adani™

August 9, 2014

BSE Limited
Floor 25, P J Towers,
Dalal Street,
Mumbai – 400001

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

Scrip Code: 532921

Scrip Code: ADANIPORTS

Sub: Proceeding of 15th Annual General Meeting

Dear Sir,

Pursuant to Clause 31 and other applicable clauses of the Listing Agreement, we wish to inform that 15th Annual General Meeting of members of Adani Ports and Special Economic Zone Limited was held today at J.B. Auditorium Hall, Ahmedabad Management Association, AMA Complex, ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad-380015, wherein members approved the following resolutions:

1. Adoption of Annual Accounts of the Company together with the Reports of Board of Directors and the Auditors' Report for the year ended on March 31, 2014.

2. Declaration of dividend on 0.01% Non-Cumulative Redeemable Preference Shares of the Company for the financial year 2013-14.

3. Declaration of dividend @ 50% (Re. 1) per Equity Share of the Company for the financial year 2013-14. The Dividend will be credited/ dispatched to the equity shareholders on and after August 9, 2014.

4. Re-appointment of Mr. Rajesh S. Adani as Director retiring by rotation.

5. Appointment of M/s. S R B C & CO LLP, Chartered Accountants, as Statutory Auditors of the Company till the conclusion of the next Annual General Meeting of the Company and fixing their remuneration.

6. Appointment of Mr. D. T. Joseph as an Independent Director.

7. Appointment of Mr. Arun Duggal as an Independent Director.

8. Appointment of Prof. G. Raghuram as an Independent Director.

9. Appointment of Mr. G. K. Pillai as an Independent Director.

Adani Ports and Special Economic Zone Ltd
Adani House
Nr Mithakhali Circle, Navrangpura
Ahmedabad 380 009
Gujarat, India

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Adani Ports and Special Economic Zone Ltd. AHMEDABAD

CIN : L63090GJ1998PLC034182

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

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10. Appointment of Mr. Sanjay Lalbhai as an Independent Director.

11. Appointment of Mr. A. K. Rakesh, IAS as Director of the Company liable to retire by rotation.

12. Appointment of Mr. Sudipta Bhattacharya as Director of the Company liable to retire by rotation.

13. Appointment of Mr. Sudipta Bhattacharya as Whole Time Director of the Company for a period of five years w.e.f May 15, 2014.

14. Re-appointment of Dr. Malay Mahadevia as Whole Time Director of the Company for a period of five years w.e.f May 15, 2014.

15. Approval of borrowing limits of the Company aggregating to Rs. 25,000 crores under Section 180(1)(c) of the Companies Act, 2013.

16. Approval for creation of charge on the assets of the Company under Section 180(1)(a) of the Companies Act, 2013.

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

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

19. Approval of adoption of new Articles of Association of the Company.

You are requested to kindly take the same on record and acknowledge the receipt.

Thanking you,

Yours faithfully,
For **Adani Ports and Special Economic Zone Limited**

Dipti Shah
Company Secretary

Adani Ports and Special Economic Zone Ltd. AHMEDABAD

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