

Ports and Logistics

Adani Ports and SEZ Limited

Investor Presentation

November, 2020



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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 eight 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: Decades long track record of industry best growth rates across sectors

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Transformative model driving scale, growth and free cashflow

Note: 1 Data for FY20; 2 Margin for ports business only, 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. EBITDA margin of transmission business only, does not include distribution business. 6. Contracted & awarded capacity 7. CGD – City Gas distribution GAs 8. Geographical Areas - Including JV

Adani Group: Repeatable, robust & proven transformative model of investment

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	Phase	Development		. Operations	Post Operations
	Origination	Site Development	Construction	Operation	Capital Mgmt
ACEIVIEY	 Analysis & market intelligence Viability analysis Strategic value 	 Site acquisition Concessions and regulatory agreements Investment case development 	 Engineering & design Sourcing & quality levels Equity & debt funding at project 	 Life cycle O&M planning Asset Management plan 	 Redesigning the capital structure of the asset Operational phase funding consistent with asset life
e	India's Largest Commercial Port (at Mundra)	Longest Private HVDC Line in Asia (Mundra – Mohindergarh)	Largest Single Location Private Thermal IPP (at Mundra)	648 MW Ultra Mega Solar Power Plant (at Kamuthi, Tamil Nadu)	In FY20 issued seven international bonds across the yield curve totalling~USD4Bn
ertorman	Highest Margin among Peers	Highest line availability	High declared capacity of 89%1	Constructed and Commissioned in nine months	All listed entities maintain liquidity cover of 1.2x- 2x as a matter of policy.











APSEZ: A transport utility with string of ports and integrated logistics network

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String of Ports

- Twelve Ports ~490 MMT of augmented capacity.
- Setting benchmark in turnaround time across industry.
- Single window service & excellence in operations resulting in world's best port EBITDA margin ~70%

Achieving East Coast - West Coast Parity





Consistent gain market share and grew at 2.5x of market, led by Non-Mundra Ports CAGR of 38%

Logistics Platform

- Hinterland reach of >90%
- Achieving East and West Coast Parity
- Multi pronged growth in logistics business to amplify end mile connectivity.
- Embedded ESG Framework for securing value.

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APSEZ: Financial discipline and prudent policy creates value

Capital Management

- Investment Grade rated since FY16
- Improve leverage ratio (from 4.4x to 2.9x)
- Incremental earnings deployed for growth (EBIDTA CAGR of 13% with constant Net Debt)

Forex denominated long term debt

- Strategy based on underlying FX earnings
- FX revenue as a percentage of FX debt continues to be stable
- Exponential increase in FX earnings to FX debt service coverage

Capital Allocation

- New projects Pre-tax project IRR of 16%
- ROCE to be higher than cost of capital



Capital flow mirrors growth vision

APSEZ : Immense value creation





- Strict covenant management to maintain/improve IG rating.
- EBITDA to double in 5 years with minimal further investment.
- Net debt to EBIDTA to be at similar level in-spite of organic and inorganic growth.
- Maturing of greenfield/ acquisition to deliver 700 bps improvement in ROCE

APSEZ: Transformational journey



Industry

- 2.5x growth compared to market achieved without dilution in equity.
- Growing responsibly with a sustainable approach.
- Integrated logistics solution to customers through a single window mechanism.
- Driving efficiency through introducing mechanization at large scale.

M & O

- Digitization of the platform through technology solutions (e.g. remote operating nerve center)
- Out performed market by providing best in class efficiency - TAT of Mundra is better by 3x that of its peers ⁽¹⁾
- In sourced operations (e.g. in house dredging and marine operations) leading to efficiency and cost reduction.

Business

- From a single port single commodity to an integrated logistics platform.
- 90% of economic hinterland coverage.
- Business transformation from a port operator to a transport and logistics utility.
- Strategic partnerships to unlock value.

ESG

- Formation of Corporate Responsibility committee
- Independent board
- Risk management through application of COSO⁽²⁾ principles
- Achieving COP21 targets by 2025
- Disclosures as per CDP, TCFD and SBTi.

Double digit CAGR in cargo volume in last ten years and 38% CAGR of non Mundra ports in last six years

APSEZ : Largest private transport utility





An integrated approach through Ports, SEZ and Logistics enables presence across value chain

Assets Details

Adani Ports and Logistics

APSEZ : Largest network of ports in India







12 ports serving vast economic hinterland of the country



APSEZ : SEZ Port development - recurring income stream



Value creation in SEZ & port development strategy

- Total land bank of ~13k Ha.
- Bringing customer inside Port gate.
- Twin advantage of availability of large contiguous land and multi modal connectivity as created by ports.
- Entrenching into customer's supply chain and create a high interface.

