



Date: 8<sup>th</sup> August, 2018

To

BSE Limited  
P J Towers,  
Dalal Street,  
Mumbai – 400 001

The National Stock Exchange of India Limited  
"Exchange Plaza",  
Bandra – Kurla Complex,  
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 3<sup>rd</sup> 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 3<sup>rd</sup> Annual General Meeting of the Company held on Tuesday, 7<sup>th</sup> 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.

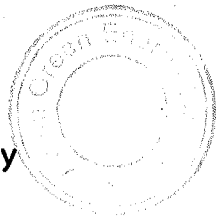
You are requested to kindly take the same on record.

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

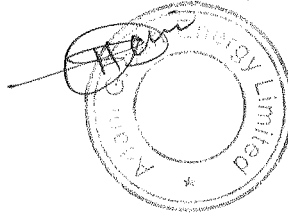
Tel +91 79 2555 5555  
Fax +91 79 2555 5500  
investor.agel@adani.com  
www.adanigreenenergy.com

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



**Details of Voting Results – 3<sup>rd</sup> Annual General Meeting held on 7<sup>th</sup> August, 2018**

1.	Date of the AGM/ <del>EGM</del>	7 <sup>th</sup> August, 2018
2.	Total number of shareholders on record date	78771 (As on cut-off date i.e. 31 <sup>st</sup> August, 2018)
3.	No. of shareholders present in the meeting either in person or through proxy: <ul style="list-style-type: none"><li>• Promoters and Promoter Group:</li><li>• Public:</li></ul>	08 69
4.	No. of Shareholders attended the meeting through Video Conferencing <ul style="list-style-type: none"><li>• Promoters and Promoter Group:</li><li>• Public</li></ul>	Not Arranged



Adani Green Energy Limited  
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Navrangpura  
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Gujarat, India  
CIN: U40106GJ2015PLC082007

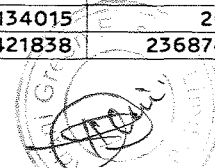
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RESOLUTION / AGENDA WISE DETAILS VOTING (INCLUDING

<b>Resolution no. 1</b>			Adoption of audited financial statements (including consolidated financial statements) for the financial year ended March 31, 2018					
<b>Resolution Required (Ordinary / Special)</b>			Ordinary Resolution					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			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
	<b>Total</b>		<b>1354095010</b>	<b>100.0000</b>	<b>1354095010</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
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
	<b>Total</b>		<b>167287173</b>	<b>94.9558</b>	<b>167287173</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
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
	<b>Total</b>		<b>134390</b>	<b>0.3983</b>	<b>133973</b>	<b>417</b>	<b>99.6897</b>	<b>0.3103</b>
<b>Total</b>		<b>1564014280</b>	<b>1521516573</b>	<b>97.2828</b>	<b>1521516156</b>	<b>417</b>	<b>100.0000</b>	<b>0.0000</b>

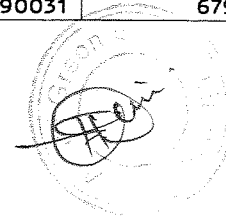
<b>Resolution no. 2</b>			Re-appointment of Mr. Gautam S. Adani (DIN: 00006273), as a Director of the Company who retires by rotation					
<b>Resolution Required (Ordinary / Special)</b>			Ordinary Resolution					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			Yes					
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
	<b>Total</b>		<b>1354095010</b>	<b>100.0000</b>	<b>1354095010</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
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
	<b>Total</b>		<b>167561293</b>	<b>95.1114</b>	<b>165192813</b>	<b>2368480</b>	<b>98.5865</b>	<b>1.4135</b>
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
	<b>Total</b>		<b>134284</b>	<b>0.3980</b>	<b>134015</b>	<b>269</b>	<b>99.7997</b>	<b>0.2003</b>
<b>Total</b>		<b>1564014280</b>	<b>1521790587</b>	<b>97.3003</b>	<b>1519421838</b>	<b>2368749</b>	<b>99.8443</b>	<b>0.1557</b>



