

Date: July 24, 2020

BSE Limited,
Floor 25, PJ Towers,
Dalal Street,
Mumbai – 400 001.

Scrip Code: 533096

**National Stock Exchange of India
Limited,**
Exchange Plaza,
Bandra Kurla Complex,
Bandra (E), Mumbai - 400 051.

Scrip Code: ADANIPOWER

Dear Sir/Madam,

Subject: Result of Postal Ballot (E-voting) as per Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and submission of scrutinizer's report.

This is with reference to our letter dated June 23, 2020 enclosing the notice of postal ballot dated June 22, 2020, along with the explanatory statement ("**Notice**"), seeking the approval of the shareholders of the Company by way of a special resolution, in accordance with the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and other applicable laws, through remote e-voting, for the following resolution:

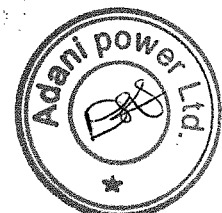
Sr. No.	Agenda Item of the Notice
1.	Voluntary Delisting of the Equity Shares of the Company from BSE Limited (" BSE ") and National Stock Exchange of India Limited (" NSE ")

We hereby inform you that the aforementioned resolution as set out in the Notice, has been passed with the requisite majority on July 23, 2020, being the last date specified for remote e-voting. In this regard, please see enclosed the following:

- (a) Voting result as per the format prescribed under Regulation 44 of the SEBI Listing Regulations; and

Adani Power Ltd
"Adani Corporate House"
Shantigram, Near Vaishno Devi Circle,
S. G. Highway, Khodiyar,
Ahmedabad-382421, Gujarat India
CIN : L40100GJ1996PLC030533

Tel +91 79 2656 7555
Fax +91 79 2555 7177
info@adani.com
www.adani.com



Registered Office: "Adani Corporate House", Shantigram, Near Vaishno Devi Circle, S. G. Highway, Khodiyar, Ahmedabad-382421

adani

Power

- (b) Report of the scrutinizer dated July 24, 2020, issued by Mr. Chirag Shah, Practising Company Secretary (Membership No. FCS: 5545; CP NO.: 3498)

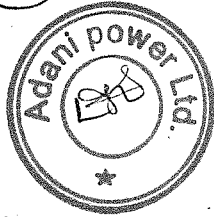
The result along with the scrutinizer's report is also available at the registered and corporate office of the Company, the website of the Company i.e. www.adanipower.com and the website of KFin Technologies Private Limited, Registrar & Transfer Agent of the Company i.e. [https:// evoting.karvy.com](https://evoting.karvy.com)

We request you to kindly take the above on record.

Thanking you,

For **Adani Power Limited**

Deepak Pandya
Company Secretary



Encl.: as above

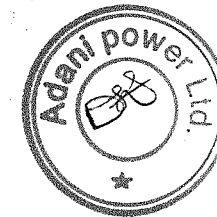
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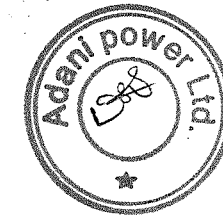
Company Name	ADANI POWER LIMITED
Date of the AGM/EGM	
Total number of shareholders on record date	338526
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	

Resolution required: (Ordinary/ Special)	SPECIAL - Voluntary Delisting of the Equity Shares of the Company from BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE")							
Whether promoter/ promoter group are interested in the agenda / resolution?	Yes							
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	2891612567	2891612567	100.00	2891612567	0	100.00	0.00
	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
Public- Institutions	E-Voting	564626274	472650575	83.71	453166790	19483785	95.88	4.12
	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
Public- Non Institutions	E-Voting	400700100	225466543	56.27	222094235	3372308	98.50	1.50
	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	Total	3856938941	3589729685	93.07	3566873592	22856093	99.36	0.64



As per Regulation 8(1)(b) of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009

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	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
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	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
Total		965326374	698117118	72.32	675261025	22856093	96.73	3.27





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

Date: July 24, 2020

To,

The Chairman

ADANI POWER LIMITED.

Adani Corporate House,

Shantigram, Near Vaishno Devi Circle,

S. G. Highway, Khodiyar,

Ahmedabad – 382421.

Dear Sir,

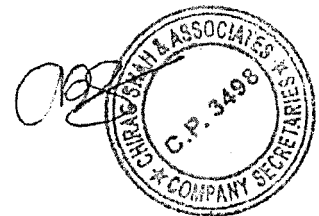
Re : Report of Scrutinizer on passing of resolutions through Postal Ballot and E-voting

1. The Board of Directors of the Company, vide its resolution passed in the meeting dated June 22, 2020, appointed me as Scrutinizer for conducting the postal ballot voting process through remote E voting only for passing Special Resolution as set out in the Notice dated June 22, 2020.
2. I submit my report as under:
3. Due to Intermittent non availability of postal and courier services and on account of threat posed by COVID-19 pandemic situation, the Company has completed the dispatch of the Notice on June 23, 2020 electronically in accordance with the MCA Circulars, to all the members whose e-mail addresses are registered with the Company or with the depositories/depository participants or with the Company's Registrar and Transfer Agent. i.e. KFin Technologies Private limited ("KFin"), and whose names appear in the Register of Members/list of Beneficial Owners received from the National Securities and Depository limited and Central Depository Services (India) Limited as on Friday, June 19, 2020, being the cut-off date ("Cut-off Date") which will be considered for the purposes of remote E-voting.
4. The Company has In light of the MCA Circulars, offered facility to members who have not registered their email address and in consequence could not receive the remote e-voting notice to temporarily get their email address registered with the KFin, by clicking



the link: <https://karisma.kfintech.com/emailreg> and follow the registration process as guided thereafter. Post successful registration of the email address, the member would get soft copy of the Notice and the procedure for remote e-voting along with the user ID and password to enable remote e-voting for this postal ballot.

