

**BEFORE THE NATIONAL COMPANY LAW TRIBUNAL,
BENCH, AT AHMEDABAD
CA (CAA) NO. 37/NCLT/AHM/2018**

In the matter of the Companies Act, 2013;

And

In the matter of Sections 230 - 232 read with other relevant provisions of the Companies Act, 2013;

And

In the matter of Adani Gas Limited;

And

In the matter of Composite Scheme of Arrangement among Adani Gas Holdings Limited and Adani Gas Limited and Adani Enterprises Limited and their respective shareholders and creditors;

Adani Gas Limited, a company incorporated under the provisions of the Companies Act, 1956 and having its registered office at "Adani House", Near Mithakhali Six Roads, Navrangpura, Ahmedabad- 380 009, Gujarat, India.

} **Applicant Company**

**SECURED CREDITORS
FORM OF PROXY**

I/We, _____, the undersigned secured creditor/s of Adani Gas Limited, being the Applicant Company abovenamed, do hereby appoint Mr./Ms. _____ of _____ and failing him/her _____ of _____ as my/our proxy, to act for me/us at the meeting of the secured creditors of the Applicant Company to be held at J.B. Auditorium, Ahmedabad Management Association, Dr. Vikram Sarabhai Marg, ATIRA, Ahmedabad-380 015, Gujarat, India, on Tuesday, the 3rd day of July 2018 at 3.00 p.m. (1500 hours) for the purpose of considering and, if thought fit, approving, with or without modification(s), the arrangement embodied in the Composite Scheme of Arrangement among Adani Gas Holdings Limited and Adani Gas Limited and Adani Enterprises Limited and their respective shareholders and creditors (the "Scheme") and at such meeting, and at any adjournment or adjournments thereof, to vote, for me/us and in my/our name(s) _____ (here, if 'for', insert '**FOR**', if 'against', insert '**AGAINST**', and in the latter case, strike out the words below after 'the Scheme') the said arrangement embodied in the Scheme, either with or without modification(s)*, as my/our proxy may approve. (*Strike out whatever is not applicable)

Dated this _____ day of _____ 2018

Name: _____

Address: _____

Signature of Secured Creditor _____

Signature of Proxy _____

Affix
Re. 1
revenue
stamp

(Signature across the stamp)

Notes:

1. The proxy must be deposited at the registered office of Adani Gas Limited at "Adani House", Near Mithakhali Six Roads, Navrangpura, Ahmedabad- 380 009, Gujarat, India, at least 48 (forty-eight) hours before the scheduled time of the commencement of the said meeting.
2. All alterations made in the form of proxy should be initialled.
3. Please affix appropriate revenue stamp before putting signature.
4. In case of multiple proxies, the proxy later in time shall be accepted.
5. Proxy need not be a secured creditor of Adani Gas Limited.
6. No person shall be appointed as a proxy who is a minor.
7. The proxy of a secured creditor blind or incapable of writing would be accepted if such secured creditor has attached his signature or mark thereto in the presence of a witness who shall add to his signature his description and address: provided that all insertions in the proxy are in the handwriting of the witness and such witness shall have certified at the foot of the proxy that all such insertions have been made by him at the request and in the presence of the secured creditor before he attached his signature or mark.
8. The proxy of a secured creditor who does not know English would be accepted if it is executed in the manner prescribed in point no. 7 above and the witness certifies that it was explained to the secured creditor in the language known to him, and gives the secured creditor's name in English below the signature.

ADANI GAS LIMITED

Registered office:

"Adani House", Near Mithakhali Six Roads, Navrangpura, Ahmedabad- 380 009, Gujarat, India

Phone No: +91 79 2555 6129

CIN: U40100GJ2005PLC046553

Website : www.adanigas.com

SECURED CREDITORS

ATTENDANCE SLIP

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND OVER AT THE ENTRANCE OF THE MEETING HALL

MEETING OF

THE SECURED CREDITORS

ON TUESDAY, THE 3RD DAY OF JULY 2018 AT 3.00 P.M.

I/We hereby record my/our presence at the meeting of the secured creditors of Adani Gas Limited, the Applicant Company, convened pursuant to the order dated 10th day of May 2018 of the NCLT at J.B. Auditorium, Ahmedabad Management Association, Dr. Vikram Sarabhai Marg, ATIRA, Ahmedabad-380 015, Gujarat, India, on Tuesday, the 3rd day of July 2018 at 3.00 p.m. (1500 hours).



Name and address of Secured Creditor

(IN BLOCK LETTERS) : _____

Signature : _____

Name of the Proxy* : _____
(IN BLOCK LETTERS)

Signature : _____

*(To be filled in by the Proxy in case he/she attends instead of the Secured Creditors)

Notes:

1. Secured creditors attending the meeting in person or by proxy or through authorised representative are requested to complete and bring the Attendance slip with them and hand it over at the entrance of the meeting hall.
2. Secured creditors who come to attend the meeting are requested to bring their copy of the Scheme with them.