

Ports and Logistics

Debt Presentation

September, 2020

Adani Ports and SEZ Limited





Ports and Logistics

Contents



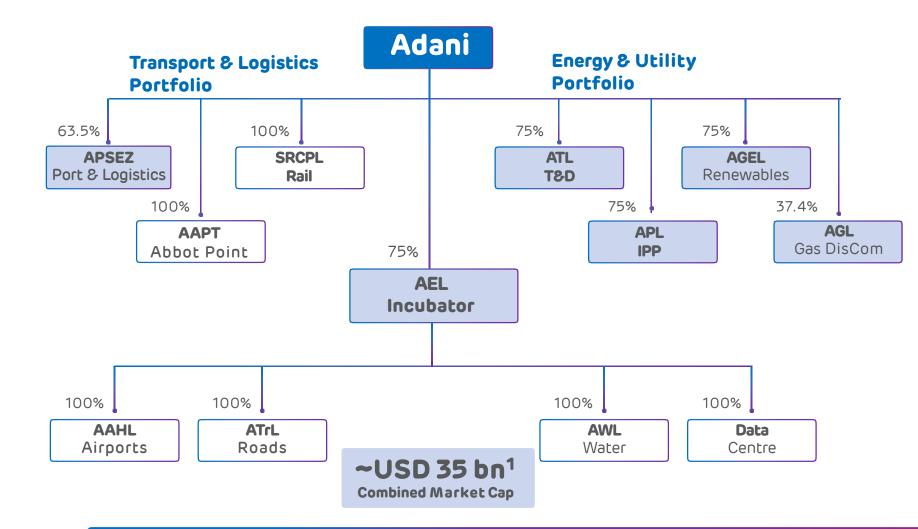




Adani Group Profile

Adani Group: A world class infrastructure & utility portfolio





Adani

- Marked shift from B2B to B2C businesses-
 - AGL Gas distribution network to serve key geographies across India
 - AEML Electricity distribution network that powers the financial capital of India
 - Adani Airports To operate, manage and develop six airports in the country
- Locked in Growth 2020 -
 - Transport & Logistics -Airports and Roads
 - Energy & Utility Water and Data Centre

Opportunity identification, development and beneficiation is intrinsic to diversification and growth of the group.

Adani Group: Repeatable, robust & proven model infrastructure development



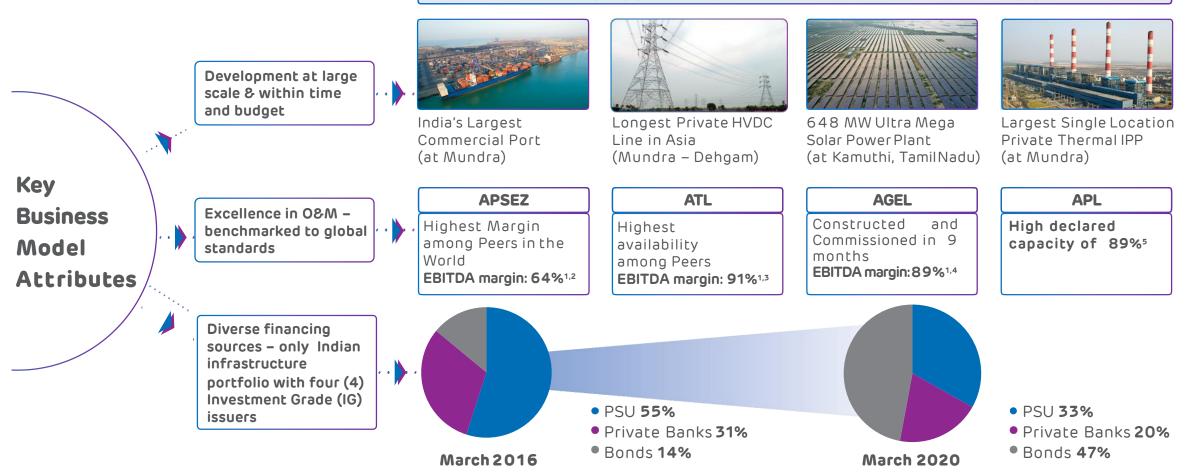
Ports and Logistics

Phase	Development		Operations .	Post Operations	
	Origination	Site Development	Construction	Operation	Capital Mgmt
Activity	market intelligence • Concessions		• Engineering & , design	 Life cycle O&M planning Asset Management plan 	 Redesigning the capital structure of the asset
	• Viability analysis	and regulatory agreements	Sourcing & 。quality levels		• Operational phase
	Strategic value	 Investment case development 	Equity & debt funding at project	funding consistent with asset life	
	 Redefining the space e.g. Mundra Port 	 Envisaging evolution of sector e.g. Adani Transmission 	 Complex developments on time & budget e.g. APL 	 O&M optimisations e.g. Solar plants 	Successfully placed 7 issuances totalling ~USD4Bn in FY20
Performance					All listed entities maintain liquidity cover of 1.2x- 2x for FY21.
					Focus on liquidity planning ensures remaining stress free.

Low capital cost, time bound & quality completion providing long term stable cashflow & enhanced RoE





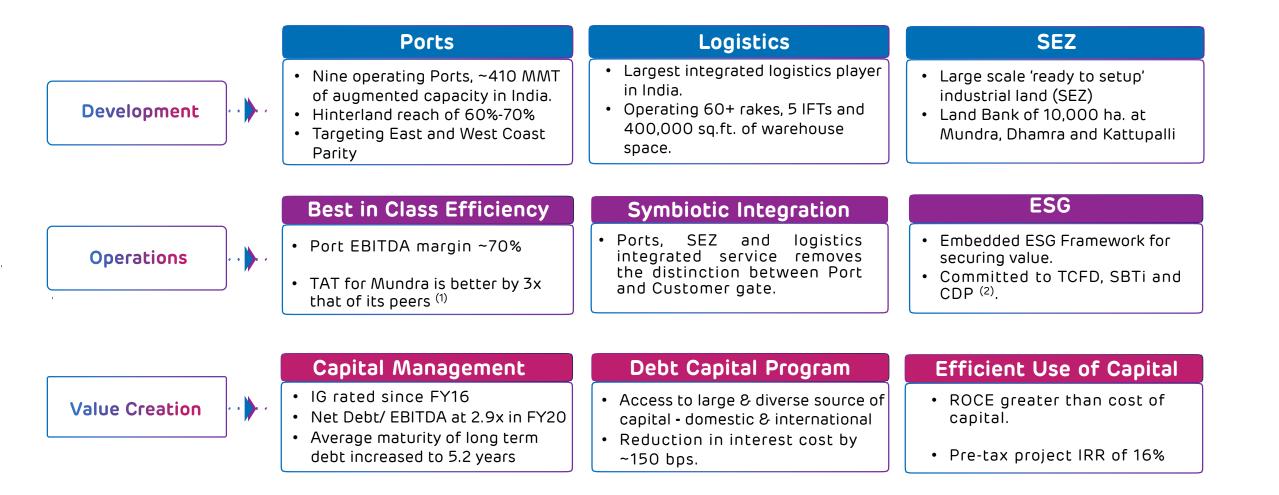


Successfully applied across Infrastructure & utility platform

The dominant Infrastructure platform that re-defines respective industry landscape

Note: 1 Data for FY20; 2 Excludes forex gains/losses; 3 EBITDA = PBT + Depreciation + Net Finance Costs – Other Income; 4 EBITDA Margin represents EBITDA earned from power sales and exclude other items; 5 FY20 data for commercial availability declared under long term power purchase agreements.





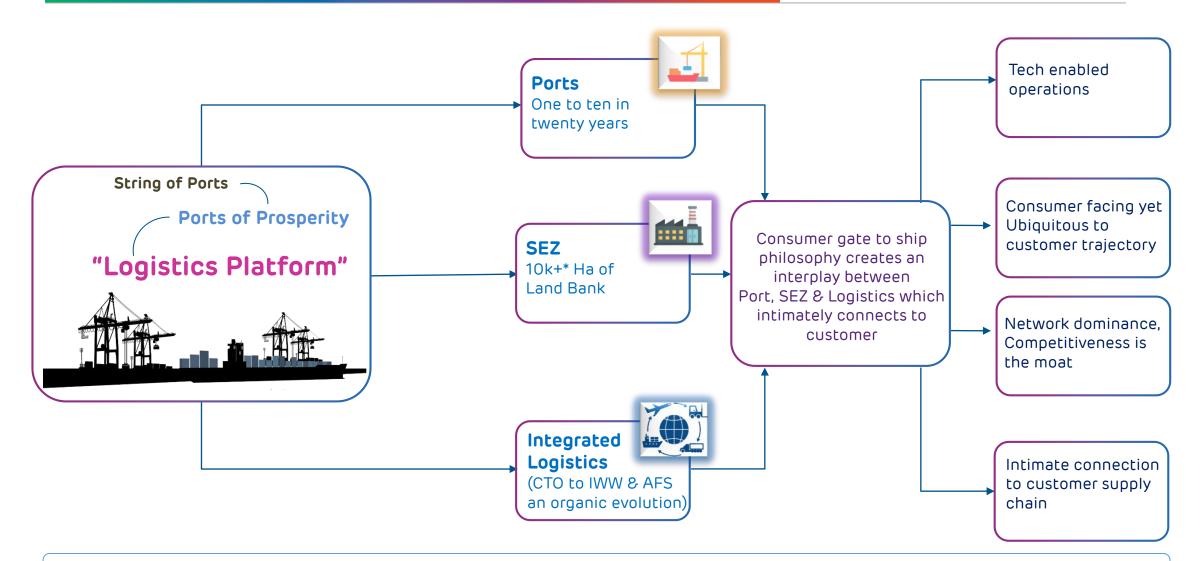
1) Average Turnaround Time (TAT) for Mundra is 0.56 days in FY20 vs 1.95 days for Major Ports in FY19