**ADANI GREEN ENERGY LIMITED - ANNUAL GENERAL MEETING - 7<sup>TH</sup> AUGUST, 2018**

<b>Resolution no. 3</b>			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					
<b>Resolution Required (Ordinary / Special)</b>			Ordinary Resolution					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			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]	$[3]=\frac{[2]}{[1]}\times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]}\times 100$	$[7]=\frac{[5]}{[2]}\times 100$
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
	<b>Total</b>		<b>1354095010</b>	<b>100.0000</b>	<b>1354095010</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
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
	<b>Total</b>		<b>167561293</b>	<b>95.1114</b>	<b>167561293</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
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
	<b>Total</b>		<b>134618</b>	<b>0.3989</b>	<b>134199</b>	<b>419</b>	<b>99.6887</b>	<b>0.3113</b>
<b>Total</b>		<b>1564014280</b>	<b>1521790921</b>	<b>97.3003</b>	<b>1521790502</b>	<b>419</b>	<b>100.0000</b>	<b>0.0000</b>

<b>Resolution no. 4</b>			Appointment of Prof. Raaj Kumar Sah (DIN: 02956784), as an Independent Director					
<b>Resolution Required (Ordinary / Special)</b>			Ordinary Resolution					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			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]	$[3]=\frac{[2]}{[1]}\times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]}\times 100$	$[7]=\frac{[5]}{[2]}\times 100$
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
	<b>Total</b>		<b>1354095010</b>	<b>100.0000</b>	<b>1354095010</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
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
	<b>Total</b>		<b>167561293</b>	<b>95.1114</b>	<b>167561293</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
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
	<b>Total</b>		<b>134407</b>	<b>0.3983</b>	<b>133728</b>	<b>679</b>	<b>99.4948</b>	<b>0.5052</b>
<b>Total</b>		<b>1564014280</b>	<b>1521790710</b>	<b>97.3003</b>	<b>1521790031</b>	<b>679</b>	<b>100.0000</b>	<b>0.0000</b>



**ADANI GREEN ENERGY LIMITED - ANNUAL GENERAL MEETING - 7<sup>TH</sup> AUGUST, 2018**

<b>Resolution no. 5</b>			Appointment of Mrs. Sushama Oza (DIN: 07145540), as an Independent Director					
<b>Resolution Required (Ordinary / Special)</b>			Ordinary Resolution					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			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
	<b>Total</b>		<b>1354095010</b>	<b>100.0000</b>	<b>1354095010</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
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
	<b>Total</b>		<b>167561293</b>	<b>95.1114</b>	<b>167561293</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
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
	<b>Total</b>		<b>134214</b>	<b>0.3977</b>	<b>133759</b>	<b>455</b>	<b>99.6610</b>	<b>0.3390</b>
<b>Total</b>		<b>1564014280</b>	<b>1521790517</b>	<b>97.3003</b>	<b>1521790062</b>	<b>455</b>	<b>100.0000</b>	<b>0.0000</b>

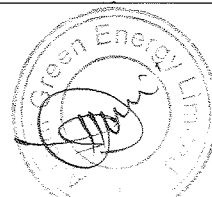
<b>Resolution no. 6</b>			Increase in Authorised Share Capital of the Company to Rs. 2500,00,00,000 and consequently alteration of Clause V of the Memorandum of Association of the Company					
<b>Resolution Required (Ordinary / Special)</b>			Special Resolution					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			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
	<b>Total</b>		<b>1354095010</b>	<b>100.0000</b>	<b>1354095010</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
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
	<b>Total</b>		<b>167561293</b>	<b>95.1114</b>	<b>166202057</b>	<b>1359236</b>	<b>99.1888</b>	<b>0.8112</b>
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
	<b>Total</b>		<b>134455</b>	<b>0.3985</b>	<b>133177</b>	<b>1278</b>	<b>99.0495</b>	<b>0.9505</b>
<b>Total</b>		<b>1564014280</b>	<b>1521790758</b>	<b>97.3003</b>	<b>1520430244</b>	<b>1360514</b>	<b>99.9106</b>	<b>0.0894</b>



