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Adani Ports and Special Economic Zone Ltd.

NOTICE OF THE 16TH ANNUAL GENERAL MEETING

Notice is hereby given that the 16th Annual General Meeting (AGM) of the members of Adani Ports and Special Economic Zone Limited will be held at 9.30 a.m. on Tuesday, 11th August, 2015 at J. B. Auditorium, Ahmedabad Management Association, AMA Complex, ATIRA, Dr. Vikaram Sarabhai Marg, Ahmedabad - 380 015 to transact the Ordinary and Special Businesses, as set out in the Notice dated 1st May, 2015 convening the AGM. The notice of AGM, Annual Report and Attendance slip have been sent in electronic mode to the members whose e-mail IDs are registered with the Company / Depository Participant(s) and physically to other members in the permitted mode. The above documents are also available on the Company's website - www.adaniports.com.

Pursuant to the provisions of Section 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and the provisions of Clause 35B of the Listing Agreement entered into with the Stock Exchanges, members are provided with the facility to cast their vote electronically, through the e-voting services provided by the Central Depository Services (India) Limited (CDSL) on all resolutions as set forth in the AGM Notice. The voting rights shall be in proportion to the shares held by the members as on 4th August, 2015 being the cut-off date. Any person who becomes a member of the Company after dispatch of the Notice of the meeting and holds shares as on the cut-off date i.e. 4th August, 2015 may obtain the user ID and password by sending e-mail request to helpdesk.evoting@cdslindia.com. However, if such a person is already registered with CDSL for e-voting, then the existing user ID and password can be used for casting their vote. Please note that a person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on cut-off date will only be entitled to avail the facility of remote e-voting or voting at the AGM venue.

The remote e-voting period commences on 7th August, 2015 (9.00 a.m.) and ends on 10th August, 2015 (5.00 p.m.). During this period, members, holding shares either in physical form or in dematerialised form, as on the cut-off date i.e. 4th August, 2015, can cast their vote electronically in the manner and process set out in the AGM Notice. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the member, the member will not be allowed to change it subsequently. A member can participate in the AGM even after exercising the right to vote through remote e-voting but will not be allowed to vote again at the AGM. Members not opting for remote e-voting will be offered the facility to vote at the venue of the AGM. A member can opt for only one mode of voting i.e. either through remote e-voting or at the AGM venue.

In case of any queries or grievances pertaining to e-voting, members may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an e-mail to helpdesk.evoting@cdslindia.com

For Adani Ports and Special Economic Zone Limited

Place : Ahmedabad

Dipti Shah

Date : 18th July, 2015

Company Secretary

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