was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a consolidated Scrutinizer's Report of the votes cast in **favour or against** the resolution stated in the Notice, based on the reports generated from the e-voting system provided by CDSL.
- (vi) The Company had published Newspaper Advertisements in English in The Indian Express (All editions) and Gujarati in Sandesh (Ahmedabad edition) (regarding



holding of meeting containing all the matters required under the Companies Act, 2013 and relevant rules made thereunder on Tuesday, August 17, 2021. The Company also published Newspaper Advertisements in 'Gujarat Samachar', Ahmedabad Edition, and 'Divya Bhaskar', Ahmedabad Edition on Tuesday, August 17, 2021 and Wednesday, August 18 2021, respectively.

- (vii) The remote e-voting period had commenced on Tuesday, September 14, 2021 at 9:00 A.M. (IST) and has been closed on Sunday, September 19, 2021 at 5:00 P.M. (IST).
- (viii) At the meeting of the Equity Shareholders of the Company held through VC/OAVM, on Monday, September 20, 2021, after considering the item of business, the facility to vote electronically was provided to facilitate those Equity Shareholders who were attending the meeting through VC/OAVM but could not exercise their vote through remote e-voting, to cast their votes electronically.
- (ix) The remote e-voting module was disabled and blocked by CDSL for voting on Sunday, September 19, 2021 at 5.00 P.M. (IST).
- (x) The votes cast through the e-voting module of CDSL was unblocked on Monday, September 20, 2021 at around 11:32 a.m. in the presence of two witnesses, Mr. Raimeen Maradiya and Ms. Dhvani Rana who are not in the employment of the Company.
- (xi) Thereafter, I as a Scrutinizer duly compiled details of the remote e-voting carried out by the equity shareholders and the e-voting done at the meeting.
- (xii) The consolidated result of the voting seeking approval of the Equity Shareholders of the Company to the Scheme is as under :

**Resolution : For approving Composite Scheme of Arrangement between Brahmi Tracks Management Services Private Limited and Adani Ports and Special Economic Zone Limited and Adani Tracks Management Services Private Limited and Sarguja Rail Corridor Private Limited and their respective shareholders and creditors under Sections 230 to 232 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013.**

Consolidated Report on result of voting through Remote E-voting and e-voting facility at Meeting through VC/OAVM of the meeting of Equity Shareholders.



i. Total Valid Votes:

Voting Description	Number of Members who voted	Nos. of valid Votes
E-voting at the meeting	40	34672
Remote E- voting	1070*	1861016689
<b>Total</b>	<b>1110*</b>	<b>1865261678</b>

\*out of the aforesaid equity shareholders who voted for the resolution and against the resolution, respectively, 5 equity shareholders have partially voted for the resolution and partially against the resolution. Therefore, for the purpose of numbers the said 5 equity shareholders have been considered only once. Thus, 1070 equity shareholders in number (820+255= 1075 – 5 = 1070) voted during the remote e-voting.

ii. Voted **in favour** of the resolution:

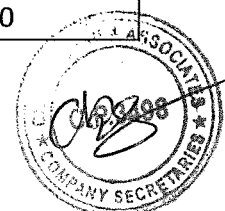
Voting Description	Number of Members who voted	Number of shares for which votes casted.	% of total number of valid votes casted
E-voting at the meeting	40	34672	100%
Remote E- voting	820	1817029076	97.64%
<b>Total</b>	<b>860</b>	<b>1817063748</b>	<b>97.64%</b>
Detailed Report of Voted in favour is enclosed and marked as <b>ANNEXURE – A</b>			

iii. Voted **against** the resolution:

Voting Description	Number of Members who voted	Number of shares for which votes casted.	% of total number of valid votes casted
E-voting at the meeting	0	0	0%
Remote E- voting	255	43987613	2.36%
<b>Total</b>	<b>255</b>	<b>43987613</b>	<b>2.36%</b>
Detailed Report of Voted in against is enclosed and marked as <b>ANNEXURE – B</b>			

iv. **Invalid/Abstain** Votes:

Voting Description	Number of Members who voted	Number of shares for which votes casted.
E-voting at the meeting	0	0
Remote E- voting	0	0



Total	0	0
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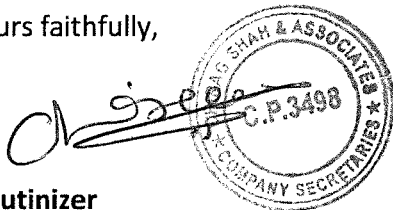
(xiii) Out of 77 Equity Shareholders who attended the meeting:

- i. 23 Equity Shareholders holding 864608832 value and who attended the meeting through VC/OAVM had already cast their vote by remote e-voting and therefore were not entitled to vote through e-voting at the meeting as per "Annexure C"
- ii. 14 Equity Shareholders holding 15370 value, who attended the meeting through VC/OAVM, did not cast their votes as per "Annexure D".
- iii. 40 Equity Shareholders holding 34672 value, cast their vote through e-voting facility at Meeting through VC/OAVM.
- iv. 6 equity shareholders holding 7819055 equity shares had less voted 4210317 equity shares through remote e-voting as per "Annexure E".
- v. 5 Equity shareholders holding 5377088 equity shares who partially voted for the resolution and partially voted against the resolution as per "Annexure F".

(xiv) List of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for resolution has been sent to Mr. Kamlesh Bhagia, Company Secretary of the Company for records.

(xv) All relevant records of the voting conducted through remote e-voting and e-voting at the meeting are handed over to the Company Secretary for safe keeping.

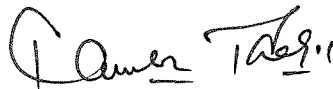
Thanking you,  
Yours faithfully,



**Scrutinizer**  
**Name : Chirag Shah**  
**Practicing Company Secretary**  
**FCS : 5545; CP : 3498**  
**Place : Ahmedabad**  
**Date : September 20, 2021.**  
**UDIN : F005545C000973701**

Countersigned:

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



**Mr. Kamlesh Bhagia,**  
**Person authorised by Prof. Ganesan Raghuram**  
**Chairman for NCLT Convened Meeting of Equity**  
**Shareholders of Adani Ports and Special Economic**  
**Zone Limited**



## Annexure-B

### Adani Ports and Special Economic Zone Limited

#### Voting Results as per Regulation 44(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Date of NCLT Meeting	20th September, 2021
Total number of shareholders as on record date	652498 (As of cut-off date i.e. 13th September, 2021)
Nos. of Shareholders present in the meeting either in person or through proxy	Not Applicable
Promoters and Promoter Group	
Public	
Nos. of Shareholders attended the meeting through video conferencing	
Promoters and Promoter Group	3
Public	74

Resolution No. 1: Approval of Composite Scheme of Arrangement between Brahmi Tracks Management Services Private Limited and Adani Ports and Special Economic Zone Limited and Adani Tracks Management Services Private Limited and Sarguja Rail Corridor Private Limited and their respective shareholders and creditors.								
Resolution required: (Ordinary/ Special)		Special Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
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	1303327635	0	-	0	0	-	0.0000
	E-Voting at Meeting		0	0	0	0	0.0000	
	Postal Ballot		0	0	0	0	0.0000	
	<b>Total</b>		<b>1303327635</b>	<b>0</b>	<b>-</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public- Institutions	Remote E-Voting	633538831	546644792	86.2843	502659668	43985124	91.9536	8.0464
	E-Voting at Meeting		0	0	0	0	0.0000	
	Postal Ballot		0	0	0	0	0.0000	
	<b>Total</b>		<b>633538831</b>	<b>546644792</b>	<b>86.2843</b>	<b>502659668</b>	<b>43985124</b>	<b>91.9536</b>
Public- Non Institutions	Remote E-Voting	104885295	11044262	10.5298	11041773	2489	99.9775	0.0225
	E-Voting at Meeting		34672	0.0331	34672	0	100.0000	0.0000
	Postal Ballot		0	0	0	0	0.0000	
	<b>Total</b>		<b>104885295</b>	<b>11078934</b>	<b>10.5629</b>	<b>11076445</b>	<b>2489</b>	<b>99.9775</b>
<b>Total</b>		<b>2041751761</b>	<b>557723726</b>	<b>27.3159</b>	<b>513736113</b>	<b>43987613</b>	<b>92.1130</b>	<b>7.8870</b>





