adani

Date: 8th August, 2018

To

BSE Limited	The National Stock Exchange of India Limited
P J Towers,	"Exchange Plaza",
Dalal Street,	Bandra – Kurla Complex,
Mumbai – 400 001	Bandra (E), Mumbai – 400 051
Scrip Code: 541450	**Scrip Code: ADANIGREEN**

Dear Sir,

Sub: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Details of Voting Results at the 3rd 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 3rd Annual General Meeting of the Company held on Tuesday, 7th August, 2018 at 11.30 a.m. at J. B. Auditorium, Ahmedabad Management Association, AMA Complex, ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad – 380 015.

Consolidated Report of the Scrutinizer is enclosed herewith.

You are requested to kindly take the same on record.

Thanking You

Yours Faithfully,
For, Adani Green Energy Limited

Pragnesh Darji
Company Secretary

Encl.: a/a

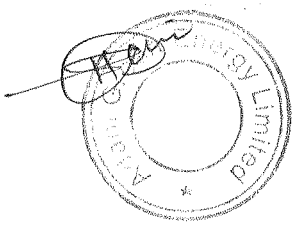
Adani Green Energy Limited
Adani House
Nr Mithakhali Six Roads
Navrangpura
Ahmedabad 380 009
Gujarat, India
CIN: U40106GJ2015PLC082007

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Fax +91 79 2555 5500
investor.agel@adani.com
www.adanigreenenergy.com

adani™

Details of Voting Results – 3rd Annual General Meeting held on 7th August, 2018

1.	Date of the AGM/~~EGM~~	7th August, 2018
2.	Total number of shareholders on record date	78771 (As on cut-off date i.e. 31st August, 2018)
3.	No. of shareholders present in the meeting either in person or through proxy: • Promoters and Promoter Group: • Public:	 08 69
4.	No. of Shareholders attended the meeting through Video Conferencing • Promoters and Promoter Group: • Public	Not Arranged



Adani Green Energy Limited
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Registered Office: Adani House, Nr Mithakhali Six Roads, Navrangpura, Ahmedabad 380 009, Gujarat, India

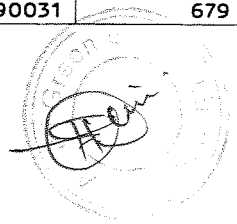
RESOLUTION / AGENDA WISE DETAILS VOTING (INCLUDING

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	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	E-Voting	1354095010	1354095010	100.0000	1354095010	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**1354095010**	**100.0000**	**1354095010**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	176173679	167287173	94.9558	167287173	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**167287173**	**94.9558**	**167287173**	**0**	**100.0000**	**0.0000**
Public Non Institutions	E-Voting	33745591	116445	0.3451	116028	417	99.6419	0.3581
	Poll		17945	0.0532	17945	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**134390**	**0.3983**	**133973**	**417**	**99.6897**	**0.3103**
Total		**1564014280**	**1521516573**	**97.2828**	**1521516156**	**417**	**100.0000**	**0.0000**

Resolution no. 2			Re-appointment of Mr. Gautam S. Adani (DIN: 00006273), 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?			Yes					
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	E-Voting	1354095010	1354095010	100.0000	1354095010	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**1354095010**	**100.0000**	**1354095010**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	176173679	167561293	95.1114	165192813	2368480	98.5865	1.4135
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**167561293**	**95.1114**	**165192813**	**2368480**	**98.5865**	**1.4135**
Public Non Institutions	E-Voting	33745591	116339	0.3448	116070	269	99.7688	0.2312
	Poll		17945	0.0532	17945	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**134284**	**0.3980**	**134015**	**269**	**99.7997**	**0.2003**
Total		**1564014280**	**1521790587**	**97.3003**	**1519421838**	**2368749**	**99.8443**	**0.1557**

Resolution no. 3			Appointment of M/s. B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022), as one of the Joint Statutory Auditors of the Company					
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	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	E-Voting	1354095010	1354095010	100.0000	1354095010	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**1354095010**	**100.0000**	**1354095010**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	176173679	167561293	95.1114	167561293	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**167561293**	**95.1114**	**167561293**	**0**	**100.0000**	**0.0000**
Public Non Institutions	E-Voting	33745591	116673	0.3457	116254	419	99.6409	0.3591
	Poll		17945	0.0532	17945	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**134618**	**0.3989**	**134199**	**419**	**99.6887**	**0.3113**
Total		**1564014280**	**1521790921**	**97.3003**	**1521790502**	**419**	**100.0000**	**0.0000**

