



August 7, 2018

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 19th 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 poll conducted at the 19th Annual General Meeting of the Company held on Monday, 6th August, 2018 at 9:30 a.m. at J. B. Auditorium, Ahmedabad Management Association, AMA Complex, ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad – 380 015.

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
Fax +91 79 2555 5500
info@adani.com
www.adani.com

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

Details of Voting Results – 19th Annual General Meeting held on 6th August, 2018

1.	Date of the AGM/EGM	6 th August, 2018
2.	Total number of shareholders on record date	2,60,189 (As on cut-off date i.e. 30 th July, 2018)
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: 	5 86
4.	No. of Shareholders attended the meeting through Video Conferencing <ul style="list-style-type: none"> • Promoters and Promoter Group: • Public: 	Not arranged

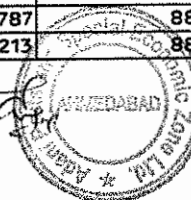
Alwaa T. Aggarwal



Resolution / Agenda wise details of voting (including votes cast by physical ballots and e-voting process) are as under:

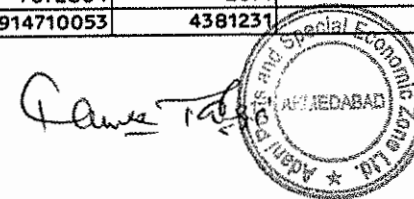
Resolution No. 1: Adoption of audited financial statements (including consolidated financial statements) for the financial year ended March 31, 2018								
Resolution required: (Ordinary/ Special)	Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
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	E-Voting	1290229754	1290229754	100.0000	1290229754	-	100.0000	0.0000
	Poll		-	-	-	0.0000	0.0000	
	Postal Ballot (if applicable)		-	-	-	0.0000	0.0000	
	Total		1290229754	1290229754	100.0000	1290229754	-	100.0000
Public- Institutions	E-Voting	713219043	620171815	86.9539	620171815	-	100.0000	0.0000
	Poll		-	-	-	0.0000	0.0000	
	Postal Ballot (if applicable)		-	-	-	0.0000	0.0000	
	Total		713219043	620171815	86.9539	620171815	-	100.0000
Public- Non Institutions	E-Voting	67502964	6941809	10.2837	6941724	85	99.9988	0.0012
	Poll		21254	0.0315	21254	-	100.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	0.0000	0.0000
	Total		67502964	6963063	10.3152	6962978	85	99.9988
Total		2070951761	1917364632	92.5837	1917364547	85	100.0000	0.0000

Resolution No. 2: Declaration of Dividend on Equity Shares								
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	E-Voting	1290229754	1290229754	100.0000	1290229754	-	100.0000	0.0000
	Poll		-	0.0000	-	0.0000	0.0000	
	Postal Ballot (if applicable)		-	0.0000	-	0.0000	0.0000	
	Total		1290229754	1290229754	100.0000	1290229754	-	100.0000
Public- Institutions	E-Voting	713219043	621804672	87.1828	621804672	-	100.0000	0.0000
	Poll		-	0.0000	-	0.0000	0.0000	
	Postal Ballot (if applicable)		-	0.0000	-	0.0000	0.0000	
	Total		713219043	621804672	87.1828	621804672	-	100.0000
Public- Non Institutions	E-Voting	67502964	7053621	10.4494	7053533	88	99.9988	0.0012
	Poll		21254	0.0315	21254	-	100.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	Total		67502964	7074875	10.4808	7074787	88	99.9988
Total		2070951761	1919109301	92.6680	1919109213	88	100.0000	0.0000



Resolution No. 3: Declaration of Dividend on Preferences Shares								
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	E-Voting	1290229754	1290229754	100.0000	1290229754	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	Total		1290229754	1290229754	100.0000	1290229754	-	100.0000
Public- Institutions	E-Voting	713219043	621786655	87.1803	621786655	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	Total		713219043	621786655	87.1803	621786655	-	100.0000
Public- Non Institutions	E-Voting	67502964	7053621	10.4494	7051548	2073	99.9706	0.0294
	Poll		21254	0.0315	21254	-	100.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	Total		67502964	7074875	10.4808	7072802	2073	99.9707
Total		2070951761	1919091284	92.6671	1919089211	2073	99.9999	0.0001

