



10th April, 2020

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: 542066

Scrip Code: ADANIGAS

Dear Sir,

Sub: Result of Postal Ballot

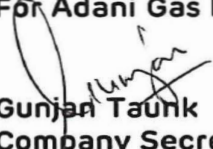
With reference to above, we are pleased to inform that members of the Company have passed a Special Resolution under Section 14 of the Companies Act, 2013 to approve adoption of amended and restated Articles of Association of the Company.

Result/voting of Postal Ballot along with Report of Scrutinizer is enclosed herewith pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take the same on your record.

Thanking you,

Yours faithfully,
For Adani Gas Limited


Gunjan Taunk
Company Secretary



Encl.: As above.

Adani Gas Limited
Heritage Building, 8th floor,
Ashram Road, Usmanpura,
Ahmedabad-380014
Gujarat, India
CIN: L40100GJ2005PLCO46553

Tel +91 79 2754 1988
Fax +91 79 2754 2988
info@adani.com
www.adani.com

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

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 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the approval of shareholders was sought by postal ballot as per details furnished in the Postal Ballot Notice dated 28th February, 2020 sent to all shareholders, on the proposal for passing Special Resolution under Section 14 of the Companies Act, 2013 to approve adoption of amended and restated Articles of Association of the Company to give effect to the provisions of the Shareholders' Agreement dated 14th October, 2019 executed between the Company, certain existing promoters and promoter group of the Company and Total Holdings SAS.

The last date for receiving duly filled and signed Postal Ballot forms was close of working hours at 05:00 p.m. on 9th April, 2020. The E-voting was kept open from 11th March, 2020 (09:00 a.m.) to 9th April, 2020 (05:00 p.m.).

There were no Postal Ballot Forms received till Tuesday, 24th March, 2020. In wake of the COVID-19 Pandemic, the Company went under complete lockdown and had adopted work from home policy. Thus, postal ballot forms, if any received during the period from 25th March, 2020 to 9th April, 2020 could not be considered and reported.

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 the AGM/EGM	Not Applicable
2.	Date of the Postal Ballot	Notice dated 28 th February, 2020
3.	Total number of shareholders on record date	1,03,991
4.	No. of shareholders present in the meeting either in person or through proxy:	
	Promoters and Promoter Group:	Not Applicable
	Public:	Not Applicable
5.	No. of Shareholders attended the meeting through Video Conferencing:	
	Promoters and Promoter Group:	Not Applicable
	Public:	Not Applicable


adani

Gas

On the basis of the report received from CS Chirag Shah, scrutinizer, I hereby declare the result of the postal ballot voting process for the above mentioned proposal as per Annexure I.

Since, **98.98%** votes are polled in favour of the aforesaid Special Resolution, I hereby declare the resolution carried as a Special Resolution with requisite majority.

Thanking you,
For Adani Gas Limited


Gautam S. Adani
Chairman
DIN: 00006273

Date: 10th April, 2020
Place: Ahmedabad
Time: 5.00 p.m.

Adani Gas Limited
Heritage Building, 8th floor,
Ashram Road, Usmanpura,
Ahmedabad-380014
Gujarat, India
CIN: L40100GJ2005PLC046553

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ADANI GAS LIMITED

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

Resolution No. 1: To approve adoption of amended and restated Articles of Association 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	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	822664076	822664076	100.00	822664076	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		822664076	100.00	822664076	0	100.00	0.00
Public Institutions	Remote E-Voting	227258498	212278701	93.41	201698845	10579856	95.02	4.98
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		212278701	93.41	201698845	10579856	95.02	4.98
Public Non Institutions	Remote E-Voting	49887509	258039	0.52	255563	2476	99.04	0.96
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		258039	0.52	255563	2476	99.04	0.96
Total		1099810083	1035200816	94.13	1024618484	10582332	98.98	1.02

For Adani Gas Limited

Gunjan Taunk
Company Secretary





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

To,
The Chairman
ADANI GAS LTD.
Adani House,
Nr. Mithakhali Six Roads, Navrangpura,
Ahmedabad – 380 009

Dear Sir,

**Re : Report of Scrutinizer on passing of resolution through Postal
Ballot and E-voting**

1. The Board of Directors of the Company, by Circular Resolution passed on February 28, 2020 has appointed me as Scrutinizer for conducting the postal ballot (physical and e-voting process) for passing Resolution as set out in the Notice of Postal Ballot dated February 28, 2020.
2. I submit my report as under:

The Company had completed dispatch of Notice of Postal Ballot dated February 28, 2020 along with the Postal Ballot Form and a self-addressed postage prepaid Business Reply Envelope on March 9, 2020 to its Members by email who had registered their email ids with depositories/the company and through courier to the other members whose name(s) appeared on the Register of Members / list of beneficiaries as on March 6, 2020 and also published Newspaper Advertisement in English and Gujarati (Regional Language) in Indian Express (English) and Financial Express (Gujarati) respectively regarding dispatch of Notice of Postal Ballot alongwith Postal Ballot Form and containing all the matters required under Companies Act, 2013 and relevant rules on March 10, 2020.

3. There were no Postal Ballot Forms received till Tuesday, March 24, 2020. In wake of the COVID-19 Pandemic, the Company went under complete lockdown and had adopted work from home policy. Thus, postal ballot forms, if any received during the period from March 25, 2020 to April 09, 2020 could not be considered and reported.

4. The Company has also offered E-voting through National Securities Depository Limited ("NSDL") and the report contains the details through E-voting also.
5. The facility of E-voting remained open from 9.00 a.m. on Wednesday, March 11, 2020 and end at 5.00 p.m. on Thursday, April 9, 2020.
6. 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.
7. A Summary of postal ballot forms received / E-voting is given below

Resolution No. 1 :

To approve adoption of amended and restated Articles of Association 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)	Total Postal Ballot Forms received	0	0	0.00%	0.00%
b)	Less: Abstain/Invalid Postal Ballot Forms	0	0	0.00%	0.00%
c)	Net Valid Postal Ballots with voting exercised	0	0	0.00%	0.00%
d)	Voting exercised through E-Voting	319	1035200816	94.13%	100.00%
e)	Total valid votes exercised (c+d)	319	1035200816	94.13%	100.00%
f)	Physical postal ballot forms with assent (favour) for the Resolution	0	0	0.00%	0.00%
g)	Physical postal ballot forms with dissent (against) for the resolution	0	0	0.00%	0.00%
h)	Physical postal ballot not voted for the Resolution	0	0	0.00%	0.00%
i)	E-Voting ballot with assent (favour) for the Resolution	276	1024618484	93.16%	98.98%
j)	E-Voting ballot dissent (against) for the Resolution	43	10582332	0.96%	1.02%

Total Ballot with ASSENT in physical and Electronic mode	276	1024618484	93.16%	98.98%
Total Ballot with DISSENT in physical and Electronic mode	43	10582332	0.96%	1.02%
Since total votes polled in favour of the resolution is 98.98% and total votes polled against the resolution is 1.02%, resolution has been passed as Special Resolution				

7. Related papers / registers and records were handed over to Mr. Gunjan Taunk, Company Secretary for safe custody.
8. You may accordingly declare the results of the voting by postal ballot and E-voting.

Thanking you,

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



**Chirag Shah
Partner**

FCS No.5545, CP No. 3498

Place: Ahmedabad

Date: April 10, 2020

UDIN : F005545B000151240



**Counter Signed by
For, Adani Gas Limited**



**Gautam S. Adani
Chairman**

DIN : 00006273