adani™

11th August, 2016

BSE Limited
P J Towers,
Dalal Street,
Mumbai – 400001

Scrip Code: 512599

National Stock Exchange of India Limited
Exchange plaza,
Bandra-Kurla Complex,
Bandra (E)
Mumbai – 400051.

Scrip Code: ADANIENT

Dear Sir,

Sub: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Details of Voting Results at the 24th Annual General Meeting of the Company.

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 24th Annual General Meeting of the Company held on Wednesday, 10th August, 2016 at 10.30 a.m. at J. B. Auditorium, Ahmedabad Management Association, AMA Complex, ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad – 380 015.

Reports of the Scrutinizer are also enclosed herewith.

You are requested to kindly take the same on record.

Thanking you.

Yours faithfully,
For Adani Enterprises Limited

J. R. Jalundhwala

Jatin Jalundhwala
Company Secretary &
Sr. Vice President (Legal)

Encl: A/a

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

Tel +91 79 2656 5555
Fax +91 79 2555 5500
info@adani.com
www.adani.com

adani

Details of Voting Results – 24th Annual General Meeting held on 10th August, 2016

1.	Date of the AGM/~~EGM~~	10th August, 2016
2.	Total number of shareholders on record date	93948 (As on cut-off date i.e. 3rd August, 2016)
3.	No. of shareholders present in the meeting either in person or through proxy: • Promoters and Promoter Group: • Public:	 04 53
4.	No. of Shareholders attended the meeting through Video Conferencing • Promoters and Promoter Group: • Public	Not Arranged

ADANI ENTERPRISES LTD. AHMEDABAD

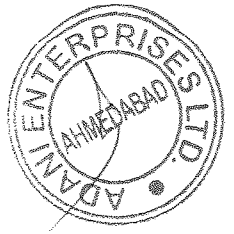
Adani Enterprises Ltd
Adani House
Nr Mithakhali Circle, Navrangpura
Ahmedabad 380 009
Gujarat, India
CIN: L51100GJ1993PLC019067

Tel +91 79 2656 5555
Fax +91 79 2555 5500
info@adani.com
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Resolution / Agenda wise details of voting (including votes cast by physical ballots and e-voting process) are as under:

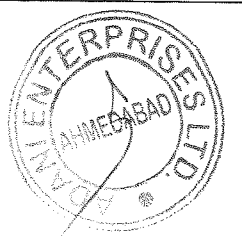
Resolution No. 1: Adoption of audited financial statements (including consolidated financial statements) for the financial year ended March 31, 2016.								
Resolution required: (Ordinary/ Special)	Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
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	824857559	824034479	99.90	824034479	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**824034479**	**99.90**	**824034479**	**0**	**100.00**	**0.00**
Public- Institutions	E-Voting	230006290	182640845	79.41	182640845	0	100.00	0.00
	Poll		645650	0.28	645650	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**183286495**	**79.69**	**183286495**	**0**	**100.00**	**0.00**
Public- Non Institutions	E-Voting	44946234	1050956	2.34	1042798	8158	99.22	0.78
	Poll		1397	0.00	1397	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**1052353**	**2.34**	**1044195**	**8158**	**99.22**	**0.78**
Total		**1099810083**	**1008373327**	**91.69**	**1008365169**	**8158**	**100.00**	**0.00**

Resolution No. 2: Confirmation of payment of interim 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	824857559	824034479	99.90	824034479	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**824034479**	**99.90**	**824034479**	**0**	**100.00**	**0.00**
Public- Institutions	E-Voting	230006290	182856898	79.50	182856898	0	100.00	0.00
	Poll		645650	0.28	645650	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**183502548**	**79.78**	**183502548**	**0**	**100.00**	**0.00**
Public- Non Institutions	E-Voting	44946234	1050971	2.34	1042813	8158	99.22	0.78
	Poll		1397	0.00	1397	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**1052368**	**2.34**	**1044210**	**8158**	**99.22**	**0.78**
Total		**1099810083**	**1008589395**	**91.71**	**1008581237**	**8158**	**100.00**	**0.00**