Resolution no. 4			Appointment of Prof. Raaj Kumar Sah (DIN: 02956784), 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	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	E-Voting	1354095010	1354095010	100.0000	1354095010	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**1354095010**	**100.0000**	**1354095010**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	176173679	167561293	95.1114	167561293	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**167561293**	**95.1114**	**167561293**	**0**	**100.0000**	**0.0000**
Public Non Institutions	E-Voting	33745591	116462	0.3451	115783	679	99.4170	0.5830
	Poll		17945	0.0532	17945	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**134407**	**0.3983**	**133728**	**679**	**99.4948**	**0.5052**
Total		**1564014280**	**1521790710**	**97.3003**	**1521790031**	**679**	**100.0000**	**0.0000**

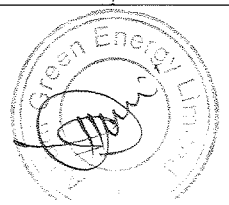


Resolution no. 5			Appointment of Mrs. Sushama Oza (DIN: 07145540), as an Independent Director					
Resolution Required (Ordinary / Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of 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	E-Voting	1354095010	1354095010	100.0000	1354095010	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**1354095010**	**100.0000**	**1354095010**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	176173679	167561293	95.1114	167561293	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**167561293**	**95.1114**	**167561293**	**0**	**100.0000**	**0.0000**
Public Non Institutions	E-Voting	33745591	116269	0.3445	115814	455	99.6087	0.3913
	Poll		17945	0.0532	17945	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**134214**	**0.3977**	**133759**	**455**	**99.6610**	**0.3390**
Total		**1564014280**	**1521790517**	**97.3003**	**1521790062**	**455**	**100.0000**	**0.0000**

Resolution no. 6			Increase in Authorised Share Capital of the Company to Rs. 2500,00,00,000 and consequently alteration of Clause V of the Memorandum 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	E-Voting	1354095010	1354095010	100.0000	1354095010	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**1354095010**	**100.0000**	**1354095010**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	176173679	167561293	95.1114	166202057	1359236	99.1888	0.8112
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**167561293**	**95.1114**	**166202057**	**1359236**	**99.1888**	**0.8112**
Public Non Institutions	E-Voting	33745591	116510	0.3453	115232	1278	98.9031	1.0969
	Poll		17945	0.0532	17945	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**134455**	**0.3985**	**133177**	**1278**	**99.0495**	**0.9505**
Total		**1564014280**	**1521790758**	**97.3003**	**1520430244**	**1360514**	**99.9106**	**0.0894**

Resolution no. 7			Approval of offer or invitation to subscribe to Securities for an amount not exceeding Rs. 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	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	E-Voting	1354095010	1354095010	100.0000	1354095010	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**1354095010**	**100.0000**	**1354095010**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	176173679	167561293	95.1114	149578656	17982637	89.2680	10.7320
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**167561293**	**95.1114**	**149578656**	**17982637**	**89.2680**	**10.7320**
Public Non Institutions	E-Voting	33745591	116734	0.3459	114826	1908	98.3655	1.6345
	Poll		17945	0.0532	17945	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**134679**	**0.3991**	**132771**	**1908**	**98.5833**	**1.4167**
Total		**1564014280**	**1521790982**	**97.3003**	**1503806437**	**17984545**	**98.8182**	**1.1818**

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	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	E-Voting	1354095010	1354095010	100.0000	1354095010	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**1354095010**	**100.0000**	**1354095010**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	176173679	167561293	95.1114	149578656	17982637	89.2680	10.7320
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**167561293**	**95.1114**	**149578656**	**17982637**	**89.2680**	**10.7320**
Public Non Institutions	E-Voting	33745591	116673	0.3457	113972	2701	97.6850	2.3150
	Poll		17945	0.0532	17945	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**134618**	**0.3989**	**131917**	**2701**	**97.9936**	**2.0064**
Total		**1564014280**	**1521790921**	**97.3003**	**1503805583**	**17985338**	**98.8181**	**1.1819**



Resolution no. 8			To create security by way of charges, mortgages, pledge, assignment					
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	E-Voting	1354095010	1354095010	100.0000	1354095010	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**1354095010**	**100.0000**	**1354095010**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	176173679	167561293	95.1114	150018320	17542973	89.5304	10.4696
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**167561293**	**95.1114**	**150018320**	**17542973**	**89.5304**	**10.4696**
Public Non Institutions	E-Voting	33745591	116320	0.3447	113564	2756	97.6307	2.3693
	Poll		17945	0.0532	17945	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**134265**	**0.3979**	**131509**	**2756**	**97.9473**	**2.0527**
Total		**1564014280**	**1521790568**	**97.3003**	**1504244839**	**17545729**	**98.8470**	**1.1530**

For, Adani Green Energy Limited

Pragnesh Darji
Company Secretary

Adani Green Energy Limited

Consolidated Scrutinizers' Report
[Pursuant to Section 108 & 109 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended]

The Chairman
3rd Annual General Meeting of the Equity Shareholders of
Adani Green Energy Limited
held on Tuesday, August 7, 2018 at 11:30 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 Green Energy 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 3rd AGM of the Equity Shareholders of the Company, held on Tuesday, 7th August, 2018 at 11:30 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 pollat the AGM] on the resolutions stated in the Notice calling the AGM.

