



Dear Members,

Result of Postal Ballot

Pursuant to the Section 110 and other applicable provisions, if any, of the Companies Act, 2013 read together with Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) the approval of shareholders was sought by postal ballot as per details furnished in the Postal Ballot Notice dated 9th August, 2014 sent to all shareholders, on the proposal and for passing Special Resolution under Section 186 of the Companies Act, 2013 for authorizing the Board of Directors of the Company for making loans, investments and/or providing guarantee and/or security to the extent of Rs. 14,000 Crores (Rupees Fourteen Thousand Crore only) which shall be over and above the limits as specified in the said Section.

Mr. Chirag Shah, a Practicing Company Secretary who was appointed as the scrutinizer for conducting postal ballot process in a fair and transparent manner, submitted his report on the postal ballot.

Pursuant to clause 35A of the listing agreement, details regarding postal ballot are as follows:

1.	Date of the AGM/EGM	N.A.
2.	Total number of shareholders on record date	48,687
3.	No. of shareholders present in the meeting	N.A.
4.	No. of shareholders attended through video conferencing	N.A.

Details of Agenda

Resolution required :	Special Resolution under Section 186 of the Companies Act, 2013, for authorizing the Board of Directors of the Company for making loans, investments and/or providing guarantee and/or security in excess of the limits prescribed under the said section.
Mode of Voting:	Postal Ballot including e-voting

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

On the basis of the report received from CS Chirag Shah, scrutinizer, I hereby declare the result of the postal ballot voting process for the above mentioned proposal as under:

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstand- -ing shares (3) [(2)/ (1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)		(4)	(5)	(6) [(4)/ (2)]*100	(7) [(5)/ (2)]*100
Promoter and Promoter Group	824857559	823963479	99.89%	823963479	Nil	100%	Nil
Public - Institutional holders	250951329	64387182	25.66%	42948470	21433425	66.70%	33.30%
Public-Others	24001195	50118	0.21%	49556	562	98.88%	1.12%
Total	1099810083	888400779	80.79%	866961505	21433987	97.59%	2.41%

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

Since, **97.59%** votes are polled in favour of the Resolution. I hereby declare the resolution carried as a special resolution.

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



Parthiv Parikh
Company Secretary
Date : 15th October, 2014
Place : Ahmedabad
Time : 5.00 p.m.





CHIRAG SHAH & ASSOCIATES

Company Secretaries

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S.M. Road, Satellite, Ahmedabad - 380 015.

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E-mail : chi118_min@yahoo.com

To,
The Chairman
Adani Enterprises Limited,
Ahmedabad.

Re: Scrutinizer's Report

Dear Sir,

1. The Board of Directors of the Company through Board Resolution passed on 9th August, 2014 has appointed us as Scrutinizer for conducting the postal ballot voting process.

2. We submit our report as under :

On 13th September, 2014 the Company had completed the dispatch of postal ballot forms for the notice attached as annexure along with postage prepaid business reply envelope to its Members whose name(s) appeared on the Register of Members & list of beneficiaries as on 5th September, 2014 and also published Newspaper Advertisement in English and Gujarati (Regional Language) in Indian Express and Financial Express respectively declaring 5th September, 2014 as cut off date for the purpose of voting rights for postal ballot.

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

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

The ballot boxes were opened after close of working hours (06.00 p.m.) on 14th October, 2014

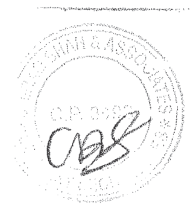
The postal ballot forms were duly opened, scrutinized and the shareholding was matched/confirmed with the Register of Members of the Company & list of beneficiaries as on 5th September, 2014 (Cut off date).

All postal ballot forms received upto the close of working hours on 14th October, 2014, being the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny.

No Envelopes containing postal ballot forms were received after 06.00 p.m. on 14th October, 2014.

I did not find any defaced or mutilated ballot paper.

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



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

<i>Particulars</i>	<i>No. of Postal Ballot forms</i>	<i>No. of Shares</i>	<i>% of total paid up equity capital</i>	<i>% of total votes polled</i>
a) Total Postal Ballot forms received	45	5892511	0.54%	
b) Less; Invalid Postal Ballot forms	38	5757477	0.52%	
c) Net Valid Postal Ballot forms	7	135034	0.02%	
d) Less: Out of valid postal ballot votes not exercised	0	0	0.00%	
e) Net Valid postal ballots with voting exercised	7	135034	0.02%	
f) voting exercised through E-Voting	207	888265745	80.77%	
g) Total valid votes exercised	214	888400779	80.79%	100.00%
h) Physical Postal ballot forms with assent (favour) for the Resolution	5	2626	0.00%	
i) Physical Postal Ballot with dissent (against) for the resolution	2	132408	0.01%	
j) E-Voting ballot with assent (favour) for the Resolution	67	866958879	78.83%	
k) E-Voting ballot with dissent (against) for the Resolution	141	21301579	1.94%	
Total Postal Ballot with ASSENT in Physical and Electronic mode	72	866961505	78.83%	97.59%
Total Postal Ballot with DISSENT in Physical and Electronic mode	143	21433987	1.94%	2.41%
In brief, Total Votes polled for SPECIAL RESOLUTION is 97.59% and Total Votes polled against the SPECIAL RESOLUTION is 2.41%.				

RESOLUTION HAS BEEN PASSED AS A SPECIAL RESOLUTION.

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



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

Place: Ahmedabad
Date: 15/10/2014

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



Chirag Shah
CHIRAG SHAH
(PROPRIETOR)