(2) TCFD – Task force on climate related financial disclosures, SBTi – Science Based Targeting initiatives,, CDP – Carbon Disclosure Project



Part I – APSEZ Company Profile

APSEZ : Complimenting verticals creating a multiplier effect

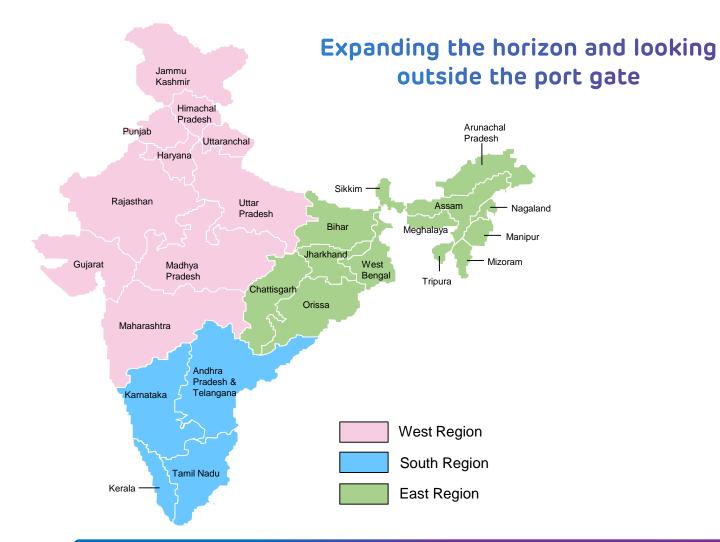


End to end solution at "Customer Gate" with an integrated approach through Ports, SEZ and Logistics

Ports and Logistics

APSEZ : Integrated logistics catalyzing transformation





APSEZ coverage across Indian hinterland (GDP terms)*

(In USD Billion)

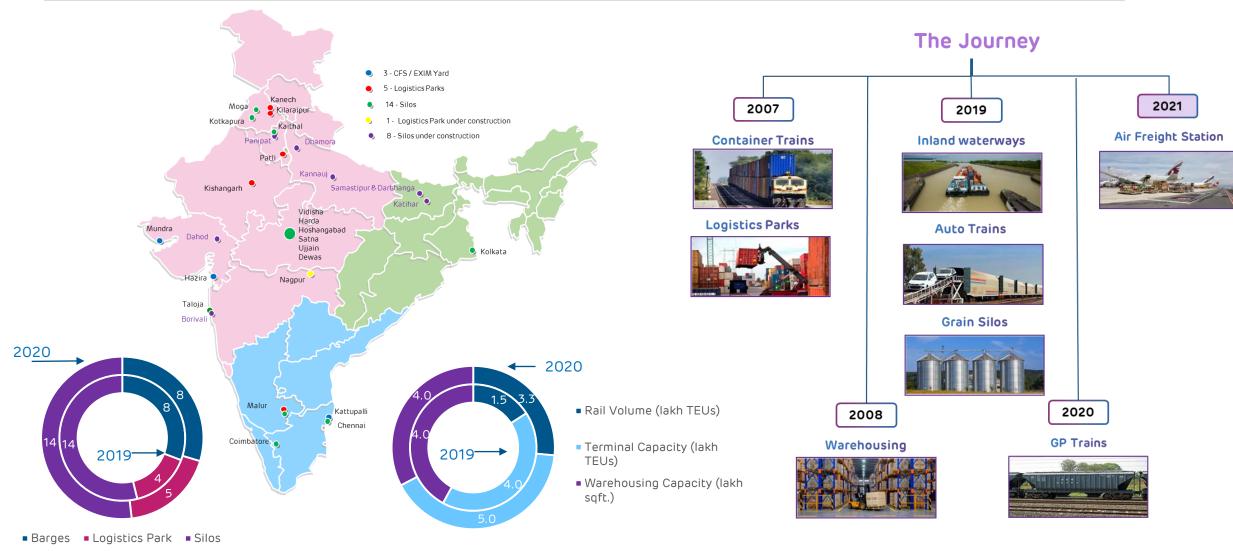
Region	FY19	FY25
West	1290	2520
East	438	823
South	706	1359
Total	2434	4702

- Agility of logistics business brings flexibility in port business, improves stickiness of cargo.
- Covering 70% of India's economic hinterland.
- Economic hinterland reach in GDP terms will increase 2x.

Focus on further increasing the hinterland reach through organic and inorganic path

APSEZ : Integrated logistics catalyzing transformation

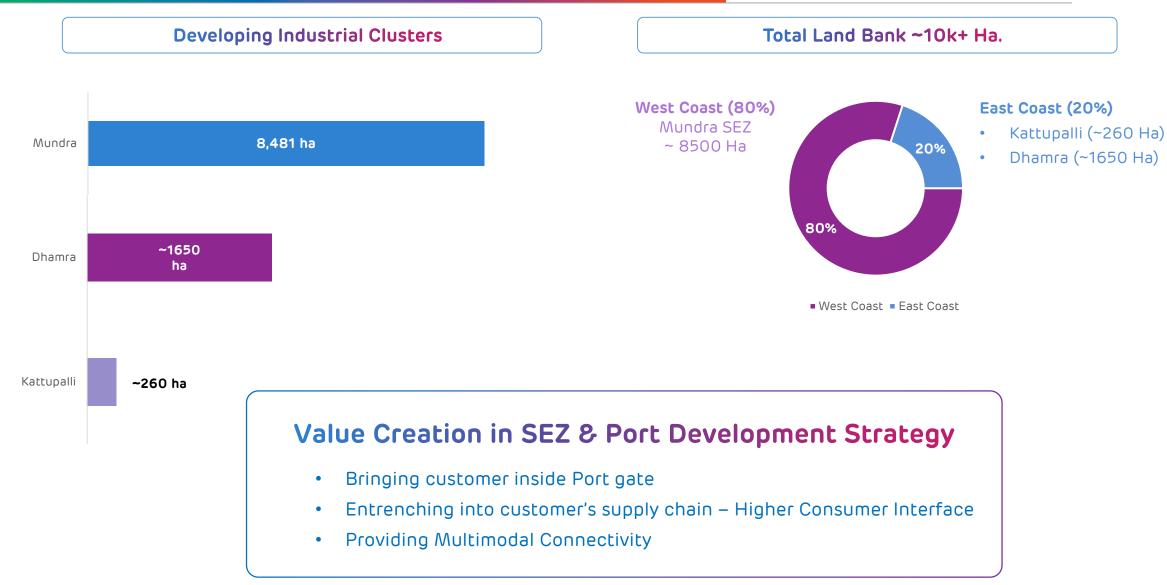




Integrated logistics speeding up growth in port business by bringing customer centricity to the core

APSEZ: SEZ Port development - Recurring income stream







Part II - APSEZ Credit Story



Consistent investment grade rating

- Since FY16, capped at sovereign.
- Earnings growthand free cash flow generation to fortify coverages.

Elongated debt maturity profile

- Increased to 5 years.
- Shift towards long term debt (74% in FY16 to 95% in FY20).

Liability Management-Natural Hedge

- Debt mix FX 68% and INR 32%.
- US dollar denominated income of \$430mn per annum provides naturalhedge with 2.9x coverage.

Reduce Cost of Capital

- Cost of Debt is at 6.4% per annum,
- Timely and quality disclosure and active guidance policy to increase predictability.

Robust capital allocation policy

- Pre tax project IRR of >16%.
- Rationalization of assets for improving ROCE.
- Economic value add enshrined into all capital deployment.

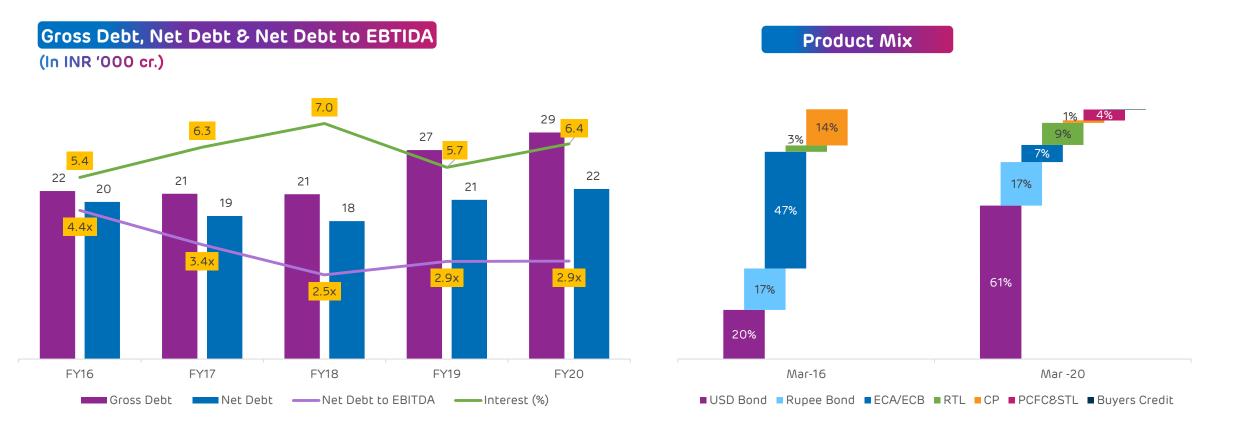
Optimized Capital Structure

• Desired level: Net Debt/EBITDA 3.0x - 3.5x. Currently at 2.9x.



