



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

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 of
**NCLT convened meeting of Secured Creditors (including Debenture Holders) of
Adani Enterprises Limited** having its
Registered Office at "Adani House",
Near Mithakhali Six Roads, Navrangpura,
Ahmedabad – 380 009

**Sub : Scrutinizers' report on National Company Law Tribunal Convened Meeting of the
Secured Creditors (including Debenture Holders) of Adani Enterprises Limited ("the
Company").**

Dear Sir,

I, **Chirag Shah, Practicing Company Secretary**, was appointed as Scrutinizer by the National Company Law Tribunal (NCLT) Ahmedabad Bench vide its order dated 10th May, 2018 for the purpose of scrutinizing the voting process in a fair and transparent manner at the meeting of the Secured Creditors (including Debenture Holders) of Adani Enterprises Limited ("the Company") held on Tuesday, 3rd July, 2018 at 11.00 A.M. at J. B. Auditorium, Ahmedabad management Association, Dr. Vikram Sarabhai Marg, ATIRA, Ahmedabad – 380015, in terms of applicable provisions of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014.

I submit my report as under :

1. After the time fixed for closing of poll by the Chairman, one ballot box kept for polling was 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 and the authorizations/proxies lodged with the Company.
3. There are no poll papers, which were incomplete and/or which were otherwise found defective.
4. The result of the poll is as under :



Resolution for approving the Composite Scheme of Arrangement among Adani Gas Holding Limited and Adani Gas Limited and Adani Enterprises Limited and their respective shareholders and creditors.

(i) Voted in favour of resolution :

Number of Secured Creditors present and voting (in person or proxy or Authorised Representative)	Number of votes cast by them (Amount in Rupees)	% of total number of valid votes cast
8	29,133,100,035	100%

(ii) Voted against the resolution :

Number of Secured Creditors present and voting (in person or proxy or Authorised Representative)	Number of votes cast by them (Amount in Rupees)	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes

Total number of Secured Creditors present and voting (in person or proxy or Authorised Representative) whose votes were declared invalid	Total number of votes cast by them (Amount in Rupees)
0	0

- List of Secured Creditors who voted "FOR", "AGAINST" and those whose votes were declared invalid for resolution is enclosed as **Annexure – I**.
- The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

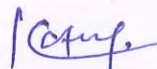
Thanking you,
Yours faithfully,



Scrutinizer
Name : Chirag Shah
Practicing Company Secretary
FCS : 5545; CP : 3498
Place : Ahmedabad
Date : 4th July, 2018



Countersigned:
For, Adani Enterprises Limited



Mr. Justice K. A. Puj
Former Judge of the High Court of Gujarat
Chairman appointed for the meeting