APSEZ : Strategic partnerships with global majors driving value



Avoided one asset risk and achieved parity between coasts

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APSEZ : Growth journey



History of Growth



Growth Drivers

- Diversification of cargo cargo like LNG/LPG.
- Serving developing industrial hinterland, provides ample growth opportunities.
- Rapidly increasing footprint of integrated logistics, expected to have high growth to compliment port business.
- New Geopolitical, economic scenario and as a back up plan for China provides immense opportunity for our port development & SEZ business.
- Partnerships and user driven Capex to fuel growth in port led development.
- Newer ports like Dhamra, Kattupalli & KPCL to mature and increase returns. Consolidated ROCE to reach 20%+.
- Acquisitions of Krishnapatnam and Dighi to be transformational, will provide access to new customer and increase hinterland coverage to 90%.
- Strategic partnerships like Total in LNG/LPG business and MSC & CMA-CGM in container business to provide investment impetus.

Ports excluding Mundra achieved a CAGR of 38% fueling exponential growth

Finance policy



Consistent investment grade rating

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

Reduce Cost of Capital

- Progressive reduction in cost of debt.
- Timely and quality disclosure and active guidance policy to increase predictability.

Shift towards long term financing and profile

- 95% of debt is long term (compared to 74% in FY16).
- Elongating maturity profile.

Robust capital allocation policy

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

FX risk management- Natural Hedge

- Natural hedge flows from having a portion of balance sheet in USD terms.
- Debt mix FX 68% and INR 32%.

Optimized Capital Structure

- Desired level : to maintain Net Debt/EBITDA 3.0x - 3.5x. Currently at 2.9x.
- Shareholder's return policy targeting 20% to 25% of earnings.

APSEZ: Cash flow engine







- Strong operational performance and maintenance of margins deliver increased free cash flow.
- FCF* conversion has increased from -16% of EBITDA to 52%.
- Net Debt remained at similar levels and net debt to EBITDA decreased from 4.4x to 2.9x.
- Thus, growth has been funded out of free cash flow.
- Coverage ratios continue to be within the prescribed range.



Robust credit matrix with Net debt to EBITDA coming down from 4.4x in FY16 to 2.9x in FY20

APSEZ: Focus on improving ROCE





- Recent acquisitions of Dhamra, Kattupalli and Krishnaptnam to generate higher ROCE due to higher capacity utilization and constantly improving operational efficiency.
- Return ratio will continue to be best amongst peers.
- Life cycle returns to ensure higher ROCE in future years in line with EBITDA ramp up.

ESG

APSEZ: ESG philosophy





SBTi (Science Based Target Initiatives) UNGC (United Nations Global Compact) TCFD (Task-force on climate related finance disclosures) CDP (Carbon disclosure project)



Business and future investment aligned to sustainable growth with focus on preserving environment

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



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.11,700 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 in FY21 to conserve cash
- Improving Working Capital Cycle :
 - Improving DSO from 83 to 69 days in Sep '20.
 - Optimizing payment cycle

Capital Management

- IG rating to be maintained. Focus on Improving liquidity & ratios to maintain credit quality.
- Managing leverage by ensuring Net debt to EBITDA to be within the desired range of 3x to 3.5x.

Update on Acquisition/Commissioning

- Dighi NCLT approval received, to be completed in Q3 FY21. to provide hinterland access of Maharashtra and southern region.
- Myanmar Terminal to commence commercial operation by March '21.



• Strong sponsorship of Adani Group.

- Transport utility which encapsulates entire gamut of supply chain with 25% market share and 90% of hinterland coverage in India.
- Diversification of cargo mix, coasts and customer base de-risks our portfolio from concentration and volatility.
- Future ready by adopting automation and cutting edge technology for a sustainable and environment friendly growth.
- Historical growth and robust fundamentals ensures sustained cash flow generation and high liquidity.
- Disciplined capital management ensures maintenance of credit quality while balancing funding for growth and returns to stakeholders.
- Governance framework backed by a formal assurance program.
- Cargo throughput to reach 500 MMT by FY25, a CAGR of 17%.