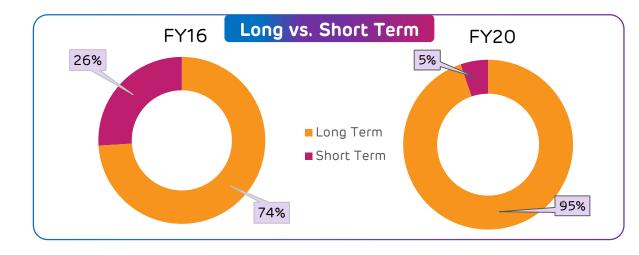
APSEZ - Credit Matrix Move

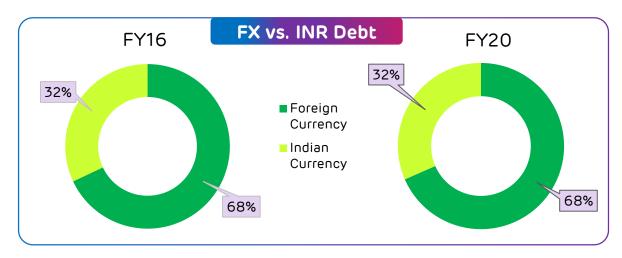


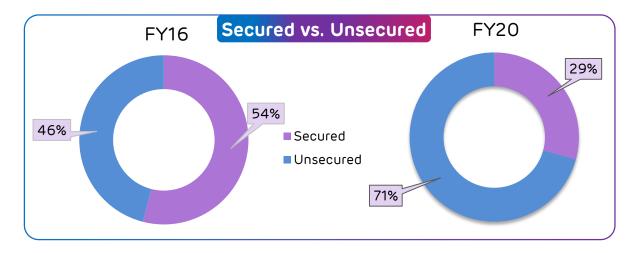


- Net debt maintained at similar levels.
- Increased EBITDA resulted in improved leverage ratio from 4.4x in FY16 to 2.9x in FY20.
- Net Debt to EBITDA at 2.9x, maintained below our desired level of 3x-3.5x.
- US Dollar bond increased from 20% to 61%, of debt portfolio, commensurate with increase in FX revenue.





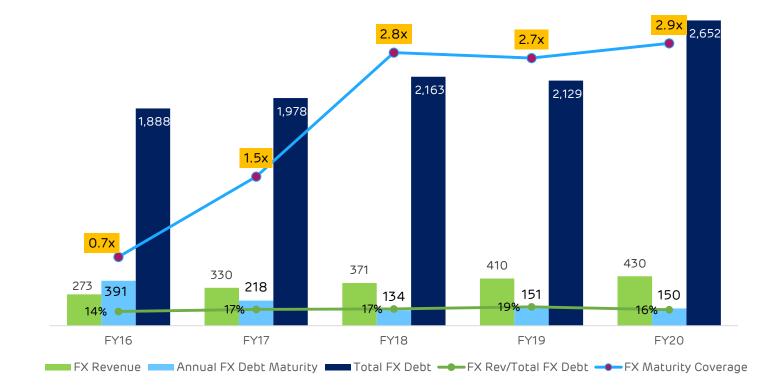




- Shift towards long term debt (95%),
 This improves maturity and liquidity position.
- Debt profile commensurate with asset profile
- Unsecured debt increased from 46% to 71%.
- FX to INR debt maintained at 68%

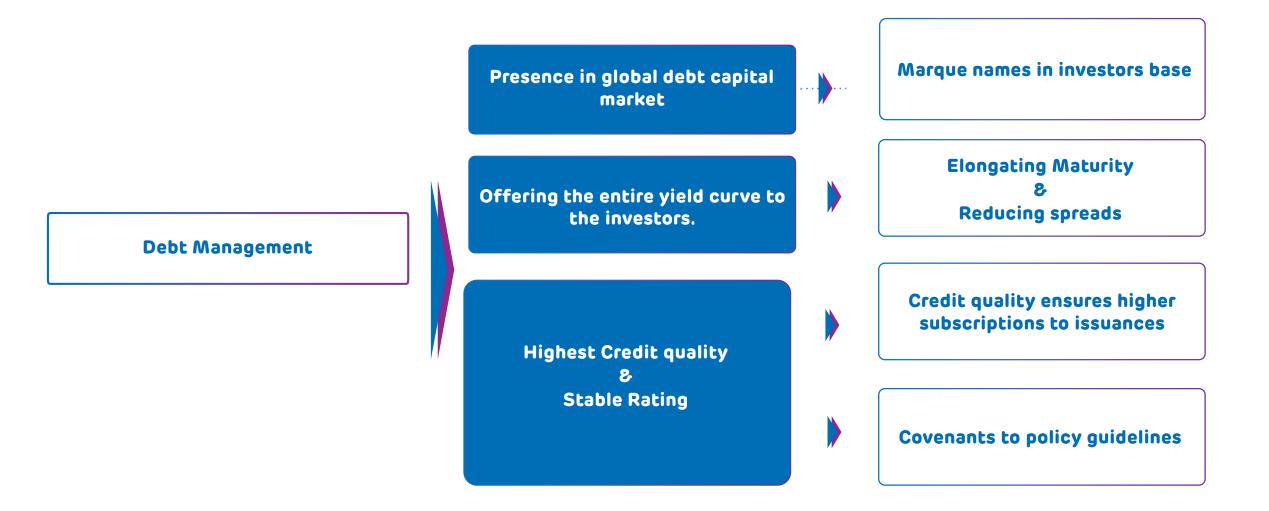


FX Revenue and Debt Maturity[#], Coverage (In USD mn)



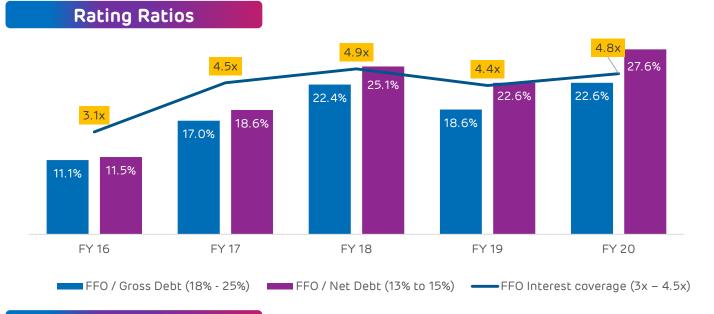
- Coverage of forex debt maturity[#] in terms of dollar earnings has increased from 0.7x in FY16 to 2.9x in FY20.
- Annual FX earnings provides natural hedge to foreign currency maturity.



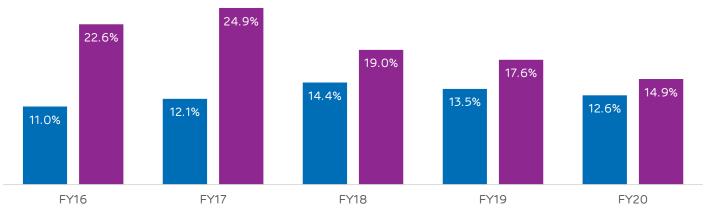


APSEZ : Key ratios





ROCE and ROE



- Key rating ratios consistently within prescribed range.
- Earnings growth and free cash flow generation to fortify coverage.
- Returns ratio continues to be robust.
- ROE is compressed in FY20 due to MTM accounting for forex debt (normalized ROE at 21%).
- Capex program validated through stringent mechanism to achieve targeted returns (IRR) of >16%, as per capital allocation policy.

APSEZ : Immense Value Creation

FY16

Rs.341bn.

Rs.46bn.

4.4x

11%

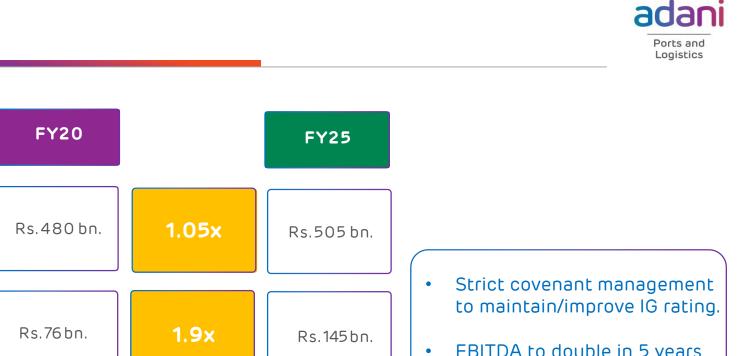
1.4x

1.7x

160 bps

2.9x

12.6%



3x

20%+

>740 bps

- EBITDA to double in 5 years with minimal further investment.
- Maturing of greenfield/ acquisition will lead to increase in ROCE.

Capital

Employed**

EBITDA

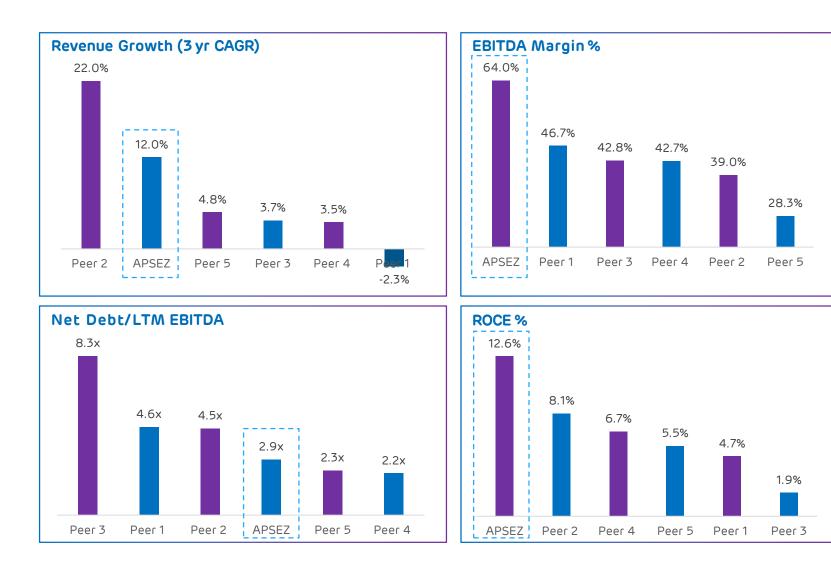
Net Debt /

EBIDTA

ROCE



APSEZ : Benchmarking with Global Peers



Faster Growth than peers

Name	Credit Rating	ESG Rating
APSEZ**	Baa3/BBB-/BBB-	CCC
Peer 1	Baa1/A-/-	BB
Peer 2	Baa3/-/BBB	BB
Peer 3	Baa1/BBB/-	CCC
Peer 4	Aa1/AA/-	N.A.
Peer 5	A1/A+/-	BB

**APSEZ underlying rating is BBB/Baa2

Note: All numbers are estimated from internal sources

Ratings in the sequence of Moody's / S&P / Fitch. Source: Audited financials as per each of the above companies' publicly available rating reports. (1) Financials for comparable companies are on Last Twelve Month (LTM) Peer 1 – Hutchison Port Holdings, Peer 2 – DP World, Peer 3 – China Merchant, Peer 4 – PSA Terminals, Peer 5 – Shanghai Port. As per internal analysis



Rationale for Investment

APSEZ well placed to capture future growth



Why Invest with us?

