



Ports and
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Ref No: APSEZL/SECT/2023-24/61

September 22, 2023

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: ADANIPORTS

Sub: Voting results and scrutinizer's report on Postal Ballot.

Dear Sir / Madam,

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith, details of voting results and scrutinizer's report on the Postal Ballot conducted by the Company.

The Company had provided e-voting facility to Members through Central Depository Services (India) Limited. The e-voting period commenced from Thursday, August 24, 2023 (9:00 am IST) and ended on Friday, September 22, 2023 (5:00 pm IST).

Request you to please take the same on your records.

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 Corporate House, Shantigram,
Nr. Vaishno Devi Circle, S. G. Highway,
Khodiyar, Ahmedabad - 382421
Gujarat, India
CIN: L63090GJ1998PLC034182

Tel +91 79 2656 5555
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Result of Postal Ballot

Pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 read together with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), also read with the General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021, 3/2022 dated 5th May, 2022 and 11/2022 dated December 28, 2022, issued by the Ministry of Corporate Affairs, Government of India ('MCA Circulars'), the approval of shareholders was sought by postal ballot as per details furnished in the Postal Ballot Notice dated August 12, 2023, sent to all shareholders of the Company, on the following proposals for passing Ordinary and Special Resolution by way of postal ballot only by voting through electronic means.

1. To appoint M/s. M S K A & Associates, Chartered Accountants (firm registration no. 105047W) as the Statutory Auditors of the Company to fill the casual vacancy caused by resignation of Deloitte Haskins & Sells LLP, till the date of next Annual General Meeting to be held in calendar year 2024.
2. To approve amendment to the Articles of Association of the Company.

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 Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, details regarding postal ballot are as follows:

1	Date of Annual General Meeting/Extra Ordinary General Meeting	Not Applicable
2	Date of Postal Ballot Notice	August 12, 2023
3	Total number of shareholders on record date	9,88,581
4	Number of shareholder present in the meeting either in person or through proxy:	
	Promoters and Promoter Group:	Not Applicable



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	Public:	Not Applicable
5	Number of shareholders attended meeting through video conferencing:	
	Promoters and Promoter group:	Not Applicable
	Public:	Not Applicable

On the basis of the report received from Mr. Chirag Shah, Practicing Company Secretary and scrutinizer, I hereby declare the result of the postal ballot voting process for the above-mentioned proposals as per Annexure I.

Since **~99.26%** and **~99.27%** of total votes polled are in favour of the above-mentioned Resolution no. 1 and 2, respectively, I hereby declare the resolutions duly passed as Ordinary and Special Resolutions as mentioned in the notice dated August 12, 2023, with requisite majority.

Thanking you,

Yours faithfully,

For Adani Ports and Special Economic Zone Limited

Kamlesh Bhagia
Company Secretary

Adani Ports and Special Economic Zone Ltd
Adani Corporate House, Shantigram,
Nr. Vaishno Devi Circle, S. G. Highway,
Khodiyar, Ahmedabad - 382421
Gujarat, India
CIN: L63090GJ1998PLC034182

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CHIRAG SHAH & ASSOCIATES

Company Secretaries
1213, Ganesh Glory, Nr. Jagatpur Crossing,
Besides Ganesh Genesis,
Off. S.G. Highway, Ahmedabad - 382 481.
Ph.: 079-40020304, 6358790040/41/42
E-mail : chi118_min@yahoo.com

Scrutinizer Report on Remote E-Voting in Respect of Resolutions Proposed through Postal Ballot
[Pursuant to Sections 108 & 110 of the Companies Act, 2013 read with Rules 20 and 22 of the
Companies (Management and Administration) Rule 2014]

To,
The Chairman
Adani Ports and Special Economic Zone Limited
"Adani Corporate House", Shantigram,
Near Vaishno Devi Circle, S .G. Highway, Khodiyar,
Ahmedabad –382 421.

Dear Sir,

Re : Report of Scrutinizer on passing of resolutions by the shareholders of Adani Ports and Special Economic Zone Limited (the "Company") through Postal Ballot only by way of remote E-voting.

