

Date: December 26, 2023

To

BSE Limited  
P J Towers,  
Dalal Street,  
Mumbai – 400 001  
**Scrip Code: 541450**

The National Stock Exchange of India Limited  
"Exchange Plaza",  
Bandra – Kurla Complex,  
Bandra (E), Mumbai – 400 051  
**Scrip Code: ADANIGREEN**

Dear Sir,

**Sub: Outcome of the meeting of the Board of Directors of Adani Green Energy Limited (the "Company"), in terms of the provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")**

**Re: Outcome of the meeting of the Board of Directors held on December 26, 2023**

In furtherance of the intimation dated December 20, 2023, and pursuant to Regulation 30 of the SEBI Listing Regulations, we wish to inform you that the Board of Directors of the Company, at its meeting held today i.e. December 26, 2023 have *inter alia* approved the following:

1. The issue of up to 6,31,43,677 (Six Crore Thirty One Lakhs Forty Three Thousand Six Hundred and Seventy Seven) warrants of the Company, each convertible into, or exchangeable for, 6,31,43,677 (Six Crore Thirty One Lakhs Forty Three Thousand Six Hundred and Seventy Seven) fully paid-up equity share of the Company of face value of INR 10 (Indian Rupees Ten) to Ardour Investment Holding Ltd and Adani Properties Private Limited, each being a member of the promoter group of the Company (the "**Proposed Allottees**") by way of a preferential issue on a private placement basis, in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("**SEBI ICDR Regulations**"), as amended and other applicable laws, and subject to the approval of regulatory / statutory authorities and the shareholders of the Company ("**Preferential Issue**"). In this regard, the Board has also noted and taken on record the

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investment commitment letter issued by the Proposed Allottees to the Company, and the investment by the Proposed Allottees will be subject to customary closing conditions; and

2. Convening an extraordinary general meeting of the Company on Thursday, January 18, 2024, at 11.00 a.m. through video conferencing or other audio-visual means, to seek necessary approval of the shareholders of the Company, for the Preferential Issue.

The details in respect of the Preferential Issue, as required to be disclosed under Regulation 30 of the SEBI Listing Regulations, read with the SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 on disclosure of material events/ information by listed entities, dated July 13, 2023 ("**SEBI Disclosure Circular**") is set out below at **Annexure - A**.

The meeting commenced at 2.00 p.m. and concluded at 2.55 p.m.

You are requested to take the same on your record.

Thanking You

Yours Faithfully,

**For, Adani Green Energy Limited**

**Pragnesh Darji**  
**Company Secretary**

## Annexure – A

### Disclosure in terms of Regulation 30 of the SEBI Listing Regulations read with the SEBI Disclosure Circular

Sr. No.	Particulars	Details
1.	Type of securities proposed to be issued (viz. equity shares, convertibles, etc.)	Convertible warrants of the Company (" <b>Warrants</b> ").
2.	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential allotment, on a private placement basis.
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Up to 6,31,43,677 (Six Crore Thirty One Lakhs Forty Three Thousand Six Hundred and Seventy Seven) Warrants, for an aggregate amount of up to INR 9349,99,99,718 (Indian Rupees Nine Thousand Three Hundred and Forty Nine Crore Ninety Nine Lakhs Ninety Nine Thousand Seven Hundred and Eighteen only).
4.	In case of preferential issue the listed entity shall disclose the following additional details to the stock exchange(s):	
a)	Name of the investors	Ardour Investment Holding Ltd and Adani Properties Private Limited
b)	Post allotment of securities - outcome of the subscription	The Warrants are proposed to be allotted to Ardour Investment Holding Ltd and Adani Properties Private Limited. Details of the shareholding of the Proposed Allottees in the Company, prior to and after the Preferential Issue, are as under:

Sr. No.	Particulars	Details	
		Pre-Preferential Issue shareholding percentage of the Proposed Allottees	Post-Allotment of Warrants pursuant to the Preferential Issue
		Nil	Up to 6,31,43,677 (Six Crore Thirty One Lakhs Forty Three Thousand Six Hundred and Seventy Seven) warrants constituting up to 3.833% of the share capital of the Company (on a fully diluted basis post-allotment)
c)	Issue price	INR 1,480.75 (Indian Rupees One Thousand Four Hundred and Eighty decimal point Seven Five only) per Warrant	
d)	Number of investors	Up to 2 (two) investors	
e)	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	Each Warrant will be convertible into, or exchangeable for, 1 (one) fully paid-up equity share of the Company of face value of INR 10 (Indian Rupees Ten), which may be exercised in one or more tranches during a period of 18 (eighteen) months commencing from the date of allotment of Warrants.	