- The Logistics platform which enables and encapsulates the entire gamut of supply chain.
- A transport & logistics utility that dominates the network.
- Presence across coastline of India de-risks portfolio, working towards east coast and west coast parity.
- Unique operating model with sustained and diversified growth.
- 60%+ sticky cargo brings resilience to earnings.
- World-class technology and people with focus on environment, sustainability and governance.
- Strong sponsorship of Adani Group.





Part III - Environment Social & Governance

APSEZ: ESG Philosophy





- Adherence to global environment guidelines like Disclosure in CDP Climate Change and Water Security, SBTi; Supporter of TCFD, Member of IUCN
- All port certified with Integrated Management System (ISO 9001, 14001 & 45001) and 4 ports with Energy Management System (ISO 50001).

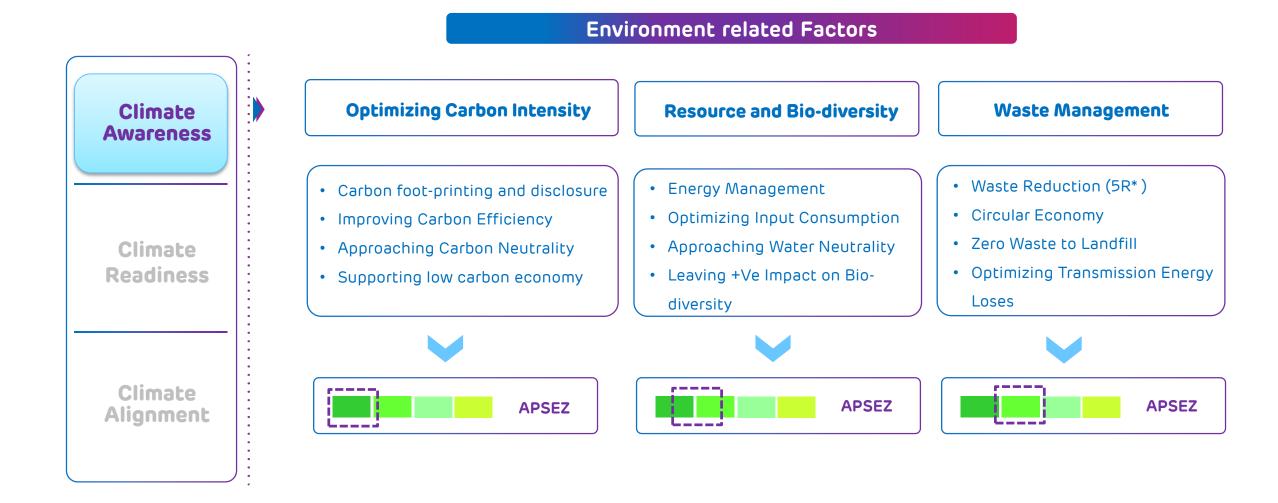


- > Focus on Employee/ Contractor Worker's Safety
 - Safety trainings 406920 hours In FY20
- Local procurement is 95% form India in FY20
- Low Employee Turnover 4%



- > APSEZ has board independence at listed company level
- Rigorous audit process followed Regular assurance by third part conducted as per GRI standards across all subsidiaries
- Related party transactions policy Strict Implementation of the policy

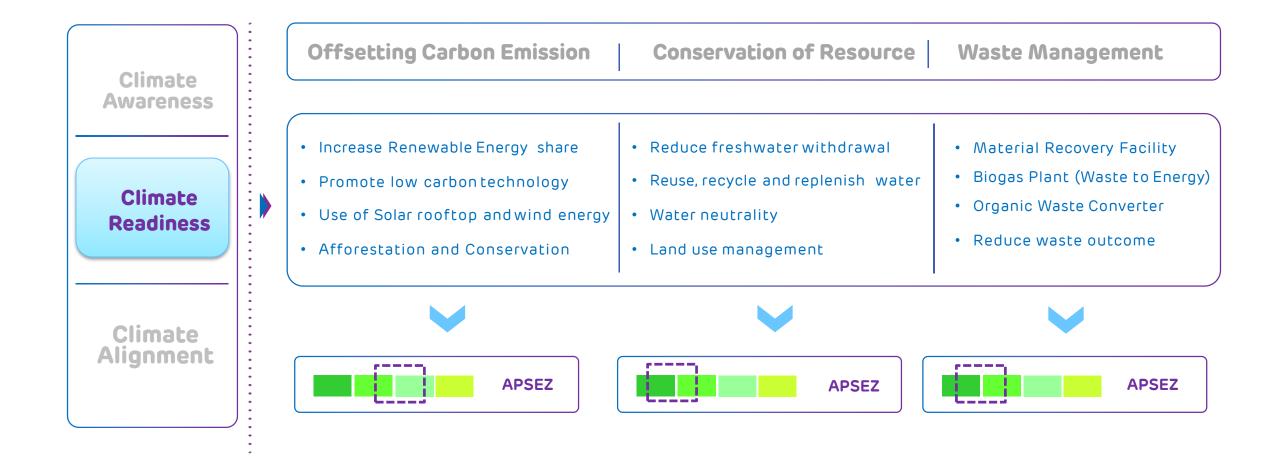


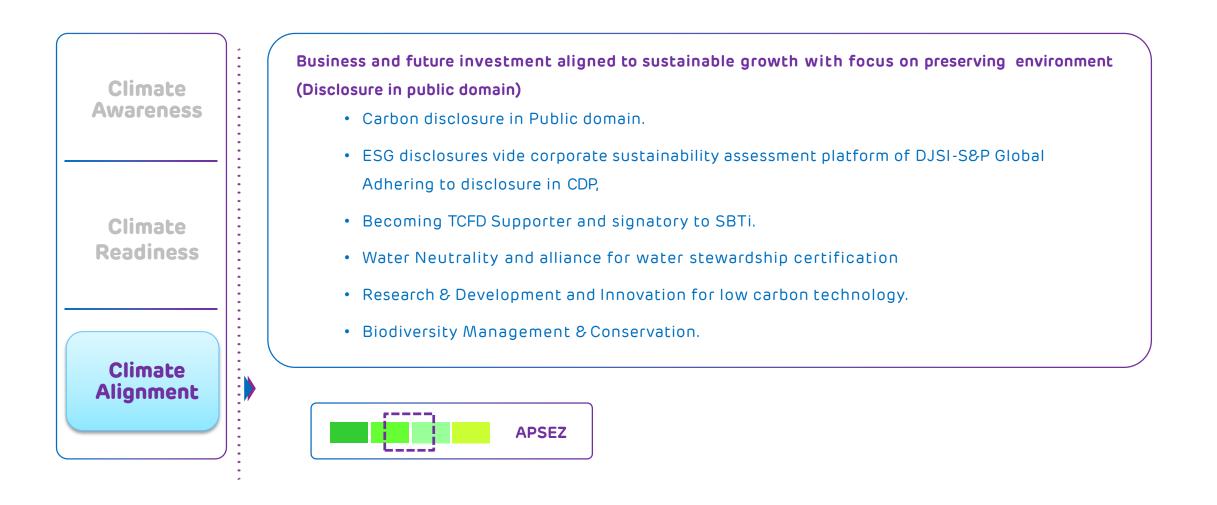


CDP - Carbon Disclosure Project TCFD - Task Force on Climate related Financial Disclosure SBTi- Science Based Target initiative *5R - Recycle, Reduce, Reuse, Recover, Reprocess