## 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

### Report of Scrutinizer

To,

**Mr. Kamlesh Bhagia,**

**Company Secretary**

**(Person Authorised by Chairman)**

**Adani Ports and Special Economic Zone Limited** having its

Registered Office at Adani Corporate House,

Shantigram, Nr. Vaishno Devi Circle,

S. G. Highway, Khodiyar,

Ahmedabad – 382421.

**Sub: Scrutinizer Report with respect to voting by public shareholders of Adani Ports and Special Economic Zone Limited through remote e-Voting and e-voting at Meeting in terms of the SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017 read with Para 10 of SEBI Master Circular No. SEBI/HO/CFD/DIL1/CIR/P/2020/249 Dated December 22, 2020.**

Dear Sir,

I, Chirag Shah, Practicing Company Secretary, have been appointed by the Hon'ble National Company Law Tribunal, Ahmedabad Bench ("NCLT") vide its order dated August 9, 2021 as "the Scrutinizer" for the purpose of scrutinizing Remote e-Voting and e-voting at Meeting process of the Equity Shareholders of Adani Ports and Special Economic Zone Limited (hereinafter referred to as "the Company") convened by order of NCLT and held through VC/OAVM on Monday, September 20, 2021 at 11:00 a.m. (IST), pursuant to Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and read with the General Circulars No. 14/2020 dated April 08, 2020; No. 17/2020 dated April 13, 2020; No. 20/2020 dated May 05, 2020; No. 22/2020 dated June 15, 2020; No. 33/2020 dated September 28, 2020; No. 39/2020 dated December 31, 2020 and No. 10/2021 dated June 23, 2021 issued by the Ministry of Corporate Affairs ("MCA") and Circulars No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by



Securities and Exchange Board of India, on the resolution seeking approval of the Equity Shareholders to the Composite Scheme of Arrangement between Brahmi Tracks Management Services Limited and Adani Ports and Special Economic Zone Limited and Adani Tracks Management Services Private Limited and Sarguja Rail Corridor Private Limited and their respective shareholder and creditors (" the Scheme"), in terms of the Notice dated August 11, 2021, convening the said meeting.

As mentioned in the Notice, the proceedings of the meeting were deemed to be conducted at the Registered Office of the Company located at Adani Corporate House, Shantigram, Near Vaishno Devi Circle, S. G. Highway, Khodiyar, Ahmedabad – 382421 and the same was deemed to be the venue of NCLT Convened meeting.

I submit my report with regard to the result of the Remote e-Voting and e-voting at Meeting in respect of public shareholders as under :

- (i) The Company had appointed Central Depository Services Limited("CDSL") as the Agency for providing the e-voting platform to the Equity Shareholders of the Company.
- (ii) CDSL had provided a system for recording the votes of the Equity Shareholders electronically through remote e-Voting and e-voting at Meeting on the item of the business sought to be transacted at the meeting of the Equity Shareholders of the Company, which was held on Monday, September 20, 2021 at 11:00 a.m. (IST).
- (iii) The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules thereunder, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to voting done through the remote e-voting and e-voting at the meeting on the resolution contained in the Notice of the Meeting.
- (iv) The Company had provided remote e-Voting and e-voting at Meeting facility through CDSL to its Equity Shareholders as on the cut-off date i.e. Monday, September 13, 2021
- (v) Our responsibility as a Scrutinizer for the voting process (through remote e-Voting and e-voting at Meeting) was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a consolidated Scrutinizer's Report of the votes cast in favour or against the resolution stated in the Notice, based on the reports generated from the e-voting system provided by CDSL.
- (vi) The Company had published Newspaper Advertisements in English in The Indian Express (All editions) and Gujarati in Sandesh (Ahmedabad edition) (regarding holding of meeting containing all the matters required under the Companies Act,



2013 and relevant rules made thereunder on Tuesday, August 17, 2021. The Company also published Newspaper Advertisements in 'Gujarat Samachar', Ahmedabad Edition, and 'Divya Bhaskar', Ahmedabad Edition on August 17, 2021 and August 18 2021, respectively.

