June 04, 2021

BSE Limited
P J Towers,
Dalal Street,
Mumbai – 400001

National Stock Exchange of India Limited
Exchange plaza,
Bandra-Kurla Complex,
Bandra (E), Mumbai – 400051.

Scrip Code: 533096

Dear Sir(s),

Sub: Annual Secretarial Compliance Report for the financial year ended 31st March, 2021

Ref: SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019


You are requested to take the same on your record.

Thanking you.

Yours faithfully,

For Adani Power Limited

Deepak Pandya
Company Secretary

Encl.: a/a
SECRETARIAL COMPLIANCE REPORT OF ADANI POWER LIMITED

FOR THE YEAR ENDED 31ST MARCH, 2021

To,

ADANI POWER LIMITED
Adani Corporate House,
Shantigram Near Vaishno Devi Circle,
S. G. Highway, Khodiyar Ahmedabad - 382421.

We, Chirag Shah and Associates, Practicing Company Secretaries, have examined:
(a) all the documents and records made available to us and explanation provided by Adani Power Limited ("the listed entity"),
(b) the filings/submissions made by the listed entity to the Stock Exchanges,
(c) website of the listed entity i.e. https://www.adanipower.com/
(d) any other document/filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March, 2021 ("Review Period") in respect of compliance with the provisions of:
(a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
(b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/guidelines issued thereunder, have been examined, include: -

(a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
(b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
(c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
(d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (Not Applicable to the listed entity during the Review Period);
Based on the above examination, we hereby report that, during the review period:

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

<table>
<thead>
<tr>
<th>Sr. No.</th>
<th>Compliance Requirement (Regulations/ circulars / guidelines including specific clause)</th>
<th>Deviations</th>
<th>Observations/ Remarks of the Practicing Company Secretary</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Not Applicable</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my/our examination of those records.

(c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder: Not Applicable

<table>
<thead>
<tr>
<th>Sr. No.</th>
<th>Action taken by Violation</th>
<th>Details of action taken E.g. fines, warning letter, debarment, etc.</th>
<th>Observations/ remarks of the Practicing Company Secretary, if any.</th>
</tr>
</thead>
</table>
(d) The listed entity has taken the following actions to comply with the observations made in previous reports: - There was no observation made in previous report for the financial year ended on March 31, 2020.

<table>
<thead>
<tr>
<th>Sr. No.</th>
<th>Observations of the Practicing Company Secretary in the previous reports</th>
<th>Observations made in the secretarial compliance report for the year ended...(The years are to be mentioned)</th>
<th>Actions taken by the listed entity, if any</th>
<th>Comments of the Practicing Company Secretary on the actions taken by the listed entity</th>
</tr>
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I, further, report that there was no event of appointment/ re-appointment/ resignation of statutory auditor of the Company during the review period. In this regard, I report that the Company has complied with Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019.

For, Chirag Shah and Associates
Practising Company Secretary

Place: Ahmedabad
Date: 02/06/2021

For, Chirag Shah and Associates
Practising Company Secretary

Chirag Shah
Partner
Membership No. FCS 5545
C P No. 3498
UDIN: F005545C000413150