100% **75%** 50%

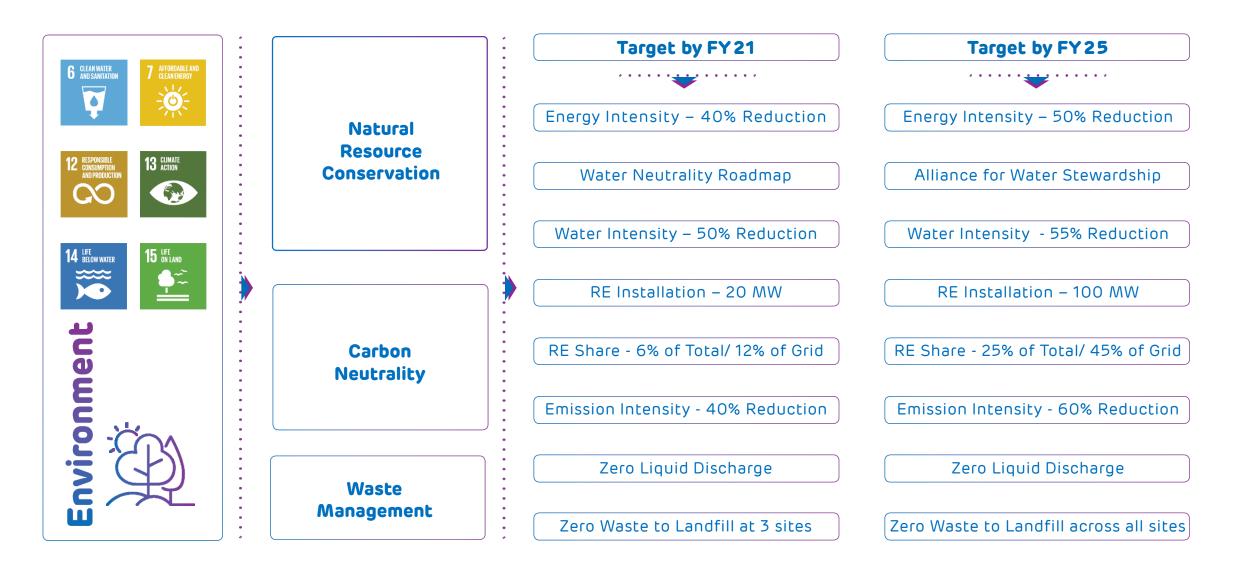




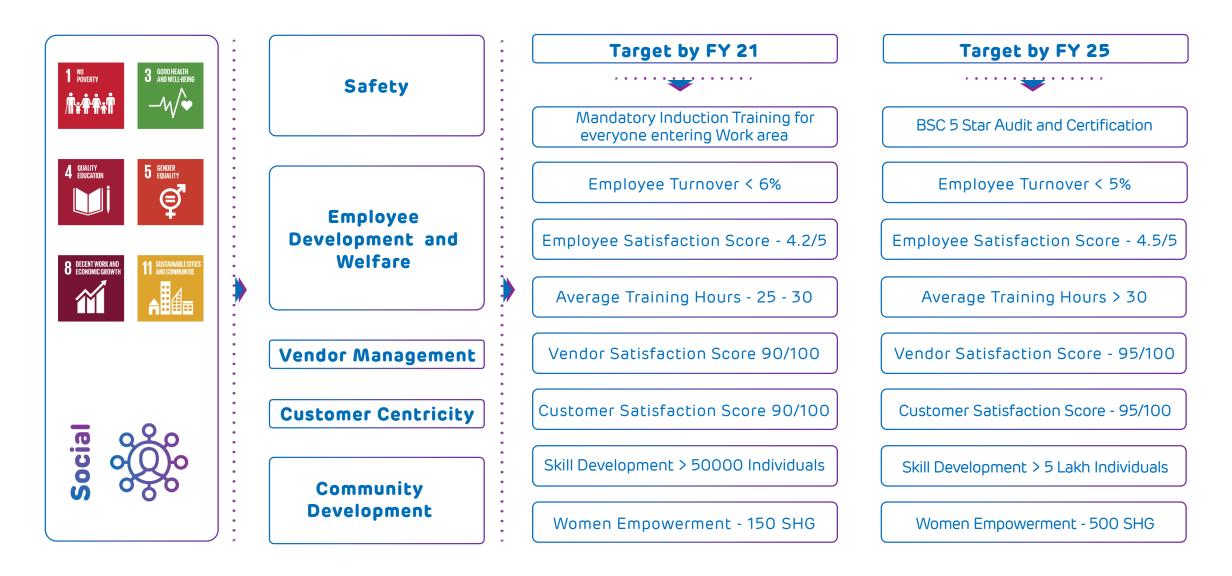


Ports and Logistics

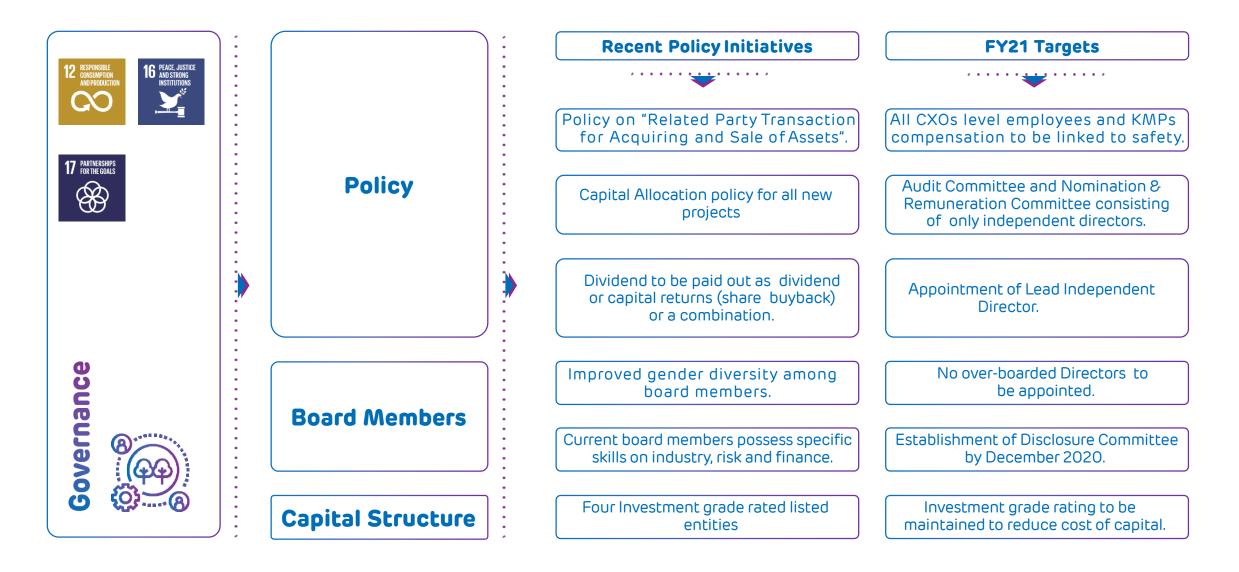














Annexures







Q1 FY21 Highlights

APSEZ : Cargo Volume Comparison and Cargo Mix – Q1 FY21



43%

28%

10%

Q1 FY21

19%

-Others

41%

32%

16%

11%

FY 20

-

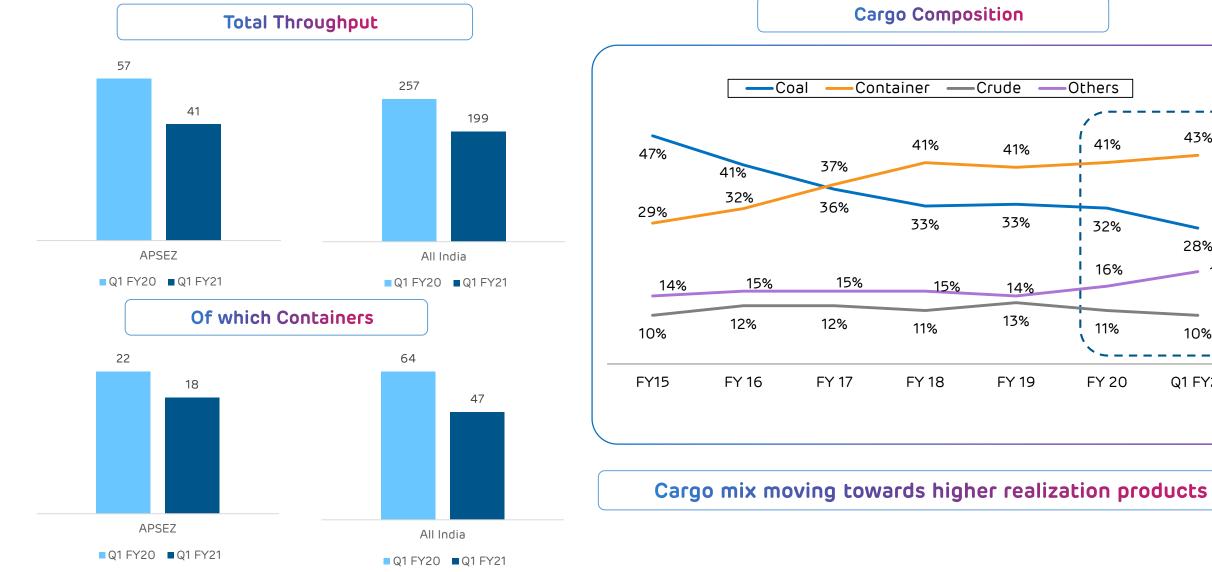
41%

33%

14%

13%

FY 19



Cargo Composition

APSEZ : Highlights Q1 FY21

Operational Highlights

- APSEZ handled 1.23 mn TEUs vs. 3.22 mn TEUs of all India container volume taking the market share to 38%.
- Cargo mix moves towards higher realization cargo. Container 43%, Coal 28%, Crude 10% and Others 19%.
- Mundra Port (0.97 mn TEUs) surpassed JNPT (0.85 mn TEUs) to become largest container handling port in India.
- Mundra handled LNG and LPG of ~3,74,000 MT and ~2,46,000 MT respectively.
- Hazira added 13 liquid tanks, having capacity of 45,631 KL.
- Dhamra port handled 6.36 MMT of cargo at par with Q1 FY20 volume.
- Share of Eastern ports increases from 17% to 20%.
- Logistics :
 - Rail volume registered a growth of 37%.
 - One more GPWIS rake added for Tata Steel.

Acquisitions

- Acquisition of KPCL is on track, CCI approval received, expected to be complete in Q2 FY21.
- Dighi Port Acquisition Mumbai bench of NCLT approved resolution plan of APSEZ, completion expected by Q3 FY21.
- Snowman deal Both the parties mutually agreed not to pursue the deal further. A settlement agreement has been signed. ALL will continue to be a minority shareholder.