1. The Board of Directors of the Company, by Resolution passed on August 12, 2023, has appointed us as Scrutinizer for conducting the postal ballot (e-voting process) for passing the resolutions as set out in the Notice of Postal Ballot dated August 12, 2023.
2. In terms of the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022, issued by the Ministry of Corporate Affairs, Government of India ('MCA Circulars'), the Company had sent this postal ballot notice in electronic form only. The hard copy of this Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelopes were not sent to the members for the postal ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the members would take place through the remote evoting system only. To facilitate such members to receive this notice electronically and cast their vote electronically, the Company had made arrangement for registration of email addresses in terms of the MCA Circulars. The Notice had also been placed on website of the Company at <https://www.adaniports.com> and e-voting website at <https://www.evotingindia.com>. and was also available on the website of stock exchanges at www.bseindia.com. and www.nseindia.com

3. We submit our report as under:
4. The Notice of Postal Ballot dated August 12, 2023 alongwith the statement under Section 102 of the Companies Act, 2013 setting out all material facts in respect of the resolutions mentioned therein was sent electronically by email to the members whose names appear in the register of members/ list of beneficial owners as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on August 18, 2023 in compliance with the above referred MCA Circulars.
5. The Company has completed the dispatch of Postal Ballot Notice by email on August 21, 2023. In accordance with the MCA Circulars, no physical ballot notice was dispatched to the Members. The Company has also published Newspaper Advertisement in The Indian Express (English) and Jai Hind (Gujarati) respectively, regarding dispatch of Notice of Postal Ballot alongwith Remote E-voting Information and containing all the matters required under Companies Act, 2013 and relevant rules on, August 22, 2023.
6. The Company has offered E-voting through Central Depository Services (India) Limited ("CDSL") and the report contains the details of E-voting only.
7. The facility of E-voting remained open from 9.00 a.m. on Thursday, August 24, 2023 and ended at 5.00 p.m. on Friday, September 22, 2023.
8. We have unblocked the votes cast through remote E-voting in the presence of Mr. Raimeen Maradiya and Ms. Dhvani Rana who are not in the employment of the Company. Thereafter, the details containing, inter-alia the list of members who voted "For" or "Against" the resolutions were derived from the report generated from the evoting website of CDSL i.e. www.evotingindia.com.
9. 3881 Members representing 1923612058 equity shares have cast their votes through e-voting for the resolutions set out in the said notice of Postal Ballot and all votes cast upto September 22, 2023 at 5 P.M. i.e. the last date and time for e-voting were considered for scrutiny.
10. A Summary of postal ballot through E-voting is given below.

Resolution No. 1 :

To appoint M/s. M S K A & Associates, Chartered Accountants (firm registration no. 105047W) as the Statutory Auditors of the Company to fill the casual vacancy caused by resignation of Deloitte Haskins & Sells LLP, till the date of next Annual General Meeting to be held in calendar year 2024.

Particulars		No. of Postal Ballot Forms /E-voting	No. of shares	% of Total Paid Up Equity Capital	% of total votes polled
a)	Voting exercised through E-Voting	3881	1923612058	89.05%	100.00%
b)	E-Voting ballot with assent (favour) for the Resolution	3598	1897291554	87.83%	99.26%
c)	E-Voting ballot dissent (against) for the Resolution	285	14130566	0.65%	0.74%
d)	E-Voting ballot Abstained from voting	3	86	0.00%	-
e)	Total valid votes exercised (b+c)	3878*	1911422120	88.49%	100.00%
Total Ballot with ASSENT in Electronic mode		3598	1897291554	87.83%	99.26%
Total Ballot with DISSENT in Electronic mode		285	14130566	0.65%	0.74%
Since total votes polled in favour of the resolution is 99.26% and total votes polled against the resolution is 0.74%, resolution has been passed as Ordinary Resolution					

*out of the aforesaid equity shareholders who voted for the resolution and against the resolution, respectively, 5 equity shareholders have partially voted for the resolution and partially against the resolution. Therefore, for the purpose of numbers the said 5 equity shareholders have been considered only once. Thus, 2852 equity shareholders in number (3881+285= 3883- 5 = 3878) voted during the remote e-voting. and 3 equity shareholders abstained from voting.

8 equity shareholders voted less for 12189852 equity shares.