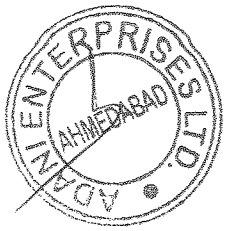
Resolution No. 3: Re-appointment of Mr. Vasant S. Adani (DIN: 00006356), as a Director of the Company who retires by rotation.								
Resolution required: (Ordinary/ Special)	Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode 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	824857559	824034479	99.90	824034479	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**824034479**	**99.90**	**824034479**	**0**	**100.00**	**0.00**
Public- Institutions	E-Voting	230006290	182856898	79.50	152996172	29860726	83.67	16.33
	Poll		645650	0.28	645650	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**183502548**	**79.78**	**153641822**	**29860726**	**83.73**	**16.27**
Public- Non Institutions	E-Voting	44946234	1050471	2.34	1042195	8276	99.21	0.79
	Poll		1397	0.00	1397	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**1051868**	**2.34**	**1043592**	**8276**	**99.21**	**0.79**
Total		**1099810083**	**1008588895**	**91.71**	**978719893**	**29869002**	**97.04**	**2.96**

Resolution No. 4: Re-appointment of Mr. Ameet H. Desai (DIN: 00007116), 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	824857559	824034479	99.90	824034479	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**824034479**	**99.90**	**824034479**	**0**	**100.00**	**0.00**
Public- Institutions	E-Voting	230006290	182856898	79.50	152996172	29860726	83.67	16.33
	Poll		645650	0.28	645650	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**183502548**	**79.78**	**153641822**	**29860726**	**83.73**	**16.27**
Public- Non Institutions	E-Voting	44946234	1050771	2.34	1042495	8276	99.21	0.79
	Poll		1397	0.00	1362	35	97.49	2.51
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**1052168**	**2.34**	**1043857**	**8311**	**99.21**	**0.79**
Total		**1099810083**	**1008589195**	**91.71**	**978720158**	**29869037**	**97.04**	**2.96**



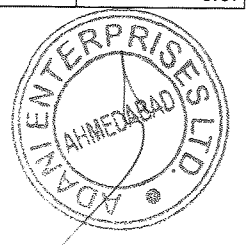
Resolution No. 5: Ratification of appointment of M/s. Dharmesh Parikh & Co., Chartered Accountants, Ahmedabad and fixing their remuneration.								
Resolution required: (Ordinary/ Special)	Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
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	824857559	824034479	99.90	824034479	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**824034479**	**99.90**	**824034479**	**0**	**100.00**	**0.00**
Public- Institutions	E-Voting	230006290	182856898	79.50	181549080	1307818	99.28	0.72
	Poll		645650	0.28	645650	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**183502548**	**79.78**	**182194730**	**1307818**	**99.29**	**0.71**
Public- Non Institutions	E-Voting	44946234	1050971	2.34	1042813	8158	99.22	0.78
	Poll		1397	0.00	1362	35	97.49	2.51
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**1052368**	**2.34**	**1044175**	**8193**	**99.22**	**0.78**
Total		**1099810083**	**1008589395**	**91.71**	**1007273384**	**1316011**	**99.87**	**0.13**

Resolution No. 6: Appointment of Mr. Hemant M. Nerurkar (DIN: 00265887) as an Independent Director.								
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	824857559	824034479	99.90	824034479	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**824034479**	**99.90**	**824034479**	**0**	**100.00**	**0.00**
Public- Institutions	E-Voting	230006290	182856898	79.50	182660492	196406	99.89	0.11
	Poll		645650	0.28	645650	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**183502548**	**79.78**	**183306142**	**196406**	**99.89**	**0.11**
Public- Non Institutions	E-Voting	44946234	1050771	2.34	1042613	8158	99.22	0.78
	Poll		1397	0.00	1362	35	97.49	2.51
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**1052168**	**2.34**	**1043975**	**8193**	**99.22**	**0.78**
Total		**1099810083**	**1008589195**	**91.71**	**1008384596**	**204599**	**99.98**	**0.02**



Resolution No. 7: Approval of offer or invitation to subscribe to Securities for an amount not exceeding Rs. 6,000 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	824857559	824034479	99.90	824034479	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**824034479**	**99.90**	**824034479**	**0**	**100.00**	**0.00**
Public- Institutions	E-Voting	230006290	182856898	79.50	152242947	30613951	83.26	16.74
	Poll		645650	0.28	645650	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**183502548**	**79.78**	**152888597**	**30613951**	**83.32**	**16.68**
Public- Non Institutions	E-Voting	44946234	1050771	2.34	1042510	8261	99.21	0.79
	Poll		1397	0.00	1397	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**1052168**	**2.34**	**1043907**	**8261**	**99.21**	**0.79**
Total		**1099810083**	**1008589195**	**91.71**	**977966983**	**30622212**	**96.96**	**3.04**