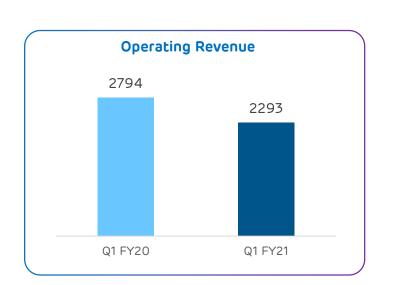
ESG

- Signed up with SBTi* and TCFD* for reducing carbon emission with a commitment to become carbon neutral by 2025.
- Donated Rs.80 cr. (towards COVID-19 relief).

Awards

• Dahej Port received "International Safety Award 2020" from British Safety Council, London.





P&L

- Operating revenue lower by 18% due to 27% decline in port volume.
- Port revenue at Rs.1,904 cr. in Q1 FY21 vs Rs.2,425 cr. in Q1 FY20.
- Port EBITDA* at Rs.1,324 cr. in Q1 FY21 vs Rs.1,709 cr. in Q1 FY20.
- Port EBITDA margin maintained at 70%.
- Logistics revenue at Rs.200 cr. a Y-o-Y growth of 10%, on account of higher rail volume and addition of B2B Logistics.
- PBT at Rs.943 cr.
- PAT of Rs.758 cr.

APSEZ : Segment wise Revenue & EBITDA* Q1 FY21

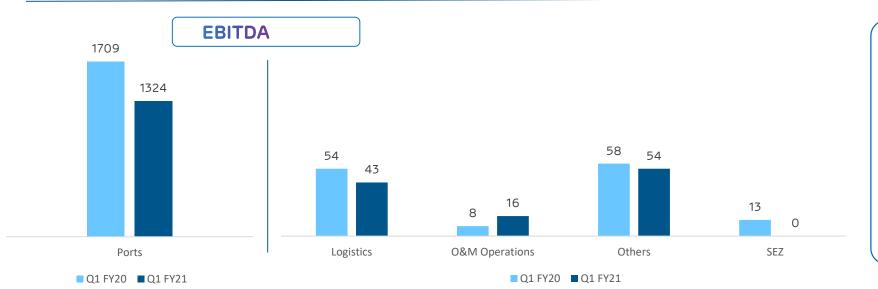
(YoY - Rs. in cr.)

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Ports and

Logistics

Revenue 200 2425 Decline in port revenue of 21% is • 181 lower than 27% decline in cargo 1904 volume due to change in cargo 122 117 mix. 58 59 Logistics revenue increased on • account of additional rail 13 7 capacity, new routes and addition Logistics Others SEZ Ports **O&M** Operations of B2B. ■ Q1 FY20 ■ Q1 FY21 ■ Q1 FY20 ■ Q1 FY21

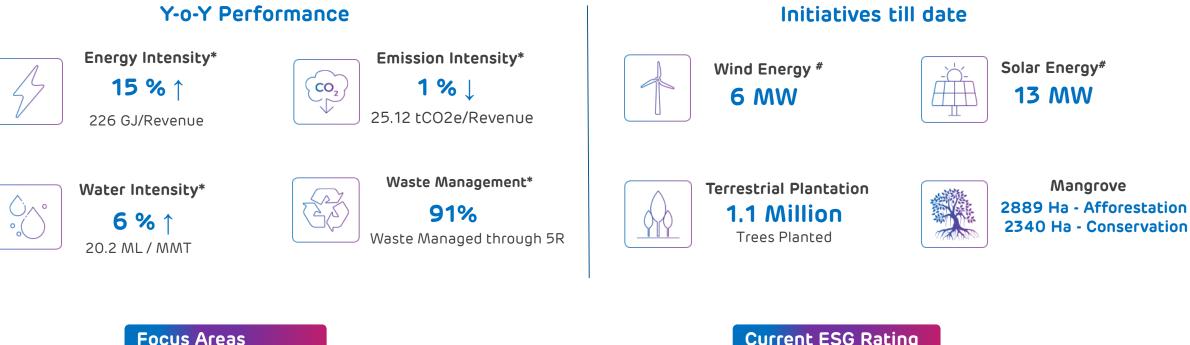


- Decline in port EBITDA of 23% is lower than 27% decline in cargo volume due to change in cargo mix.
- Logistics EBTIDA lower due to initial setup expenses of Rs.4.5 cr. for Inland Waterways and lower terminal volume.

* EBITDA excludes forex and one time donation of Rs.80 cr. in Q1 FY21

APSEZ : ESG Update Q1 FY21





- Efficient use of water and energy from • cleaner sources
- Reduction of emission levels •
- Zero tolerance for fatalities at ports ٠

Current ESG Rating

- Sustainalytics ESG Risk Rating is "Low"
- DJSI ESG Score is 25/100 •
- CDP Climate Change Score "C"
- MSCI 'CCC' engaging with MSCI for improvement •

First integrated annual report as per international reporting standards in FY20

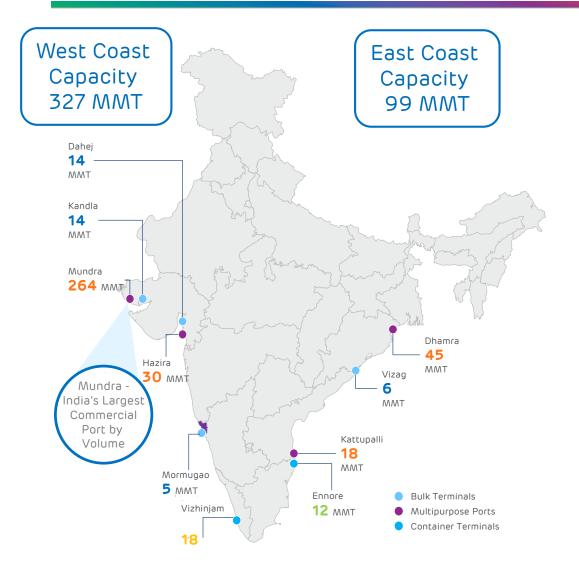
*Compared to Q1 FY20 **#Current Capacity**

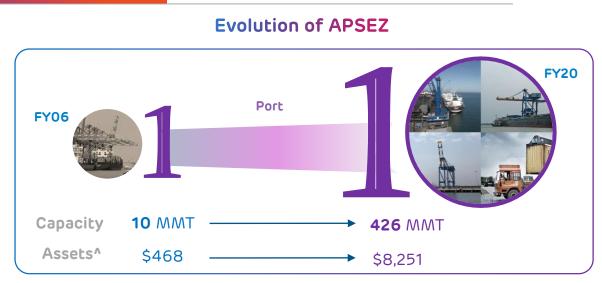


Company Profile – Contd..

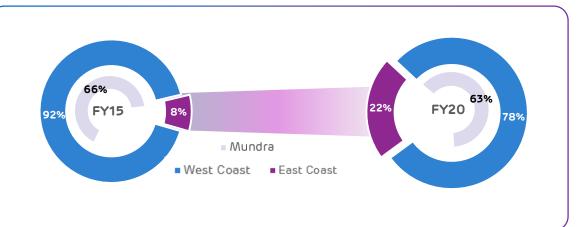


APSEZ : Largest network of ports in India





Achieving East Coast - West Coast Parity



9 Operating Ports serving vast economic hinterland of the country

*Ports in India only, excluding Myanmar

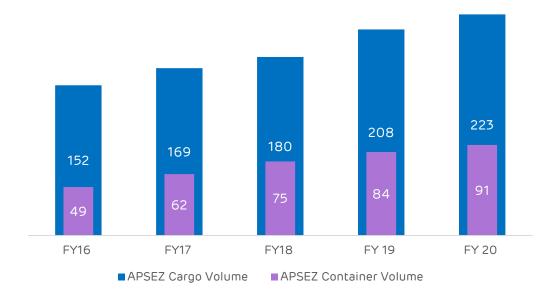
One port in India under construction (Vizhinjam) | ^ Value in USD Mn