- (vii) At the meeting of the Equity Shareholders of the Company held through VC/OAVM, on Monday, September 20, 2021, after considering the item of business, the facility to vote electronically was provided to facilitate those Equity Shareholders who were attending the meeting through VC/OAVM but could not exercise their vote through remote e-Voting and e-voting at Meeting, to cast their votes electronically.
- (viii) The remote e-Voting and e-voting at Meeting period had commenced on Tuesday, September 14, 2021 at 9:00 A.M. (IST) and has closed on Sunday, September 19, 2021 at 5:00 P.M. (IST).
- (ix) The e-voting module was disabled and blocked by CDSL for voting on Sunday, September 19, 2021 at 5.00 P.M. (IST).
- (x) The votes were unblocked the votes cast through the e-voting module of CDSL on Monday, September 20, 2021 at around 11:32 a.m. in the presence of two witnesses, Mr. Raimeen Maradiya and Ms. Dhvani Rana who are not in the employment of the Company.
- (xi) Thereafter, I as a Scrutinizer duly compiled details of the remote e-voting carried out by the equity shareholders and the e-voting done at the meeting.
- (xii) The consolidated result of the voting seeking approval of the Equity Shareholders of the Company to the Scheme is as under :

**Resolution : For approving Composite Scheme of Arrangement between Brahmi Tracks Management Services Private Limited and Adani Ports and Special Economic Zone Limited and Adani Tracks Management Services Private Limited and Sarguja Rail Corridor Private Limited and their respective shareholders and creditors under Sections 230 to 232 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013:**

Mode		Number of Members who voted	Total Shares held	Favour		Against		Invalid Voted	
				Number of Members who voted	Votes	Number of Members who voted	Votes	Number of Members who voted	Votes
Public Shareholders	E-voting at the meeting	40	34672	40	34672	0	0	0	0



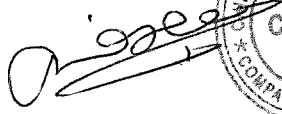
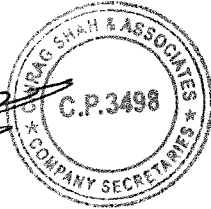
	Remote E-voting	1058*	561899371	808	513701441	255	43987613	0	0
<b>Total</b>		<b>1098*</b>	<b>561934043</b>	<b>848</b>	<b>513736113</b>	<b>255</b>	<b>43987613</b>	<b>0</b>	<b>0</b>

This resolution is passed as votes cast by the public shareholders in favour of the proposal are more than the number of votes cast by the public shareholders against proposal

\*out of the aforesaid equity shareholders who voted for the resolution and against the resolution, respectively, 5 equity shareholders have partially voted for the resolution and partially against the resolution. Therefore, for the purpose of numbers the said 5 equity shareholders have been considered only once. Thus, 1058 equity shareholders in number (808+255=1063 – 5 = 1058) voted during the remote e-voting.

- (xiii) List of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for resolution has been sent to Mr. Kamlesh Bhagia, Company Secretary of the Company for records.
- (xiv) All other relevant records with respect to public shareholders were handed over to the Company Secretary of the Company for safe keeping.

Thanking you,  
Yours faithfully,

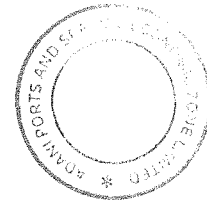



**Scrutinizer**  
**CS Chirag Shah**  
**Practicing Company Secretary**  
**FCS : 5545; CP : 3498**

Countersigned:  
For, **Adani Ports and Special Economic Zone Limited**



**Mr. Kamlesh Bhagia,**  
**Company Secretary**



**Place : Ahmedabad**  
**Date : September 20, 2021**  
**UDIN : F005545C000973701**