A unique investment opportunity which provides scale, growth and free cash flow concomitantly

Annexures

APSEZ : Maintaining Investment grade since half a decade



Rating Agency	Rating/ Outlook		Remarks	
APSEZ International Ratir	ıg			
Fitch	BBB- / Negative		S&P has reaffirmed its rating as BBB-/Stable	
Moody's	Baa3 / Negative		 Due to revision of sovereign rating from stable to negative, Fitch & Moody's have revised their rating 	
S&P	BBB- / Stable		outlook from stable to negative for APSEZ due to revision of sovereign rating.	
APSEZ Domestic Rating				
CARE	AA+ / Stable		Long Term Facility	
ICRA	AA+@ ⁽¹⁾ ; A1+		Long Term Facility; Short Term Facility	
India Rating	AA+ / Stable ; A1+		Long Term Facility; Short Term Facility	
Subsidiary Rating				
CARE	AA+ (CE) ; Stable	Adani Agri Logistics Ltd	Rupee Term Loan Facility	
ICRA	AA+ (CE)@ ; Stable	Adani Hazira	Rupee Term Loan Facility	
India Rating	AA / Stable	Dhamra Port Company	Rupee Term Loan Facility	
Joint Venture Rating				
CARE	AA / Stable	AICTPL (JV with MSC)	Long Term Facilities	
India Rating	A+ / Stable	Adani CMA (JV with CMA)	Long Term Facilities	



Company	Issue Size (USD Mn.)	Issue Date	Maturity Date	Coupon	Debt Structure	Rating
	500	Jan,17	19-Jan-2022	3.95%	Bullet	BBB- (S&P, Fitch) / Baa3 (Moody's)
	650	Jul,19	24-Jul-2024	3.38%	Bullet	BBB- (S&P, Fitch) / Baa3 (Moody's)
APSEZ	500	Jun,17	30-Jul-2027	4.00%	Bullet	BBB- (S&P, Fitch) / Baa3 (Moody's)
	750	Aug,20	04-Aug-2027	4.20%	Bullet	BBB- (S&P, Fitch) / Baa3 (Moody's)
	750	Jun,19	3-Jul-2029	4.38%	Bullet	BBB- (S&P, Fitch) / Baa3 (Moody's)

APSEZ: Leveraging technology on an enhanced service base





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

APSEZ : 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













Case : Carbon Footprint Reduction and Waste Management



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



E-RTG	RTG Conversion of D-RTG to E-RTG	
Conveyor Belt	Replaced mechanical operation of coal shifting with conveyor belt	
LED	_ED 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	

Initiatives

- 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

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APSEZ : Social Up-liftment Fisherman Community FY20







Sustainable Livelihood

Alternate Livelihood Support (Mangroves Nursery) -

DATS Distribution for Safety to Boat Fisherman –

42048 person days

Women Empowerment -

1505 beneficiaries

Fishing equipment support -3046 beneficiaries

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



Q2 FY21 Operational and Financial Highlights

APSEZ: Operational highlights - Q2 FY21



Operational Highlights

- Cargo volume of 56.25 MMT a Q-o-Q growth of 36%, which is 2 times the all India cargo growth of 18%.
- 300 bps increase in overall cargo market share to 24% compared to 21% in Q1 FY21.
- Container volume grew 34% on a Q-o-Q basis and market share increased by 100 bps to 39%.
- Balanced cargo mix Container 43%, Coal 28%, Crude 12% and Others 17%.
- Mundra port handled 1,42,000 MT of LPG and 5,17,000 MT of LNG.
- Mundra continues to be largest container handling port for the second consecutive quarter. (handled 1.33 mn TEUs compared to 1.08 mn TEUs handled by JNPT).
- Dhamra and Hazira port handled highest ever quarterly cargo volume of 8.3 and 5.61 MMT respectively.
- Term sheet to handle crude for at least 30 years signed with HPCL Rajasthan Refinery Ltd.

Acquisitions

- KPCL acquisition completed in first week of October.
- Myanmar To start commercial operation by Mar '21.
- Dighi Port Acquisition expected to be completed in Q3 FY21.

ESG

• Ms. Avantika Singh, nominee of Gujrat Maritime board joined as tenth director, adding gender diversity to the board.

Awards

- Dhamra port received Gold Award in 5th EKDKN Exceed Award 2020 under "Environment Preservation" category.
- Kattupalli port (MIDPL) received 7th Exceed -Platinum Award on Energy Efficiency category.
- Goa Terminal (AMPTPL) received "Gold Award" under Apex India Green Leaf Awards 2019 for outstanding achievement in Environment Excellence in services.

APSEZ: Cargo volume comparison – Q2 and H1 FY21

Q2 - Total Throughput (QoQ) ↑ 36% **↑** 18% 2x growth 56 235 41 199 All India** APSEZ ■Q1 FY21 ■Q2 FY21 ■Q1 FY21 ■Q2 FY21 **Of which Containers ↑ 31%** ₆₂ **个 34%** 24 18 47 All India ** APSEZ ■Q1 FY21 ■Q2 FY21 ■ Q1 FY21 ■ Q2 FY21



APSEZ outperformance continues



(MMT)



P&L - (QoQ)

- Operating revenue at Rs.2,903 cr. growth of 27%.
- Consolidated EBITDA at Rs.1,851 cr. growth of 29%.
- Port revenue at Rs.2,432 cr. growth of 28%.
- Port EBITDA at Rs.1,719 cr. growth of 30%.
- Port EBITDA margin increased by 100 bps to 71%.
- Logistics revenue at Rs.231 cr. growth of 15%.
- Logistics EBITDA has grown by 19% to Rs.52 cr.
- Logistics EBITDA margin has improved by 80 bps to 22.5%.
- PBT at Rs.1,798 cr. and PAT at Rs.1,394 cr.
- EPS increased by 83% to Rs.6.83.