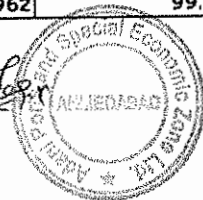
Resolution No. 4: Re-appointment of Dr. Malay Mahadevia (DIN: 00064110), as a Director of the Company who retires by rotation								
Resolution required: (Ordinary/ Special)	Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of 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	E-Voting	1290229754	1290229754	100.0000	1290229754	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	Total		1290229754	1290229754	100.0000	1290229754	-	100.0000
Public- Institutions	E-Voting	713219043	621786655	87.1803	617407495	4379160	99.2957	0.7043
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	Total		713219043	621786655	87.1803	617407495	4379160	99.2957
Public- Non Institutions	E-Voting	67502964	7053621	10.4494	7051550	2071	99.9706	0.0294
	Poll		21254	0.0315	21254	-	100.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	Total		67502964	7074875	10.4808	7072804	2071	99.9707
Total		2070951761	1919091284	92.6671	1914710053	4381231	99.7717	0.2283



Resolution No. 5: Ratification of appointment of M/s. Deloitte Haskins & Sells LLP, Statutory Auditors and fixing their remuneration								
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	E-Voting	1290229754	1290229754	100.0000	1290229754	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	Total		1290229754	1290229754	100.0000	1290229754	-	100.0000
Public- Institutions	E-Voting	713219043	610990713	85.6666	591065856	19924857	96.7389	3.2611
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	Total		713219043	610990713	85.6666	591065856	19924857	96.7389
Public- Non Institutions	E-Voting	67502964	7053621	10.4494	7051506	2115	99.9700	0.0300
	Poll		21254	0.0315	21254	-	100.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	Total		67502964	7074875	10.4808	7072760	2115	99.9701
Total		2070951761	1908295342	92.1458	1888368370	19926972	98.9558	1.0442

Resolution No. 6: Approval of offer or invitation to subscribe to Securities for an amount not exceeding ₹ 5,000 crores								
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	E-Voting	1290229754	1290229754	100.0000	1290229754	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	Total		1290229754	1290229754	100.0000	1290229754	-	100.0000
Public- Institutions	E-Voting	713219043	621586755	87.1523	619696267	1890488	99.6959	0.3041
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	Total		713219043	621586755	87.1523	619696267	1890488	99.6959
Public- Non Institutions	E-Voting	67502964	7053621	10.4494	6345147	708474	89.9559	10.0441
	Poll		21254	0.0315	21254	-	100.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	Total		67502964	7074875	10.4808	6366401	708474	89.9861
Total		2070951761	1918891384	92.6575	1916292422	2598962	99.8646	0.1354

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Resolution No. 7: Approval of offer or invitation to subscribe to Non-Convertible Debentures on private placement basis								
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	E-Voting	1290229754	1290229754	100.0000	1290229754	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	Total		1290229754	1290229754	100.0000	1290229754	-	100.0000
Public- Institutions	E-Voting	713219043	422276390	59.2071	396831037	25445353	93.9742	6.0258
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	Total		713219043	422276390	59.2071	396831037	25445353	93.9742
Public- Non Institutions	E-Voting	67502964	7053575	10.4493	6344909	708666	89.9531	10.0469
	Poll		21254	0.0315	21254	-	100.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	Total		67502964	7074829	10.4808	6366163	708666	89.9833
Total		2070951761	1719580973	83.0334	1693426954	26154019	98.4790	1.5210

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
19th Annual General Meeting of the Equity Shareholders of
Adani Ports and Special Economic Zone Limited
held on Monday, August 6, 2018 at 9:30 a.m.
at J.B. Auditorium,
Ahmedabad Management Association,
AMA Complex, ATIRA,
Dr. Vikram Sarabhai Marg,
Ahmedabad - 380 015

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 voting through poll 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) Poll through polling paper 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 19th AGM of the Equity Shareholders of the Company, held on Monday, 6th August, 2018 at 9:30 a.m. at J.B. Auditorium, Ahmedabad Management Association, 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 by poll at the AGM] on the resolutions stated in the Notice calling the AGM.