**ADANI GREEN ENERGY LIMITED - ANNUAL GENERAL MEETING - 7<sup>TH</sup> AUGUST, 2018**

<b>Resolution no. 7</b>			Approval of offer or invitation to subscribe to Securities for an amount not exceeding Rs. 5,000 crores					
<b>Resolution Required (Ordinary / Special)</b>			Special Resolution					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			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
	<b>Total</b>		<b>1354095010</b>	<b>100.0000</b>	<b>1354095010</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
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
	<b>Total</b>		<b>167561293</b>	<b>95.1114</b>	<b>149578656</b>	<b>17982637</b>	<b>89.2680</b>	<b>10.7320</b>
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
	<b>Total</b>		<b>134679</b>	<b>0.3991</b>	<b>132771</b>	<b>1908</b>	<b>98.5833</b>	<b>1.4167</b>
<b>Total</b>		<b>1564014280</b>	<b>1521790982</b>	<b>97.3003</b>	<b>1503806437</b>	<b>17984545</b>	<b>98.8182</b>	<b>1.1818</b>

<b>Resolution no. 8</b>			Approval of offer or invitation to subscribe to Non-Convertible Debentures on private placement basis					
<b>Resolution Required (Ordinary / Special)</b>			Special Resolution					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			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
	<b>Total</b>		<b>1354095010</b>	<b>100.0000</b>	<b>1354095010</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
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
	<b>Total</b>		<b>167561293</b>	<b>95.1114</b>	<b>149578656</b>	<b>17982637</b>	<b>89.2680</b>	<b>10.7320</b>
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
	<b>Total</b>		<b>134618</b>	<b>0.3989</b>	<b>131917</b>	<b>2701</b>	<b>97.9936</b>	<b>2.0064</b>
<b>Total</b>		<b>1564014280</b>	<b>1521790921</b>	<b>97.3003</b>	<b>1503805583</b>	<b>17985338</b>	<b>98.8181</b>	<b>1.1819</b>

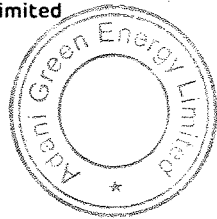


**ADANI GREEN ENERGY LIMITED - ANNUAL GENERAL MEETING - 7<sup>TH</sup> AUGUST, 2018**

<b>Resolution no. 8</b>			To create security by way of charges, mortgages, pledge, assignment					
<b>Resolution Required (Ordinary / Special)</b>			Special Resolution					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			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	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
	<b>Total</b>		<b>1354095010</b>	<b>100.0000</b>	<b>1354095010</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
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
	<b>Total</b>		<b>167561293</b>	<b>95.1114</b>	<b>150018320</b>	<b>17542973</b>	<b>89.5304</b>	<b>10.4696</b>
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
	<b>Total</b>		<b>134265</b>	<b>0.3979</b>	<b>131509</b>	<b>2756</b>	<b>97.9473</b>	<b>2.0527</b>
<b>Total</b>		<b>1564014280</b>	<b>1521790568</b>	<b>97.3003</b>	<b>1504244839</b>	<b>17545729</b>	<b>98.8470</b>	<b>1.1530</b>

For, Adani Green Energy Limited

  
Pragnesh Darji  
Company Secretary



**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  
3<sup>rd</sup> 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 3<sup>rd</sup> AGM of the Equity Shareholders of the Company, held on Tuesday, 7<sup>th</sup> 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 poll at the AGM] on the resolutions stated in the Notice calling the AGM.