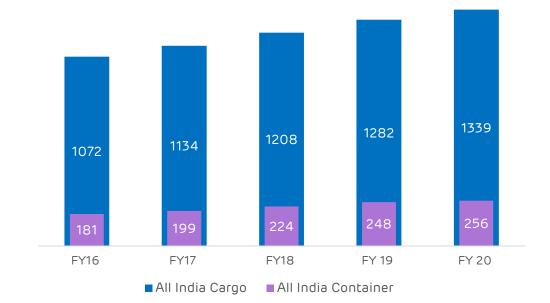


APSEZ Total Throughput

CAGR - 10% Container CAGR - 17% All India Ports Total Cargo

CAGR – 6% Container CAGR – 9%

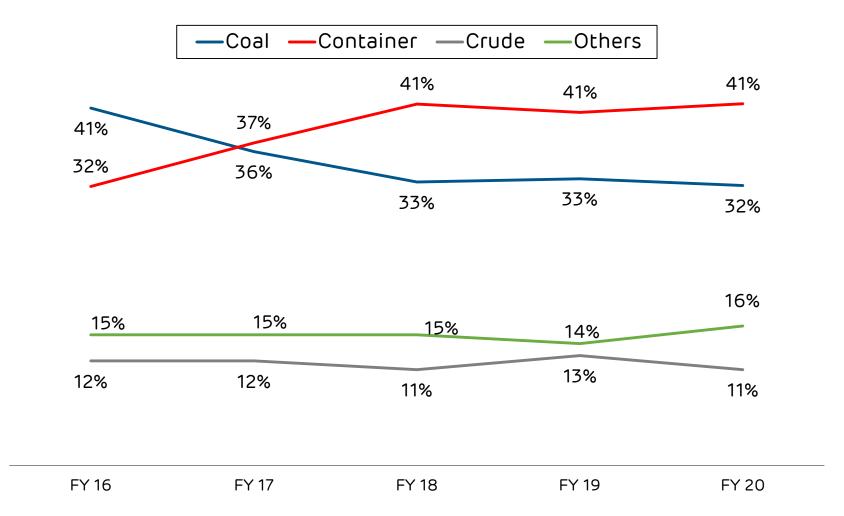




Volume growth consistently ahead of All India Ports

APSEZ : Cargo mix assimilates diversity





New Cargo Added -

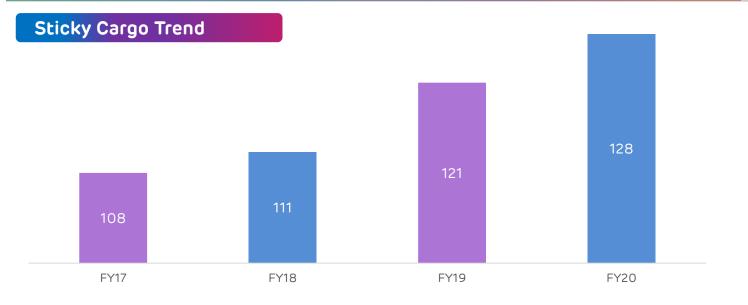


Mundra LPG

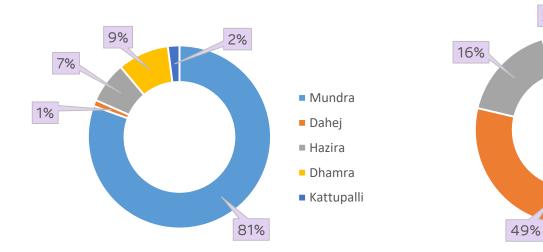


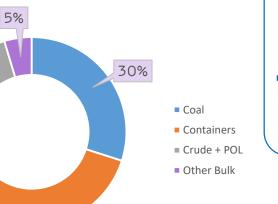
Mundra LNG

APSEZ : Sticky cargo – Ensures resilience



Sticky Cargo Composition- Port wise & Cargo wise





Sticky Cargo

Constitutes ~60% of total cargo.

(in MMT)

- Increasing at a CAGR of ~10%
- 81% of sticky cargo at Mundra.
 Port, as other port mature share of sticky cargo from other ports will increase.
- Container and coal constitutes 79% of total sticky cargo.

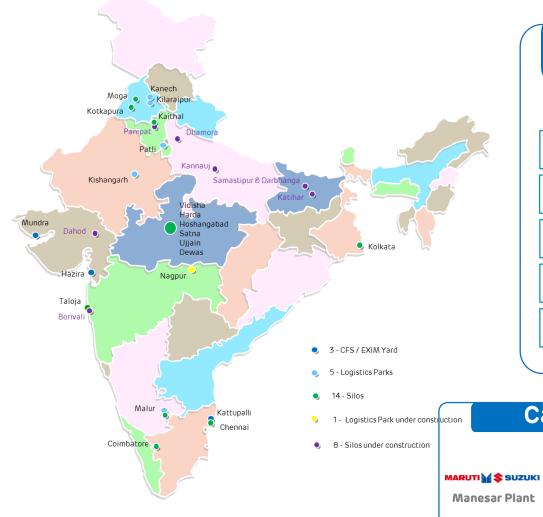
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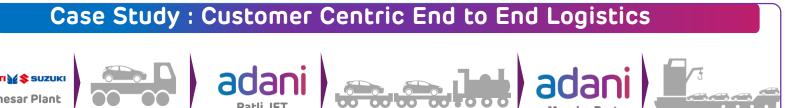
Logistics

APSEZ : Harnessing logistics synergies to create stickiness of cargo





Logistic	Solutions	Particulars	FY19	FY2
Infrastructure	Multi-Modal	Rakes	20	60
Logistics Park	Rail	Rail Volume (TEUs)	150,942	325,0
Grain Silos		Logistics Parks	4	5
Warehouses	Trucking	Terminal Capacity (TEUs)	400,000	500,0
Cold-Storage		Terminal Volume (TEUs)	242,868	334,
Air Freight Stations	Inland Waterways	Warehousing Capacity (sqft.)	400,000	400,0



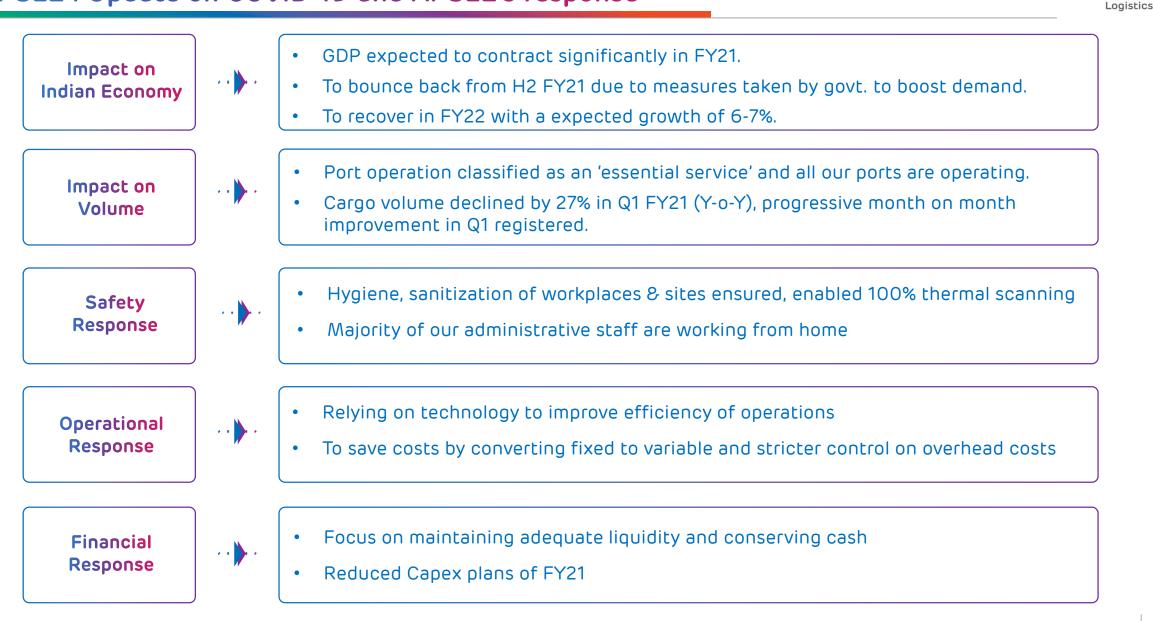
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Outlook

APSEZ : Update on COVID-19 and APSEZ's response





Economic Outlook

- Cargo volume lower due to slow movement of road transport and supply bottlenecks.
- Situation expected to improve progressively from 4th May as lockdown will be lifted in phases.
- India's GDP growth rate for FY21 is estimated to be flattish and various agencies are predicting a zero growth.
- GOI expected to announce stimulus to revive MSMEs and industrial production.
- RBI will continue to focus on ensuring ample liquidity and flow of credit to industries.
- Agriculture output to be at record level thus aiding exports.

Operations Outlook

- Availability of manpower to be a challenge this will impact productivity in the short term.
- Challenges to various industries as supply chain are clogged.
- EXIM to be subdued for some time.
- PMI expected to pick up from H1 FY21.
- Expecting slow pick up in cargo volume in Q2 FY21.
- V shape recovery possible in H2 F21 post complete lifting of lockdown.

APSEZ : Key focus areas FY21



Liquidity Management

- Focus on maintaining adequate liquidity to tide over uncertainties and unpredictable scenarios.
- Fully covered in-terms of debt servicing for next 12 months by ensuring adequate liquidity.
- Available cash balances of ~Rs.7,300 cr., creates a safety net.

Focus on Cash Conservation

- Rationalizing operating expenses :
 - Improving efficiency and optimizing cost.
 - Converting fixed cost to variable cost.
- Capex :
 - Reduction in Capex spending from Rs.4,000 cr. to Rs.2,000 cr.
- Improving Working Capital Cycle :
 - Improving DSO
 - Optimizing payment cycle

Capital Management

- IG rating to be maintained. Improving liquidity ratios ensuring credit quality.
- Net debt to EBITDA within the desired level of 3 to 3.5x.

Update on Acquisition

We will complete the planned acquisitions as some of them are transformational in nature

- KPCL, Dighi pending approval from authorities
- Above acquisitions are now expected to be complete by Q3 of FY21.

APSEZ is rated investment grade from FY16 and beyond



APSEZ - International Rating

Rating Agency	Rating/Outlook	Remarks	
Fitch	BBB-/Negative	Rating reaffirmed	
Moody's	Baa3/Negative	in spite of COVID-19	
S&P	BBB-/Stable	impact, outlook revised.	