We have issued separate Scrutinizer's Report dated 6th August, 2018 on the remote e-voting and the voting through polling paper 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.	Ordinary Resolution- Adoption of audited financial statements (including consolidated financial statements) for the financial year ended March 31, 2018	1917364547	100.00	85	0.00*	4920608
2.	Ordinary Resolution- Declaration of Dividend on Equity Shares	1919109213	100.00	88	0.00*	3175939
3.	Ordinary Resolution- Declaration of Dividend on Preferences Shares	1919089211	100.00	2073	0.00*	3193956
4.	Ordinary Resolution- Re-appointment of Dr. Malay Mahadevia (DIN: 00064110), as a Director of the Company who retires by rotation	1914710053	99.77	4381231	0.23	3193956
5.	Ordinary Resolution- Ratification of appointment of M/s. Deloitte Haskins & Sells LLP, Statutory Auditors and fixing their remuneration	1888368370	98.96	19926972	1.04	13989898
6.	Special Resolution- Approval of offer or invitation to subscribe to Securities for an amount not exceeding Rs. 5,000 crores	1916292422	99.86	2598962	0.14	3393856
7.	Special Resolution- Approval of offer or invitation to subscribe to Non-Convertible Debentures on private placement basis	1693426954	98.48	26154019	1.52	202704267

*Round off

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OPB

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 Chief Financial Officer for safe keeping.



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

Place: Ahmedabad
Date: 6th August, 2018



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

Place: Ahmedabad
Date: 6th August, 2018

Counter Signed by



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



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

Scrutinizers' Report

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

The Chairman

19th Annual General Meeting of the Equity Shareholders of

Adani Ports and Special Economic Zone Limited

held on Monday, August 6, 2018 at 9:30 a.m.

at J.B. Auditorium,

Ahmedabad Management Association,

AMA Complex, ATIRA,

Dr. Vikram Sarabhai Marg,

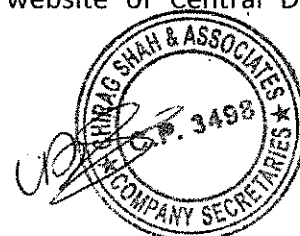
Ahmedabad - 380 015

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 19th Annual General Meeting of the Equity Shareholders of the Company on Monday, 6th August, 2018 at 9:30 a.m. at J.B. Auditorium, Ahmedabad Management Association, AMA Complex, ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad - 380 015.

I submit my report as under:

1. The e-voting period remained open from Thursday, 2nd August, 2018 at 9.00 a.m. to Sunday, 5th August, 2018 at 5.00 p.m.
2. The shareholders holding shares as on the "cut off" date i.e. 30th July, 2018 were entitled to vote on the proposed resolutions (Items No. 1 to 7 as set out in the Notice of the 19th Annual General Meeting of Adani Ports and Special Economic Zone Limited).
3. The votes were unblocked on 6th August, 2018 around 12:20 p.m. in the presence of two witnesses Mr. Raimeen Maradiya and Mr. Digesh Deshaval 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, 2018:

i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
627	1917343293	100.00

ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
1	85	0.00*

*Round off

iii) No of members Votes for **Abstain**:

Total number of members whose votes were abstained	Total number of votes
11 [#]	4907728

#6 Shareholder 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 Dividend on Equity Shares:

i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
631	1919087959	100.00

ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
2	88	0.00*

*Round off

iii) No of members Votes for **Abstain**:

Total number of members whose votes were abstained	Total number of votes
5 [#]	3163059

#5 Shareholder 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 Preferences Shares:

i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
628	1919067957	100

ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
4	2073	0.00*

*Round off

iii) No of members Votes for Abstain:

Total number of members whose votes were abstained	Total number of votes
6 [#]	3181076

#5 Shareholder 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 Dr. Malay Mahadevia (DIN: 00064110), as a Director of the Company who retires by rotation:

i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
620	1914688799	99.77

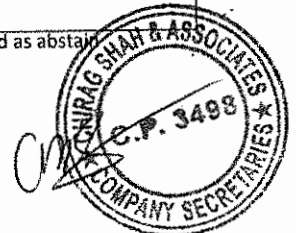
ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
12	4381231	0.23

iii) No of members Votes for Abstain:

Total number of members whose votes were abstained	Total number of votes
6 [#]	3181076

#5 Shareholder 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):

Ratification of appointment of M/s. Deloitte Haskins & Sells LLP, Statutory Auditors and fixing their remuneration

i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
562	1888347116	98.96

ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
62	19926972	1.04

iii) No of members Votes for Abstain:

