



20th February, 2015

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: 512599

Scrip Code: ADANIENT

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 188 of the Companies Act, 2013 for divestment of investment held in Maharashtra Eastern Grid Power Transmission Co. Ltd. (MEGPTCL), a Wholly Owned Subsidiary of the Company to Adani Transmission Ltd., a Wholly Owned Subsidiary of the Company through postal ballot process with requisite majority.

Result/voting of Postal Ballot along with Report of Scrutinizers is enclosed herewith as per Clause 35A of the Listing Agreement.

Please find the same in order and take the same on record.

Thanking You.

Yours faithfully,
For **Adani Enterprises Ltd.**

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Mobile: +91 99099 60163
Fax: +91 79 26565 500
parthiv.parikh@adani.com
jaladhi.shukla@adani.com

Parthiv Parikh
Company Secretary
Encl: As above



Dear Members,

Result of Postal Ballot

Pursuant to the 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 16th January, 2015 sent to all shareholders, on the proposal for passing Special Resolution under Section 188 of the Companies Act, 2013, for divestment of investment held in Maharashtra Eastern Grid Power Transmission Co. Ltd. (MEGPTCL), a Wholly Owned Subsidiary of the Company to Adani Transmission Ltd., a Wholly Owned Subsidiary 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 clause 35A of the listing agreement, details regarding postal ballot are as follows:

1.	Date of the AGM/EGM	N.A.
2.	Total number of shareholders on record date	46,716
3.	No. of shareholders present in the meeting	N.A.
4.	No. of shareholders attended through video conferencing	N.A.

Details of Agenda

Resolution required :	Special Resolution under Section 188 of the Companies Act, 2013, for divestment of investment held in Maharashtra Eastern Grid Power Transmission Co. Ltd. (MEGPTCL), a Wholly Owned Subsidiary of the Company to Adani Transmission Ltd., a Wholly Owned Subsidiary of the Company.
Mode of Voting:	Postal Ballot including e-voting

Adani Enterprises Ltd
Adani House
Nr Mithakhali Circle, Navrangpura
Ahmedabad 380 009
Gujarat, India
CIN: L51100GJ1993PLC019067

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info@adani.com
www.adani.com



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 under:

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstand- ing 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	824857559	824034479	99.90%	824034479	Nil	100.00%	Nil
Public - Institutional holders	252674922	143620205	56.84%	143620205	Nil	100.00%	Nil
Public-Others	22277602	142826	0.64%	142542	284	99.80	0.20%
Total	1099810083	967797510	88.00%	967797226	284	100.00%	0.00%

Note: All the above tables show details of valid Postal Ballot forms received from the Shareholders.

Since, **100.00%** votes are polled in favour of the Resolution. I hereby declare the resolution **carried as a special resolution.**

Thanking you,
For **Adani Enterprises Ltd.**


Gautam S. Adani
Executive Chairman

Date : 20th February, 2015

Place : Ahmedabad

Time : 5.00 p.m.

Adani Enterprises Ltd
Adani House
Nr Mithakhali Circle, Navrangpura
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Gujarat, India
CIN: L51100GJ1993PLC019067

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CHIRAG SHAH & ASSOCIATES

Company Secretaries

808, Shiromani Complex, Opp. Ocean Park,
S.M. Road, Satellite, Ahmedabad - 380 015.

Ph.: 079-40020304 / 40020305

E-mail : chi118_min@yahoo.com

To,
The Chairman
Adani Enterprises Limited,
Ahmedabad.

Re: Scrutinizer's Report

Dear Sir,

1. The Board of Directors of the Company through Board Resolution passed on 16th January, 2015 has appointed us as Scrutinizer for conducting the postal ballot voting process.
2. I submit our report as under :

On 21st January, 2015 the Company had completed the dispatch of postal ballot forms for the notice attached as annexure along with postage prepaid business reply envelope to its Members whose name(s) appeared on the Register of Members & list of beneficiaries as on 9th January, 2015 and also published Newspaper Advertisement in English and Gujarati (Regional Language) in Indian Express and Financial Express respectively declaring 9th January, 2015 as cut off date for the purpose of voting rights for postal ballot.

Particulars of all the postal ballot forms received from the Members have been entered in a register separately maintained for the purpose.

The postal ballot forms were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.

The ballot boxes were opened after close of working hours (06.00 p.m.) on 19th February, 2015.

The postal ballot forms were duly opened, scrutinized and the shareholding was matched/confirmed with the Register of Members of the Company & list of beneficiaries as on 9th January, 2015 (Cut off date).

All postal ballot forms received upto the close of working hours on 19th February, 2015, being the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny.

No Envelopes containing postal ballot forms were received after 06.00 p.m. on 19th February, 2015.

I did not find any defaced or mutilated ballot paper.

3. The company has also offered E-voting through CDSL and the report contains the details through E-voting also.



4. A summary of the postal ballot forms received is given below :

<i>Particulars</i>	<i>No. of Postal Ballot forms</i>	<i>No. of Shares</i>	<i>% of total paid up equity capital</i>	<i>% of total votes polled</i>
a) Total Postal Ballot forms received	57	5927279	0.539%	
b) Less; Invalid Postal Ballot forms	8	5902675	0.537%	
c) Net Valid Postal Ballot forms	49	24554	0.002%	
d) Less: Out of valid postal ballot votes not exercised	0	0	0.00%	
e) Net Valid postal ballots with voting exercised	49	24554	0.002%	
f) voting exercised through E-Voting	241	967772956	87.995%	
g) Total valid votes exercised	290	967797510	87.997%	100.00%
h) Physical Postal ballot forms with assent (favour) for the Resolution	49	24554	0.002%	
i) Physical Postal Ballot with dissent (against) for the resolution	0	0	0	
j) E-Voting ballot with assent (favour) for the Resolution	234	967772672	87.995%	
k) E-Voting ballot with dissent (favour) for the Resolution	7	284	0.000%	
Total Postal Ballot with ASSENT in Physical and Electronic mode	283	967797226	87.997%	100.000%
Total Postal Ballot with DISSENT in Physical and Electronic mode	7	284	0.000%	0.000%

In brief, Total Votes polled for SPECIAL RESOLUTION is 100.000% and Total Votes polled against the SPECIAL RESOLUTION is 0.000%.

RESOLUTION HAS BEEN PASSED AS A SPECIAL RESOLUTION.

5. I have handed over the postal ballot forms and other related papers/registers and records for safe custody to the Mr. Parthiv Parikh, Company Secretary authorized by the Board to supervise the postal ballot process.



6. You may accordingly declare the result of the voting by Postal Ballot.

Place: Ahmedabad
Date: 20/02/2015

Thanking you,
Yours faithfully
for, **CHIRAG SHAH & ASSOCIATES**
COMPANY SECRETARIES


CHIRAG SHAH
(PROPRIETOR)