Resolution No. 2 :**To approve amendment to the Articles of Association of the Company.**

Particulars		No. of Postal Ballot Forms /E-voting	No. of shares	% of Total Paid Up Equity Capital	% of total votes polled
a)	Voting exercised through E-Voting	3881	1923612058	89.05%	100.00%
b)	E-Voting ballot with assent (favour) for the Resolution	3578	1897384411	87.84%	99.27%
c)	E-Voting ballot dissent (against) for the Resolution	302	14037438	0.65%	0.73%
d)	E-Voting ballot Abstained from voting	6	357	0.00%	-
e)	Total valid votes exercised (b+c)	3875*	1911421849	88.49%	100.00%
Total Ballot with ASSENT in Electronic mode		3578	1897384411	87.84%	99.27%
Total Ballot with DISSENT in Electronic mode		302	14037438	0.65%	0.73%
Since total votes polled in favour of the resolution is 99.27% and total votes polled against the resolution is 0.73%, resolution has been passed as Special Resolution					

*out of the aforesaid equity shareholders who voted for the resolution and against the resolution, respectively, 5 equity shareholders have partially voted for the resolution and partially against the resolution. Therefore, for the purpose of numbers the said 5 equity shareholders have been considered only once. Thus, 2852 equity shareholders in number (3578+302= 3880 – 5 = 3875) voted during the remote e-voting and 8 equity shareholders abstained from voting.
8 equity shareholders voted less for 12189852 equity shares.

11. You may accordingly declare the results of the voting by postal ballot only by way remote E-voting.
- 12 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 Resolutions passed by way of Postal Ballot and the same will be handed over to the Company Secretary of the Company for safe keeping.

Thanking you,

For, Chirag Shah and Associates**Company Secretaries**Chirag
Bhupendrab
hai Shah**Chirag Shah****Partner****FCS No.5545, CP No. 3498****Peer Review Cert. No. 704/2020****Place: Ahmedabad****Date: September 22, 2023****UDIN F005545E001065879**

Digitally signed by Chirag Bhupendrabhai Shah
DN: cn=Chirag Bhupendrabhai Shah, o=Chirag Bhupendrabhai Shah, email=chirag@chiragshah.com, c=IN, postalCode=382481, st=Gujarat, serialNumber=11379118130969221u9i94-988813
2.5.4.20=48bf16caaf78ae2203888ba53af5d6a
c=IN, cn=Chirag Bhupendrabhai Shah, o=Chirag Bhupendrabhai Shah, email=chirag@chiragshah.com, c=IN, postalCode=382481, st=Gujarat, serialNumber=11379118130969221u9i94-988813

Date: 2023.09.22 22:58:26 +05'30'

Counter Signed by**For Adani Ports and Special Economic Zone Limited**Kamlesh
Bhagia**Kamlesh Bhagia****Company Secretary & Compliance Officer****Mem. No. ACS 19198**

Digitally signed by
Kamlesh Bhagia
Date: 2023.09.22
23:10:01 +05'30'

Adani Ports and Special Economic Zone Limited – Postal Ballot

Resolution No. 1:

Resolution Required : (Ordinary)			To appoint M/s. M S K A & Associates, Chartered Accountants (firm registration no. 105047W) as the Statutory Auditors of the Company to fill the casual vacancy caused by resignation of Deloitte Haskins & Sells LLP, till the date of next Annual General Meeting to be held in calendar year 2024.					
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	Remote E-Voting	1369922067	1369922067	100.0000	1369922067	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1369922067	100.0000	1369922067	0	100.0000	0.0000
Public Institutions	Remote E-Voting	626002898	540350126	86.3175	526239718	14110408	97.3887	2.6113
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		540350126	86.3175	526239718	14110408	97.3887	2.6113
Public Non Institutions	Remote E-Voting	164213980	1149927	0.7003	1129769	20158	98.2470	1.7530
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1149927	0.7003	1129769	20158	98.2470	1.7530
Total		2160138945	1911422120	88.4861	1897291554	14130566	99.2607	0.7392

Adani Ports and Special Economic Zone Limited – Postal Ballot

Resolution No. 2:

Resolution Required : (Special)			To approve amendment to the Articles of Association of the Company.					
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	Remote E-Voting	1369922067	1369922067	100.0000	1369922067	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1369922067	100.0000	1369922067	0	100.0000	0.0000
Public Institutions	Remote E-Voting	626002898	540350126	86.3175	526344083	14006043	97.4080	2.5920
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		540350126	86.3175	526344083	14006043	97.4080	2.5920
Public Non Institutions	Remote E-Voting	164213980	1149656	0.7001	1118261	31395	97.2692	2.7308
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1149656	0.7001	1118261	31395	97.2692	2.7308
Total		2160138945	1911421849	88.4861	1897384411	14037438	99.2656	0.7343

For, Adani Ports and Special Economic Zone Limited

Kamlesh Bhagia
Company Secretary