APSEZ - Domestic Rating

Rating Agency	Rating/Outlook	Remarks
CARE	AA+/Stable	Long Term Facility
ICRA	AA+@; A1+	Long Term Facility; Short Term Facility
India Rating	AA+/Stable: A1+	Long Term Facility; Short Term Facility

Joint Ventures - Domestic Ratings

Rating Agency	Rating/Outlook	Company	Remarks
CARE	AA/Stable	AICTPL (JV with MSC)	Long Term Facilities
India Rating	A+/Stable	Adani CMA (JV with CMA CGM)	Long Term Facilities

Subsidiaries – Domestic Rating

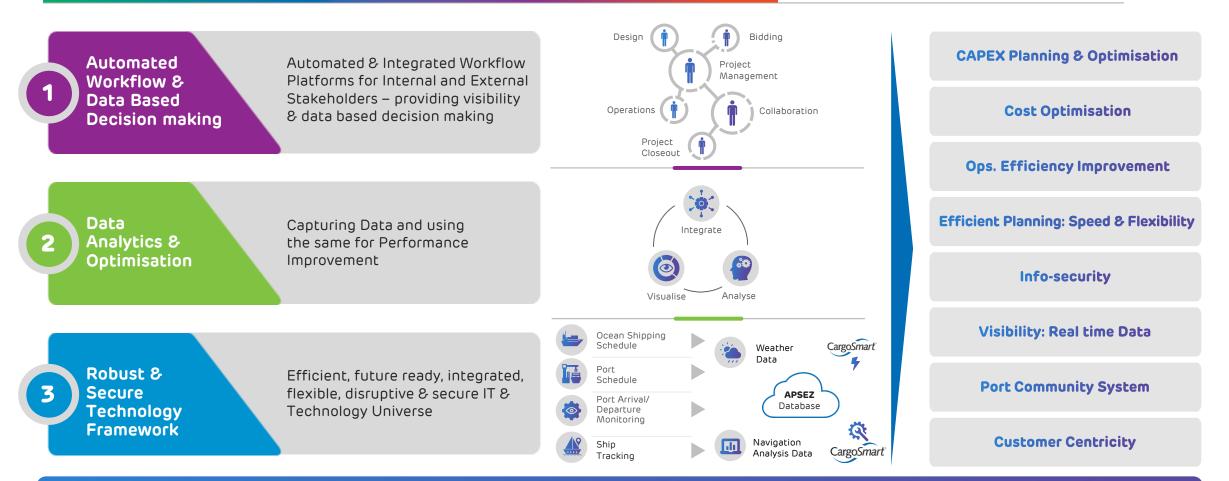
Rating Agency	Rating/Outlook	Company	Remarks
CARE	AA+ (CE) / Stable	Adani Agri Logistics Ltd	Rupee Term Loan Facility
ICRA	AA+ (CE); Stable	Adani Hazira	Rupee Term Loan Facility
ICRA	A+/Stable	MUPL	Rupee Term Loan Facility
India Rating	AA/Stable	Dha mra Port Com pany	Rupee Term Loan Facility



Technology & People

Leveraging technology on an enhanced service base





Building best-in-class technology to attain higher efficiencies and deliver better customer experiences

People – Building future ready organization





Leadership pipeline development

- Leadership readiness for new business and international expansion.
- Successor Identification, Development & Deployment.
- Mentor mentee, Takshashila, North-Star program.



Continuous Capability Development

- Focused training approach.
- People in sync with changing needs.
- Enhance culture of Collaboration
- Technology adaptable workforce
- Scalable organisation structure



Talent Management

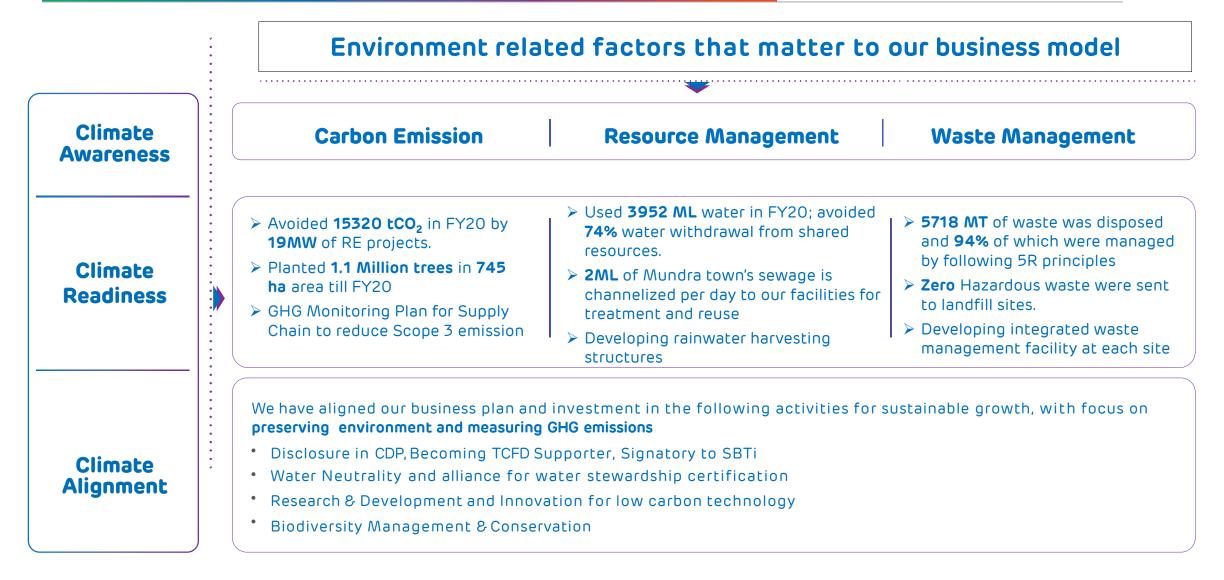
- Create Opportunities for Internal Talent.
- Lateral requirement from IIM, IITs, and other premier institute of India.
- Readiness for integrating acquisitions & international expansion

Building APSEZ as a future ready organisation: Right People with Right Skills at Right Positions & Right Locations



ESG – Achievements & Case Studies







888 2 2 2 2 2 2 2 **Community Health** Education Free Education -Transportation Support -Medical Support -605 students 155 students 9876 persons Play School for -Senior Citizen Scheme Turtle Conservation Trainings (above 60 years) to Fishermen – 1061 students 250 persons 250 fishermen Scholarship Support -530 students

Support for Insurance cover -2566 persons

Medical Financial Support in case of emergencies -

3678 persons

Sustainable Livelihood

Alternate Livelihood Support (Mangroves Nursery) -

DATS Distribution for Safety

42048 person days

Women Empowerment -

1505 beneficiaries

Fishing equipment support -3046 beneficiaries

to Boat Fisherman –

50 beneficiaries

Cycle to coastal Fisherman -

74 beneficiaries

Life Jacket Support -1250 beneficiaries

Community Infrastructure

Basic Facilities (Shelter and Electricity) -

288 persons

₽ ₽ ₽ ₽ ₽

Drinking water facilities -

1086 Households

Sanitation Facility -

185 toilets

Constructed approach road for fishing activity -

13.23 km

Restoration of Shelter -

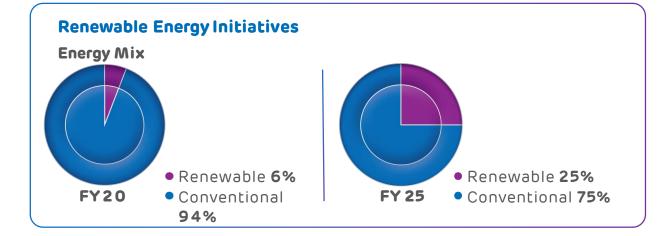
385

Solar Light/ lantern support -

1293 lamps

Case : Carbon Footprint Reduction and Waste Management





Waste Management through 5R Principle (Reduce, Reuse, Reprocess, Recycle, Recover)



Initiatives	
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- Material Recovery Facility
- Biogas Plant (Waste to Energy)
- Organic Waste Converter
- Oil-water separator facility

Achievements

- Zero Waste to Landfill certification
- Biogas generation 30 m³/day
 - 1MTD manure production
- Waste Co-processing by Cement Industry

E-RTG	Conversion of D-RTG to E-RTG
Conveyor Belt	Replaced mechanical operation of coal shifting with conveyor belt
LED	Replaced conventional lighting system with energy efficient LEDs
5XL Trailer	Fuel consumption for steel coil handling activity reduced by 50%
Shore	Providing shore power to tug and dredger operations
Power	Pilot project of LNG driven ITVs has been successfully tested
Fuel Shift	Pilot project on battery driven tug is in progress



Adani Group: World-Class credit portfolio attracting global investors

Company	lssue Date	Issue Size (USD Mn.)	Coupon	Current Yield [#]	Price [#]	Maturity Date	Debt Structure	Rating
	Aug,20	750	4.20%	4.10%	102.31	04-Aug-2027	Bullet	BBB- (S&P, Fitch) / Baa3 (Moody's)
	Jul,19	650	3.38%	3.28%	102.58	24-Jul-2024	Bullet	BBB- (S&P, Fitch) / Baa3 (Moody's)
APSEZ	Jun,19	750	4.38%	4.22%	102.75	3-Jul-2029	Bullet	BBB- (S&P, Fitch) / Baa3 (Moody's)
	Jun,17	500	4.00%	3.93%	101.36	30-Jul-2027	Bullet	BBB- (S&P, Fitch) / Baa3 (Moody's)
	Jan,17	500	3.95%	3.85%	102.36	19-Jan-2022	Bullet	BBB- (S&P, Fitch) / Baa3 (Moody's)
ATL								
AEML	Jan,20	1000	3.95%	3.92%	100.38	12-Feb-2030	Bullet	BBB- (S&P, Fitch) / Baa3 (Moody's)
ATL – Obligor 1	Nov,19	500	4.25%	4.25%	99.70	21-May-2036	Amortizing	BBB- (S&P, Fitch) / Baa3 (Moody's)
ATL – Obligor 2	Aug,16	500	4.00%	3.82%	104.37	3-Aug-2026	Bullet	BBB- (S&P, Fitch) / Baa3 (Moody's)
AGEL								
AGEL	Oct,19	362.5	4.625	4.78%	96.37	15-Oct-2039	Amortizing	BBB- *-(S&P)/ BBB- (Fitch) / Ba1 (Moody's)
	Jun,19	500	6.25%	4.72%	97.76	10-Dec-2024	Bullet	BB+*- (S&P)/BB+ (Fitch)

Successfully raised ~USD 4 Bn in FY20 and ~USD 7 bn in total

• The Group now offers bonds in entire yield curve (tenor ranging from 5 years to 30 years)

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