Resolution No. 8: 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	824857559	824034479	99.90	824034479	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**824034479**	**99.90**	**824034479**	**0**	**100.00**	**0.00**
Public- Institutions	E-Voting	230006290	182856898	79.50	182122987	733911	99.60	0.40
	Poll		645650	0.28	645650	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**183502548**	**79.78**	**182768637**	**733911**	**99.60**	**0.40**
Public- Non Institutions	E-Voting	44946234	1050771	2.34	1042510	8261	99.21	0.79
	Poll		1397	0.00	1397	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**1052168**	**2.34**	**1043907**	**8261**	**99.21**	**0.79**
Total		**1099810083**	**1008589195**	**91.71**	**1007847023**	**742172**	**99.93**	**0.07**



Resolution No. 9: Ratification of the Remuneration of the Cost Auditors.								
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	824857559	824034479	99.90	824034479	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**824034479**	**99.90**	**824034479**	**0**	**100.00**	**0.00**
Public- Institutions	E-Voting	230006290	182856898	79.50	182600503	256395	99.86	0.14
	Poll		645650	0.28	645650	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**183502548**	**79.78**	**183246153**	**256395**	**99.86**	**0.14**
Public- Non Institutions	E-Voting	44946234	1050471	2.34	1042213	8258	99.21	0.79
	Poll		1397	0.00	1397	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**1051868**	**2.34**	**1043610**	**8258**	**99.21**	**0.79**
Total		**1099810083**	**1008588895**	**91.71**	**1008324242**	**264653**	**99.97**	**0.03**

Resolution No. 10: Approval for availing of the Financial Assistance having an option available to the Lenders for conversion of such Financial Assistance into Equity Shares of the Company upon occurrence of certain events.								
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	824857559	824034479	99.90	824034479	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**824034479**	**99.90**	**824034479**	**0**	**100.00**	**0.00**
Public- Institutions	E-Voting	230006290	182856898	79.50	181626426	1230472	99.33	0.67
	Poll		645650	0.28	645650	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**183502548**	**79.78**	**182272076**	**1230472**	**99.33**	**0.67**
Public- Non Institutions	E-Voting	44946234	1050771	2.34	1042513	8258	99.21	0.79
	Poll		1397	0.00	1397	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**1052168**	**2.34**	**1043910**	**8258**	**99.22**	**0.78**
Total		**1099810083**	**1008589195**	**91.71**	**1007350465**	**1238730**	**99.88**	**0.12**

For, Adani Enterprises Ltd.

J. A. Adhvaryu

Company Secretary

ADANI ENTERPRISES LTD. AHMEDABAD

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
24th Annual General Meeting of the Equity Shareholders of
Adani Enterprises Limited
held on 10th day of August, 2016 at 10.30 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, Proprietor of M/s. Chirag Shah & Associates, Company Secretaries, having office at 808, Shiromani Complex, Opp. Ocean Park, S.M. Road, Satellite, Ahmedabad-380015 have been appointed as Scrutinizer of Adani Enterprises 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 24th Annual General Meeting of the Equity Shareholders of Adani Enterprises Limited, held on 10th day of August, 2016 at 10.30 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 Saturday, 6th August, 2016 at 9.00 a.m. to Tuesday, 9th August, 2016 at 5.00 p.m.

2. The shareholders holding shares as on the "cut off" date i.e. 3rd August, 2016 were entitled to vote on the proposed resolutions (Items No. 1 to 10 as set out in the Notice of the 24th AGM of the Adani Enterprises Limited).

3. The votes were unblocked on 10th August, 2016 around 12:30 noon in the presence of two witnesses Mr. Raimeen Maradiya and Ms. Niyati Parikh who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name: **Mr. Raimeen Maradiya**

Name: **Ms. Niyati Parikh**

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 (India) Limited (https://www.evotingindia.com)

5. The results of the e-voting are as under:

Resolution No. 1:

Adoption of audited financial statements (including consolidated financial statements) for the financial year ended March 31, 2016 (Ordinary Resolution) :

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
178	1007718122	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
6	8158	0.00

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

Total number of members whose votes were abstained	Total number of votes
1	15

Resolution No. 2:

Confirmation of payment of interim dividend on Equity Shares (Ordinary Resolution)