Total number of members whose votes were abstained	Total number of votes
15 [#]	13977018

#5 Shareholder has voted partially in favour and not voted for rest of shares. The same have been treated as abstain

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

Approval of offer or invitation to subscribe to Securities for an amount not exceeding Rs. 5,000 crores:

i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
623	1916271168	99.86

ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
9	2598962	0.14

iii) No of members Votes for Abstain:

Total number of members whose votes were abstained	Total number of votes
7 [#]	3380976

#5 Shareholder 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):

Approval of offer or invitation to subscribe to Non-Convertible Debentures on private placement basis:

i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
560	1693405700	98.48

ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
67	26154019	1.52



iii) No of members Votes for **Abstain:**

Total number of members whose votes were abstained	Total number of votes
12	202691387

*5 Shareholder 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 Chief Financial Officer for safe keeping.

Thanking you,
Yours faithfully,

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

Place: Ahmedabad
Date: 6th August, 2018

**Form No. MGT-13
Report of Scrutinizer**

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

To,
The Chairman,
Adani Ports and Special Economic Zone Limited

The 19th Annual General Meeting of the members of Adani Ports and Special Economic Zone Limited (the Company) held on Monday, 6th August, 2018 at 9:30 a.m. at J. B. Auditorium, Ahmedabad Management Association, AMA Complex, ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad - 380 015.

Dear Sir,

I, **Ravi Kapoor, Practicing Company Secretary**, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 19th Annual General Meeting of the Equity Shareholders of Adani Ports and Special Economic Zone Limited held on Monday, 6th August, 2018 at 9:30 a.m. at J. B. Auditorium, Ahmedabad Management Association, AMA Complex, ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad - 380 015, submit my report as under:

1. After the time fixed for closing of poll by the Chairman, two ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Register and Transfer Agent of the Company and the authorizations/proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the poll is as under:

Ravi Kapoor



Item No. 1 - Ordinary Resolution

Adoption of audited financial statements (including consolidated financial statements) for the financial year ended 31st March, 2018:

(i) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
46	21254	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
3	12880

Item No. 2 - Ordinary Resolution

Declaration of Dividend on Equity Shares:

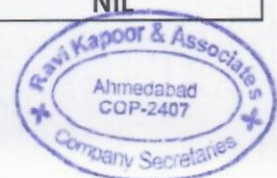
(i) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
46	21254	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

Ravi Kapoor



(iii) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
3	12880

Item No. 3 - Ordinary Resolution

Declaration of Dividend on Preference Shares:

(i) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
46	21254	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
3	12880

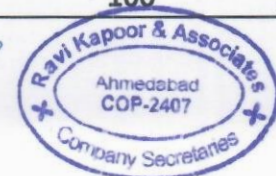
Item No. 4 - Ordinary Resolution

Re-appointment of Dr. Malay Mahadevia (DIN: 00064110), as a Director of the Company who retires by rotation:

(i) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
46	21254	100

Ravi Kapoor



(ii) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
3	12880

Item No. 5 - Ordinary Resolution

Ratification of appointment of M/s. Deloitte Haskins & Sells LLP, Statutory Auditors and fixing their remuneration:

(i) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
46	21254	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
3	12880

Ravi Kapoor



Item No. 6 - Special Resolution

Approval of offer or invitation to subscribe to Securities for an amount not exceeding Rs. 5,000 crores:

(i) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
46	21254	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
3	12880

Item No. 7 - Special Resolution

Approval of offer or invitation to subscribe to Non-Convertible Debentures on private placement basis:

(i) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
46	21254	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

Ravi Kapoor



**Ravi Kapoor
&
Associates**

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E-mail : ravi@ravics.com www.ravics.com

Company Secretaries

Trade Mark Agent

Insolvency Resolution Professional

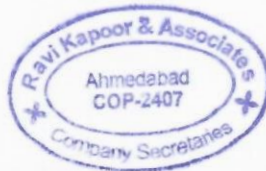
(iii) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
3	12880

5. A list of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorize by the Board for safe keeping.

Thanking you,

Yours Faithfully,



Scrutinizer

**Name: Ravi Kapoor
Practicing Company Secretary
FCS: 2587; CP: 2407**

Place: Ahmedabad

Date: 06/08/2018