We have issued separate Scrutinizer's Report dated 7<sup>th</sup> 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

*Ravi Gopin*

*Anil Gopin*

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



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

Place: Ahmedabad  
Date: 7<sup>th</sup> August, 2018

Place: Ahmedabad  
Date: 7<sup>th</sup> August, 2018

**Counter Signed by**



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



**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**

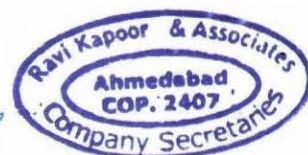
**The 3<sup>rd</sup> Annual General Meeting of the members of Adani Green Energy Limited (the Company) held on Tuesday, 7th August, 2018 at 11.30. at J. B. Auditorium, Ahmedabad Management Association, AMA Complex, ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad - 380 015.**

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 3<sup>rd</sup> 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*



**Item No. 1 - Ordinary Resolution****Adoption of audited financial statements (including consolidated financial statements) for the financial year ended 31<sup>st</sup> 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

(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

(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

*Ravi Kapoor*



**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:**

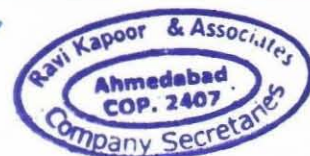
(i) Voted in favour of resolution:

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

*Ravi Kapoor*



(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

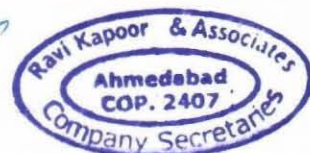
**Item No. 9 - Special Resolution**

**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

*Ravi Kapoor*





(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,

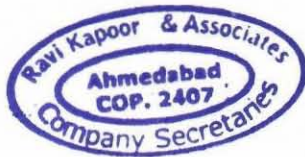


Scrutinizer

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

3<sup>rd</sup> 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,

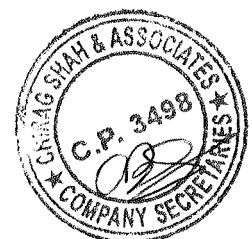
Dr. Vikram Sarabhai Marg,

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 3<sup>rd</sup> 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, 3<sup>rd</sup> August, 2018 at 9.00 a.m. to Monday, 6<sup>th</sup> August, 2018 at 5.00 p.m.
2. The shareholders holding shares as on the "cut off" date i.e. 31<sup>st</sup> July, 2018 were entitled to vote on the proposed resolutions (Items No. 1 to 9 as set out in the Notice of the 3<sup>rd</sup> Annual General Meeting of Adani Green Energy Limited).
3. The votes were unblocked on 7<sup>th</sup> 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):**

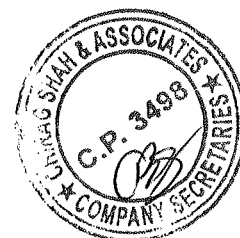
**Re-appointment of Mr. Gautam S. Adani (DIN: 00006273), as a Director of the Company who retires by rotation:**

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:**

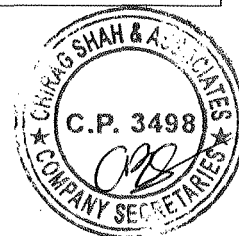
i) Voted in favour of the resolution:

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



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)**

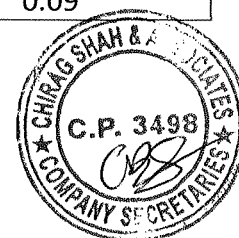
**Increase in Authorised Share Capital of the Company to Rs. 2500,00,00,000 and consequently alteration of Clause V of the Memorandum of Association of the Company:**

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



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:**

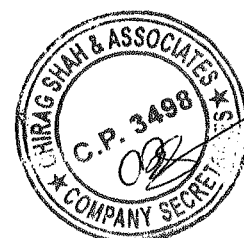
i) Voted in favour of the resolution:

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

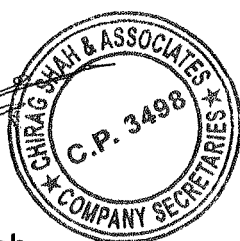

iii) No of members Votes for **Abstain**:

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,



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

Place: Ahmedabad  
Date: 7<sup>th</sup> August, 2018