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
179	1007934190	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
6	8158	0.00

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

Total number of members whose votes were abstained	Total number of votes
0	0

CHIRAG G. SHAH & ASSOCIATES * COMPANY SECRETARIES * C. P. 2493

Resolution No. 3:

Re-appointment of Mr. Vasant S. Adani (DIN: 00006356), as a Director of the Company who retires by rotation (Ordinary Resolution).:

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
99	978072846	97.04

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
85	29869002	2.96

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

Total number of members whose votes were abstained	Total number of votes
1	500

Resolution No. 4:

Re-appointment of Mr. Ameet H. Desai (DIN: 00007116), as a Director of the Company who retires by rotation (Ordinary Resolution):

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
99	978073146	97.04

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
85	29869002	2.96

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

Total number of members whose votes were abstained	Total number of votes
1	200

CHIRAG SHAH & ASSOCIATES * COMPANY SECRETARIES * C. P.

Resolution No. 5:

Ratification of appointment of M/s. Dharmesh Parikh & Co., Chartered Accountants, Ahmedabad and fixing their remuneration (Ordinary Resolution):

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
167	1006626372	99.87

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
18	1315976	0.13

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

Total number of members whose votes were abstained	Total number of votes
0	0

Resolution No. 6:

Appointment of Mr. Hemant M. Nerurkar (DIN: 00265887) as an Independent Director (Ordinary Resolution).:

i) Voted **in favour** of the resolution:

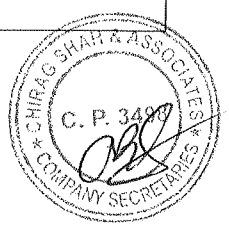
Number of members voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
177	1007737584	99.98

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
7	204564	0.02

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

Total number of members whose votes were abstained	Total number of votes
1	200



Resolution No. 7:

Approval of offer or invitation to subscribe to Securities for an amount not exceeding Rs. 6,000 Crores (Special Resolution):

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
94	977319936	96.96

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
90	30622212	3.04

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

Total number of members whose votes were abstained	Total number of votes
1	200

Resolution No. 8:

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

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
165	1007199976	99.93

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
19	742172	0.07

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

Total number of members whose votes were abstained	Total number of votes
1	200

CHIRAG SHAH & ASSOCIATES * COMPANY SECRETARIES * C. P. 3493

Resolution No. 9:

Ratification of the Remuneration of the Cost Auditors (Ordinary Resolution).:

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
176	1007677195	99.97

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
8	264653	0.03

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

Total number of members whose votes were abstained	Total number of votes
1	500

Resolution No. 10:

Approval for availing of the Financial Assistance having an option available to the Lenders for conversion of such Financial Assistance into Equity Shares of the Company upon occurrence of certain events (Special Resolution).:

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
166	1006703418	99.88

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
18	1238730	0.12

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

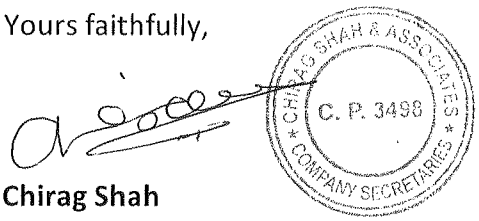
Total number of members whose votes were abstained	Total number of votes
1	200

CHIRAG SHAH & ASSOCIATES * COMPANY SECRETARIES * C. P. 3498

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 Company Secretary for safe keeping.

Thanking you,

Yours faithfully,



Chirag Shah
Proprietor
Chirag Shah and Associates
Company Secretaries
COP: 3498
Membership: FCS 5545

Place: Ahmedabad
Date: 10.08.2016

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

The Chairman
24th Annual General Meeting of the Equity Shareholders of
Adani Enterprises Limited
held on 10th day of August, 2016 at 10.30 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, Proprietor of M/s. Chirag Shah & Associates, Company Secretaries, having office at 808, Shiromani Complex, Opp. Ocean Park, S.M. Road, Satellite, Ahmedabad-380015 have been appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 24th Annual General Meeting of the Equity Shareholders of Adani Enterprises Limited held on Wednesday, 10th August, 2016 at 10.30 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 results of the poll are as under:



a) **Resolution No. 1:**

Adoption of audited financial statements (including consolidated financial statements) for the financial year ended March 31, 2016 (Ordinary Resolution) :

i) Voted **in favour** of the resolution:

Number of Members present and voting (in person or proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted
20	647047	100

ii) Voted **against** the resolution:

Number of Members present and voting (in person or proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted
0	0	0

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
3	106

b) **Resolution No. 2:**

Confirmation of payment of interim dividend on Equity Shares (Ordinary Resolution)

i) Voted **in favour** of the resolution:

Number of Members present and voting (in person or proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted
20	647047	100

ii) Voted **against** the resolution:

Number of Members present and voting (in person or proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted
0	0	0

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
3	106

CHIRAG SHAH & ASSOCIATES * COMPANY SECRETARIES * C. P. 3498

c) **Resolution No. 3:**

Re-appointment of Mr. Vasant S. Adani (DIN: 00006356), as a Director of the Company who retires by rotation (Ordinary Resolution).:

i) Voted **in favour** of the resolution:

Number of Members present and voting (in person or proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted
20	647047	0

ii) Voted **against** the resolution:

Number of Members present and voting (in person or proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted
0	0	0

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
3	106

d) **Resolution No. 4:**

Re-appointment of Mr. Ameet H. Desai (DIN: 00007116), as a Director of the Company who retires by rotation (Ordinary Resolution):

i) Voted **in favour** of the resolution:

Number of Members present and voting (in person or proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted
19	647012	100

ii) Voted **against** the resolution:

Number of Members present and voting (in person or proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted
1	35	0.00

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
3	106

CHIRAG SHAH & ASSOCIATES * COMPANY SECRETARIES * C. P. 3488

e) **Resolution No. 5:**

Ratification of appointment of M/s. Dharmesh Parikh & Co., Chartered Accountants, Ahmedabad and fixing their remuneration (Ordinary Resolution):

i) Voted **in favour** of the resolution:

Number of Members present and voting (in person or proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted
19	647012	100

ii) Voted **against** the resolution:

Number of Members present and voting (in person or proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted
1	35	0.00

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
3	106

f) **Resolution No. 6:**

Appointment of Mr. Hemant M. Nerurkar (DIN: 00265887) as an Independent Director (Ordinary Resolution).:

i) Voted **in favour** of the resolution:

Number of Members present and voting (in person or proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted
19	647012	100

ii) Voted **against** the resolution:

Number of Members present and voting (in person or proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted
1	35	0.00

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
3	106

g) **Resolution No. 7:**

Approval of offer or invitation to subscribe to Securities for an amount not exceeding Rs. 6,000 Crores (Special Resolution):

i) Voted **in favour** of the resolution:

Number of Members present and voting (in person or proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted
20	647047	100

ii) Voted **against** the resolution:

Number of Members present and voting (in person or proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted
0	0	0.00

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
3	106

h) **Resolution No. 8:**

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

i) Voted **in favour** of the resolution:

Number of Members present and voting (in person or proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted
20	647047	100

ii) Voted **against** the resolution:

Number of Members present and voting (in person or proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted
0	0	0.00

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
3	106

CHIRAG SHAH & ASSOCIATES * COMPANY SECRETARIES * C. P. 3468

i) **Resolution No. 9:**

Ratification of the Remuneration of the Cost Auditors (Ordinary Resolution).:

i) Voted **in favour** of the resolution:

Number of Members present and voting (in person or proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted
20	647047	100

ii) Voted **against** the resolution:

Number of Members present and voting (in person or proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted
0	0	0.00

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
3	106

j) **Resolution No. 10:**

Approval for availing of the Financial Assistance having an option available to the Lenders for conversion of such Financial Assistance into Equity Shares of the Company upon occurrence of certain events (Special Resolution).:

k) Voted **in favour** of the resolution:

Number of Members present and voting (in person or proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted
20	647047	100

ii) Voted **against** the resolution:

Number of Members present and voting (in person or proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted
0	0	0.00

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
3	106

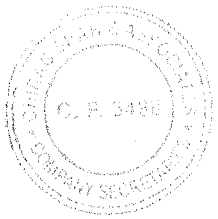
CHIRAG SHAH & ASSOCIATES C. P. 3498 COMPANY SECRETARIES

5. A Compact Disc (CD) containing 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,



Chirag Shah
Proprietor
Chirag Shah and Associates
Company Secretaries
COP: 3498
Membership: FCS 5545

Place: Ahmedabad
Date: 10.08.2016