



CHIRAG SHAH & ASSOCIATES

Company Secretaries

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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 Unsecured Creditors 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
Unsecured Creditors 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 Unsecured Creditors of Adani Enterprises Limited ("the Company") held on Tuesday, 3rd July, 2018 at 12.00 noon 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, two ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were 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 Holdings Limited and Adani Gas Limited and Adani Enterprises Limited and their respective shareholders and creditors

(i) Voted in favour of resolution :

Number of Unsecured 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
31	50,949,660,813	100%

(ii) Voted against the resolution :

Number of Unsecured 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 Unsecured 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

5. List of Secured Creditors who voted "FOR", "AGAINST" and those whose votes were declared invalid for resolution is enclosed as **Annexure – I**.
6. 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