5. The Company is in compliance with the provisions of Section 110 of the Companies Act, 2013 (hereinafter referred to as the 'Act') read with Rules 20 and 22 of the Companies (Management & Administration) Rules, 2014 (hereinafter referred to as the 'Rules'), and General Circulars Nos. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 22/2020 dated June 15, 2020.
6. The hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelopes were not sent to the Members as per the exemptions provided in the MCA circulars mentioned above. Hence, the communication of the assent or dissent by the Members took place through the remote E-voting system only.
7. The Company has also published Newspaper Advertisement on June 24, 2020 in English and Gujarati (Regional Language) Newspapers in Indian Express (English) and Jaihind (Gujarati) respectively, regarding completion of dispatch of Notice by E mail and containing all the matters as required under the Companies Act, 2013 and relevant rules.
8. The Postal Ballot Notice along with the Explanatory Statement was uploaded on the website of the Company i.e. <https://www.adanipower.com/> and on the website of the RTAKfin i.e. <https://evoting.karvy.com>. The results of the Postal Ballot through remote E-voting will also be made available on these websites.
9. The Company has offered remote E-voting through M/s KFin Technologies Private Limited (Kfin) and our report contains the details of voting through remote E-voting only.
10. The facility of E-voting remained open from 9:00 A.M. on Wednesday June 24, 2020 to 5:00 P.M. on Thursday July 23, 2020.
11. We have unblocked the votes cast through remote E-voting in the presence of Mr. Raimeen Maradiya and Ms. Dhvani Rana who were not in the employment of the Company.

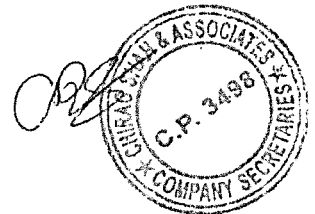


12. A Summary of remoteE-voting is given below:

Resolution No. 1 : Voluntary Delisting of the Equity Shares of theCompany from BSE Limited ("BSE") and NationalStock Exchange of India Limited ("NSE")

Particulars		No. of members who voted electronically	No. of shares	% of Total Paid Up Capital	% of total votes polled
a)	Voting exercised through E-Voting.	1916	3596921595	93.26	-
b)	The Members voted with assent (favour) for the Resolution.	460	3566873592	92.48	99.36
c)	The Members voted with dissent (against) for the Resolution.	1425	22856093	0.59	0.64
d)	The Members who Abstained from voting.	38	7170089	0.19	-
e)	The Members who voted less than their shareholdings.		21821	0.00	-

13. Looking to the above results, the votes casted by the members in favour of the resolution is more than 75 % of the total votes casted, the proposed Resolution may be declared passed as "Special Resolution" under the Companies Act, 2013.



14. Voting results as per Regulation 8(1)(b) of the Securities and Exchange Board of India
(Delisting of Equity Shares) Regulations, 2009.

Category	Mode of Voting	No. of shares held (1)	% of Listed Capital	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
Public- Institutions	E-Voting	564626274	14.64	472650575	83.71	453166790	19483785	95.88	4.12
	Poll			0	0.00	0	0	0.00	0.00
	Postal Ballot			0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	400700100	10.39	225466543	56.27	222094235	3372308	98.50	1.50
	Poll			0	0.00	0	0	0.00	0.00
	Postal Ballot			0	0.00	0	0	0.00	0.00
Total		965326374	25.03	698117118	72.32	675261025	22856093	96.73	3.27

15. The votes casted by the Public Shareholders in favour of the resolution is more than the two times of the number of votes casted as against by the Public shareholders. Therefore, the proposed resolution may be declared as passed as Special Resolution under Regulation 8(1)(b) of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009.

16. Related papers / registers and records were handed over to Mr. Deepak Pandya, Company Secretary & Compliance officer for safe custody.

17. You may accordingly declare the results of the voting.

Thanking you,

For, Chirag Shah & Associates
Company Secretaries

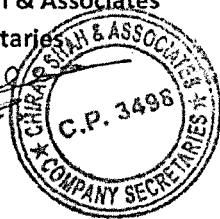
Chirag Shah
(Partner)

FCS No.5545, CP No. 3498

Place: Ahmedabad

Date: July 24, 2020

UDIN :F005545B000498972



Counter Signed by

For Adani Power Limited

Gautam S. Adani

Gautam S. Adani

Chairman

DIN: 00006273