We have issued separate Scrutinizer's Report dated 7th 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.	1521516156	100.00	417	0.00*	300973
2.	Ordinary Resolution- To Re-appoint Mr. Gautam S. Adani (DIN: 00006273), who retires by rotation and being eligible, offers himself for re-appointment.	1519421838	99.84	2368749	0.16	26959
3.	Ordinary Resolution- Appointment of M/s. B S R & CO. LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022), as one of the Joint Statutory Auditors of the Company	1521790502	100.00	419	0.00*	26625
4.	Ordinary Resolution- Appointment of Mr. Raaj Kumar Sah (DIN: 02956784), as a Director of the Company	1521790031	100.00	679	0.00*	26836
5.	Ordinary Resolution- Appointment of Mrs. Sushama Oza (DIN: 07145540), as an Independent Director of the Company	1521790062	100.00	455	0.00*	27029
6.	Special Resolution- Increase in Authorized Share capital of the Company to Rs.25,00,00,00,000 (Rupees Twenty Five Hundred Crores Only) and consequently alteration of Clause V of the Memorandum of Association of the Company.	1520430244	99.91	1360514	0.09	26788

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
7.	Special Resolution- Approval of offer or invitation to subscribe to securities for an amount not exceeding Rs. 5,000 Crores	1503806437	98.82	17984545	1.18	26564
8.	Special Resolution- Approval of Offer or invitation to subscribe to Non-Convertible debentures on a private placement basis	1503805583	98.82	17985338	1.18	26625
9.	Special Resolution- To Create security by way of charges, mortgages, pledge, assignment	1504244839	98.85	17545729	1.15	26978

*Round off

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.

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

Place: Ahmedabad
Date: 7th August, 2018

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

Place: Ahmedabad
Date: 7th August, 2018

Counter Signed by

Gautam S. Adani
Chairman
Adani Green Energy Limited
(DIN: 00006273)

Ravi Kapoor
&
Associates
4th Floor,
"Shaival Plaza",
Gujarat College Road,
Ellisbridge, Ahmedabad-380 006.
✆ 26420336/7/9 (R) 26568212
Fax : 079-26424100, (M) 98250 63147
E-mail : ravi@ravics.com www.ravics.com
Company Secretaries
Trade Mark Agent
Insolvency Resolution Professional

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 Green Energy Limited

The 3rd Annual General Meeting of the members of Adani Green Energy Limited (the Company) held on Tuesday, 7th August. 2018 at 11.30. 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 3rd Annual General Meeting of the Equity Shareholders of Adani Green Energy Limited held on Tuesday, 7th August. 2018 at 11.30 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 & Associates
Ahmedabad
COP. 2407
Company Secretaries

Ravi Kapoor & Associates
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E-mail : ravi@ravics.com www.ravics.com
Company Secretaries
Trade Mark Agent
Insolvency Resolution Professional

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
41	17945	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)
5	129

Item No. 2 - Ordinary Resolution

To Re-appoint Mr. Gautam S. Adani (DIN: 00006273), who retires by rotation and being eligible, offers himself for re-appointment.

(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
41	17945	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

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Company Secretaries
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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)
5	129

Item No. 3 - Ordinary Resolution

Appointment of M/s. B S R & CO. LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022), as one of the Joint Statutory Auditors of the Company:

(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
41	17945	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)
5	129

Item No. 4 - Ordinary Resolution
Appointment of Mr. Raaj Kumar Sah (DIN: 02956784), as a Director of the Company

(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
41	17945	100

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Ravi Kapoor & Associates
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E-mail : ravi@ravics.com www.ravics.com
Company Secretaries
Trade Mark Agent
Insolvency Resolution Professional

(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)
5	129

Item No. 5 - Ordinary Resolution

Appointment of Mrs. Sushama Oza (DIN: 07145540), as an Independent Director of the Company

(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
41	17945	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)
5	129

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Item No. 6 - Special Resolution

Increase in Authorized Share capital of the Company to Rs.25,00,00,00,000 (Rupees Twenty Five Hundred Crores Only) and consequently alteration of Clause V of the Memorandum of Association of the Company:

