

Date: August 09, 2023

**BSE Limited**

P J Towers,  
Dalal Street,  
Mumbai – 400 001

**National Stock Exchange of India Limited**

Exchange plaza,  
Bandra-Kurla Complex, Bandra (E)  
Mumbai – 400 051.

**Scrip Code: 541450**

**Scrip Code: ADANIGREEN**

Dear Sir / Madam,

**Sub: Voting Results and Scrutinizer's Report on the Postal Ballot**

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed details Voting Results and Scrutinizer's Report on the Postal Ballot conducted by the Company. The Company had provided e-voting facility to Members through National Securities Depository Limited. The e-voting period commenced on Monday, July 10, 2023 at 9:00 a.m. and ended on Tuesday, August 08, 2023 at 5:00 p.m.

You are requested to kindly take the same on records.

Thanking you,

Yours faithfully,

**For Adani Green Energy Limited**

**Pragnesh Darji**

**Company Secretary**

Encl: As above

## 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 April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 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 08, 2021, 3/2022 dated May 05, 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 July 06, 2023, sent to all shareholders of the Company, on the following proposal for passing Special Resolution by way of postal ballot only by voting through electronic means ("remote e-voting").

- To raise capital by way of a qualified institutions placement to eligible investors through an issuance of equity shares and/or other eligible securities (Special Resolution)

CS Ravi Kapoor, 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 the AGM/EGM	Not Applicable
2	Date of the Postal Ballot Notice	July 06, 2023
3	Total number of shareholders on record date	6,92,340
4	No. of shareholders present in the meeting either in person or through proxy:	
	Promoters and Promoter Group	Not Applicable
	Public	Not Applicable

5	No. of Shareholders attended the meeting through Video Conferencing	
	Promoters and Promoter Group	Not Applicable
	Public	Not Applicable

On the basis of the report received from CS Ravi Kapoor, scrutinizer, I hereby declare the result of the postal ballot voting process for the above mentioned proposal as per Annexure I.

Since 99.9995%, of total votes polled are in favour of the said Resolution no. 1, I hereby declare the resolution carried as Special Resolution as mentioned in the notice dated July 06, 2023 with requisite majority.

Thanking you,

Yours faithfully,

**For Adani Green Energy Limited**

**Pragnesh Darji**  
**Company Secretary**



August 9, 2023

To,  
The Chairman  
**Adani Green Energy Limited**  
Adani Corporate House, Shantigram, Nr. Vaishno Devi Circle,  
S. G. Highway, Khodiyar Ahmedabad - 382 421

Respected Sir,

Sub.: Scrutinizer Report

The Board of Directors of **Adani Green Energy Limited** (hereinafter referred to as "Company"), through its Resolution dated July 06, 2023 appointed the undersigned as Scrutinizer to ensure that the process of Postal Ballot as prescribed under Section 110 of the Companies Act, 2013 (hereinafter referred to as "Act") read with the Companies (Management and Administration) Rules, 2014 (hereinafter referred to as "Rules") is complied with.

In terms of section 110 of the Act and in terms of the circulars issued by the Ministry of Corporate Affairs, Government of India (the "MCA") vide its General Circular Nos. 14/2020 dated 8<sup>th</sup> April 2020, 17/2020 dated 13<sup>th</sup> April 2020, 22/2020 dated 15<sup>th</sup> June, 2020, 33/2020 dated 28<sup>th</sup> September, 2020 and 39/2020 dated 31<sup>st</sup> December, 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 (the "MCA Circulars"), Company can take all the decisions requiring members' approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot/e-voting in accordance with the provisions of the Act and rules made thereunder, without holding a general meeting.

The MCA has further clarified vide its circular no. 11/2022 dated December 28, 2022 that for companies that are required to provide e-voting facility under the Act, while they are transacting any business(es) only by postal ballot up to September 30, 2023, the requirements provided in Rule 20 of the Companies (Management and Administration) Rules, 2014 (the "Rules") as well as the framework provided in the MCA Circulars is applicable mutatis mutandis.

The Company has accordingly sent Postal Ballot Notice by email to all its shareholders for passing 1 (One) Special Resolution for the special businesses as mentioned in the notice of postal ballot dated July 06, 2023 who have registered their email addresses





notice of postal ballot dated July 06, 2023 who have registered their email addresses with the Company or depository / depository participants/Registrar and Share Transfer Agent (RTA) and the communication of assent / dissent of the members are taken place through the remote e-voting system. This Postal Ballot is accordingly being initiated by the Company in compliance with the MCA Circulars.

In compliance with the requirements of the MCA Circulars thus hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope were not sent to the shareholders for this Postal Ballot and shareholders were requested to communicate their assent or dissent through the remote e-voting system only.

The Company has availed E-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by members of the Company and as permissible under the Act, notice to the shareholders were sent through e-mail whose e-mail id were registered with the Company/Depository Participant/Registrar and Transfer Agent. The Company has also provided an option for remote e-voting to those shareholders, who held shares in Physical form. The remote e-voting portal remained open for voting from Monday, July 10, 2023 at 9:00 Hours IST and ends on Tuesday, August 08, 2023 at 17:00 Hours IST both days inclusive. The shareholders of the Company holding shares either in physical form or dematerialized form, as on the cut-off date i.e. Friday, June 30, 2023 were entitled to vote on the resolutions (item no. 1 as set out in notice of postal ballot dated July 06, 2023).