Balance Sheet

- APSEZ maintains investment grade rating.
- Net Debt to EBITDA at 3.44x.
- Average maturity at 5.2 years.
- Loans increased to Rs.7,958 cr. (vs. Rs.1,784 cr. in Mar '20) on account of loan given to subsidiary for refinancing bank debt and obtaining required NOC. As this transaction completed in Oct '20 it will be eliminated in FY21 financials.

Cash Flow

- Capex for the period H1 FY21 is at Rs.905 cr.
- Free cash from operations after adjusting for working capital changes, capex and net interest cost was at Rs.2,884 cr. in H1 FY21.

APSEZ: Debt profile – H1 FY21





- 7 year bullet repayment bond for USD 750 mn issued for refinancing KPCL debt.
- Currency mix in our debt portfolio is in line with debt capital program.

APSEZ: Debt profile – H1 FY21

Product wise Debt*

(Rs. in cr.)

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■USD Bond ■ Rupee Bond ■ ECA/ECB ■ RTL ■ CP ■ PCFC, STL, & OD ■ Buyers Credit



Net Debt



- Movement in Net Debt due to :
 - New issuance of USD bond of 750 mn and Rupee bonds for KPCL acquisition and Capex program.
 - Reduction of Rs.536 cr. on account of Rupee appreciation.
- Maturity profile of long term debt >5 years continue to improve due to 7 year bullet repayment bond of USD 750 mn.

APSEZ : Strong operational performance improves free cash generation





Cash Flow Conversion

- EBITDA conversion to free cash* increasing consistently on account of improvement in working capital.
- Net debt to EBITDA* increased to 3.44x, attributable to new bond issuance and compression of EBITDA in Q1 on the back of 27% decline in cargo.
- Net debt to EBTIDA expected to be around 3.5x in FY21 and will come down within our target range of 3x -3.5x by FY22.
- Robust capital management ensures enhanced liquidity.

Cargo volume CAGR of 12% and non Mundra CAGR of 38%, funded out of free cash generated

Note – H1 FY21 numbers are half yearly numbers while rest are full year numbers

*Free cash – Free cash from operations after adjusting for working capital changes, capex and net interest cost | For Liquidity Ratio Sources = Available cash balance + free cash, and usage = 1 year Debt maturity + working capital + dividends

APSEZ: Key ratios H1 FY21

(In USD mn)

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* EBITDA excludes forex #Payouts of Annual Debt maturity are net of refinance ^ H1 FY21 FX revenue includes foreign currency of KPCL as FX debt is already included in debt numbers

APSEZ: Outlook FY21 – Reverts to growth trajectory



	Cargo volume expected to be in the range of 225 MMT - 230 MMT excluding KPCL.
Volume	KPCL volume in H2 FY21 to be around 20 MMT.
	 Mundra ~142, Hazira ~22, Dhamra ~30 to 32 and Kattupalli ~ 11 MMT.
	Consolidated revenue expected to be in the range of Rs.12,500 cr. to Rs.13,000 cr.
	Port revenue to be in the range of Rs.10,700 cr. to Rs.10,900 cr.
Revenue	 Logistics revenue to be in the range of Rs.850 cr. to Rs.900 cr.
	SEZ port led development income to be in the range of Rs.800 cr. to Rs.1,000 cr.
	 EBITDA expected to be in the range of Rs.8,000 cr. to Rs.8,500 cr.
EBITDA	Port EBITDA expected to be in the range of Rs.7,500 cr. to Rs.7,700 cr. Port EBITDA margin to be around 70%.
Сарех	Capex to be around Rs.2000 cr.
Cash Flow	 Free cash from operations after adjusting for working capital changes, Capex and net interest cost to be in the range of ~Rs.5,500 cr. to Rs.6,100 cr.
	 As on 30th Sept, 2020, is at 3.44x.
Net Debt to EBITDA	 With consolidation of KPCL the ratio is expected to be around 3.5x in FY21.
	With increase in cargo and higher cash flows, Net Debt to EBITDA expected to come ba to our target range of 3x to 3.5x in FY22.

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