(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
41	17945	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)
5	129

Item No. 7 - 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
41	17945	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

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Company Secretaries
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(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)
5	129

Item No. 8 - Special Resolution

Approval of Offer or invitation to subscribe to Non-Convertible debentures on a 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
41	17945	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)
5	129

Item No. 9 - Special Resolution

To Create security by way of charges, mortgages, pledge, assignment:

(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
41	17945	100

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(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)
5	129

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,

Ravi Kapoor & Associates Ahmedabad COP. 2407 Company Secretaries

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

Place: Ahmedabad
Date: 07/08/2018

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

Scrutinizer's 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
3rd Annual General Meeting of the Equity Shareholders of
ADANI GREEN ENERGY LIMITED
held on Tuesday, August 7, 2018 at 11:30 a.m.
at J.B. Auditorium,
Ahmedabad Management Association,
AMA Complex, ATIRA,
Dr. Vikram Sarabhai Marg,
Ahmedabad - 380 015

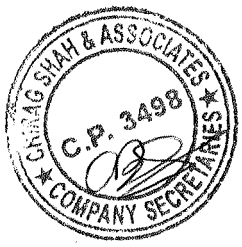
Dear Sir,

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 Green Energy 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 3rd Annual General Meeting of the Equity Shareholders of Adani Green Energy Limited on Tuesday, August 7, 2018 at 11:30 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 Friday, 3rd August, 2018 at 9.00 a.m. to Monday, 6th August, 2018 at 5.00 p.m.

2. The shareholders holding shares as on the "cut off" date i.e. 31st July, 2018 were entitled to vote on the proposed resolutions (Items No. 1 to 9 as set out in the Notice of the 3rd Annual General Meeting of Adani Green Energy Limited).

3. The votes were unblocked on 7th August, 2018 around 12:35 noon in the presence of two witnesses Mr. Raimeen Maradiya and Mr. Chetan Solanki 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 National Securities Depository Limited (https://www.evoting.nsdl.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 March 31, 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
258	1521498211	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	417	0.00*

*Rounded off

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

Total number of members whose votes were abstained	Total number of votes
4	30844*

***2 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):

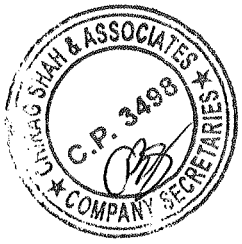
Re-appointment of Mr. Gautam S. Adani (DIN: 00006273), as a Director of the Company who retires by rotation:

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
241	1519403893	99.84

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	2368749	0.16



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

Total number of members whose votes were abstained	Total number of votes
4	26830*

*** 1 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):

Appointment of M/s. B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022), as one of the Joint Statutory Auditors of the Company:

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
255	1521772557	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
6	419	0.00*

*Rounded off

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

Total number of members whose votes were abstained	Total number of votes
2	26469*

*** 1 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):

Appointment of Prof. Raaj Kumar Sah (DIN: 02956784), as an Independent Director:

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
250	1521772086	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
8	679	0.00*

*Rounded off

CHIRAG SHAH & ASSOCIATES C.P. 3498 COMPANY SECRETARIES

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

Total number of members whose votes were abstained	Total number of votes
5	26707*

*** 1 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):

Appointment of Mrs. Sushama Oza (DIN: 07145540), as an Independent Director:

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
248	1521772117	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
10	455	0.00*

*Rounded off

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

Total number of members whose votes were abstained	Total number of votes
5	26900*

*** 1 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)

Increase in Authorised Share Capital of the Company to Rs. 2500,00,00,000 and consequently alteration of Clause V of the Memorandum of Association of the Company:

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
244	1520412299	99.91

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
15	1360514	0.09

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

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

Total number of members whose votes were abstained	Total number of votes
4	26659*

* 1 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 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
196	1503788492	98.82

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
65	17984545	1.18

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

Total number of members whose votes were abstained	Total number of votes
2	26435*

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

H. Resolution No. 8 - (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
194	1503787638	98.82

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	17985338*	1.18

*1 Shareholder has voted partially in favour and partially in against.



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

Total number of members whose votes were abstained	Total number of votes
2	26496*

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

I. Resolution No. 9 - (Special Resolution):

To create security by way of charges, mortgages, pledge, assignment:

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
193	1504226894	98.85

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
64	17545729	1.15

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

Total number of members whose votes were abstained	Total number of votes
6	26849*

*** 1 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 Company Secretary for safe keeping.

Thanking you,
Yours faithfully,

CHIRAG SHAH & ASSOCIATES C.P. 3498 COMPANY SECRETARIES

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

Place: Ahmedabad
Date: 7th August, 2018