A public notice in newspaper informing the members about dispatch of notice and commencement of postal ballot was published on Monday, July 10, 2023. Members have been informed that those shareholders who were members of the Company as on cut-off date, i.e. Friday, June 30, 2023, and who have not, received notice of postal ballot and postal ballot form can request for a duplicate copy of postal ballot notice, if so required, and the postal ballot notice and postal ballot form can be downloaded from the website of the Company or website of NSDL.

The Shareholders were required to cast their vote online through remote e-voting on or before Tuesday, August 08, 2023 at 17:00 Hours IST on the basis of User-id and password provided to them by NSDL.

Remote e-voting register was kept bearing particulars of names, address, folio nos. of shares along with assent and dissent was recorded herein. Summary of the remote e-voting with their pattern of voting is as per **Annexure-A**.



**Ravi Kapoor  
&  
Associates**  
4<sup>th</sup> 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**

As per Section 110(2) of the Companies Act, 2013 read with Secretarial Standards on General Meeting (SS-2) issued by the Institute of Company Secretaries of India, if a resolution is assented to by a requisite majority of the shareholders by means of Postal Ballot, it shall be deemed to have been duly passed on the last date specified for remote e-voting.

The term "requisite majority" which refers to the context of ordinary resolution and special resolution as defined under section 114 of the Act, means:

- Intention to propose the resolution as ordinary / special resolution duly specified in the notice as the case may be
- Notice required under the Act was duly given
- The votes cast in favour of the resolution is more than the votes cast against in case of ordinary resolution and in case of special resolution the votes cast in favour is three times more than the votes cast against.

As the conditions prescribed under section 114 of the Act are complied with, the resolution is considered to have been approved by the shareholders as on last date specified for remote e-voting i.e. on Tuesday, August 08, 2023 at 05.00 hours IST.

You are requested to take note of the above and oblige. We are enclosing report generated from the website of NSDL, with regard to electronic voting for your records.

Thanking you

Yours truly,

**For, Ravi Kapoor & Associates  
Company Secretaries**

RAVI KAPOOR  
Digitally signed  
by RAVI KAPOOR  
Date: 2023.08.09  
13:12:51 +05'30'

**(Ravi Kapoor)**  
**Practicing Company Secretary- Scrutinizer**  
**FCS: 2587; COP: 2407**  
**UDIN- F002587E000768981**

**Countersigned by**

Pragnesh  
h Darji  
Digitally signed  
by Pragnesh  
Darji  
Date: 2023.08.09  
13:29:04 +05'30'

**Mr. Pragnesh Darji**  
**M. No. A24382**  
**Company Secretary**  
**ADANI GREEN ENERGY LIMITED**



**Annexure-A**

**Voting Pattern of Electronic Vote**

Particulars	No. of Shareholders Voted in favour	No. of shares in favour	% of shares in favour	No. of Shareholders voted against	No. of shares against	% of shares against	No. of Shareholders Votes abstained	No. of Shares abstained	No. of Shareholders - Invalid Votes	No. of Shares - Invalid Votes
<b>RESOLUTION 1 (Special Resolution)</b> To raise capital by way of a qualified institutions placement to eligible investors through an issuance of equity shares and/or other eligible securities.	2869	1481918968	100	131	7818	Negligible	Nil	Nil	Nil	Nil

**No. of members less Voted:**

Total number of members whose casted less votes	Total number of less votes
7	2218282

**For, Ravi Kapoor & Associates**  
**Company Secretaries**

**RAVI KAPOOR**  
 Digitally signed by  
 RAVI KAPOOR  
 Date: 2023.08.09  
 13:13:25 +05'30'

**(Ravi Kapoor)**  
**Practicing Company Secretary- Scrutinizer**  
**FCS: 2587; COP: 2407**  
**UDIN- F002587E000768981**

**Countersigned by**

**Pragnesh Darji**  
 Digitally signed by  
 Pragnesh Darji  
 Date: 2023.08.09  
 13:29:12 +05'30'

**Mr. Pragnesh Darji**  
**M. No. A24382**  
**Company Secretary**  
**ADANI GREEN ENERGY LIMITED**



Adani Green Energy Limited								
<b>Resolution Required : (Special)</b>			1 - To raise capital by way of a qualified institutions placement to eligible investors through an issuance of equity shares and/or other eligible securities.					
<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	891,403,369	891,403,369	100.0000	891,403,369	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>891,403,369</b>	<b>100.0000</b>	<b>891,403,369</b>	<b>-</b>	<b>100.0000</b>	<b>-</b>
Public Institutions	E-Voting	312,418,715	277,487,235	88.8190	277,485,230	2,005	99.9993	0.0007
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>277,487,235</b>	<b>88.8190</b>	<b>277,485,230</b>	<b>2,005</b>	<b>99.9993</b>	<b>0.0007</b>
Public Non Institutions	E-Voting	380,210,394	313,036,182	82.3324	313,030,369	5,813	99.9981	0.0019
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>313,036,182</b>	<b>82.3324</b>	<b>313,030,369</b>	<b>5,813</b>	<b>99.9981</b>	<b>0.0019</b>
<b>Total</b>		<b>1,584,032,478</b>	<b>1,481,926,786</b>	<b>93.5541</b>	<b>1,481,918,968</b>	<b>7,818</b>	<b>99.9995</b>	<b>0.0005</b>