AXIS CAPITAL

FPO NOTE

adani

ADANI ENTERPRISES LIMITED

Issue highlights

- Incorporated on March 2, 1993, Adani Enterprises Ltd ("**AEL**") the member of Adani Group, is among India's top business houses. They are one of **India's largest listed business incubators** in terms of market capitalisation and are driven by the philosophy of incubating businesses in 4 core sectors - **Energy and Utility, Transportation and Logistics, Consumer, and Primary Industry.**
  - ***Energy and Utility:*** AEL is setting up a **Green Hydrogen Ecosystem.** They develop **data centres** with an aim to retain and drive India's internet-derived data in India and are developing infrastructure projects that enhance **water treatment** and use efficiency.
  - ***Transport* and Logistics**: They currently develop, operate and manage 7 operational airports across the cities of Mumbai, Ahmedabad, Lucknow, Mangaluru, Jaipur, Guwahati and Thiruvananthapuram, and 1 greenfield airport in Navi Mumbai.
  - ***Consumer***: AEL manufactures, market and brand food FMCG products.
  - **Primary industry**: AEL offers **mining services** which involves contract mining, development, production related services, and other mining services to mining customers. They offer **integrated resource management** services of coal. They have also recently acquired commercial mines to conduct **commercial mining** activities.
  - Under industrials, they intend to manufacture **petrochemicals, copper and similar metals**, and manufacture strategic **military and defence** products that enhance India's self-reliance.
- AEL has emerged as an incubator by investing, maturing and eventually demerging various diversified businesses. Since inception, they have incubated 6 decacorn businesses and successfully listed them, including by way of demergers, as **Adani Ports and Special Economic Zone Ltd, Adani Power Ltd, Adani Transmission Ltd, Adani Green Energy Ltd, Adani Total Gas Ltd** and **Adani Wilmar Ltd**. As of December 31, 2022, the Adani group had a market capitalisation of ₹18,402 billion.

Brief Financial Details*

(₹ In Cr)

	As at Sep' 30,		As at Mar' 31,		
	2022 (06)	2021 (06)	2022 (12)	2021 (12)	2020 (12)
Equity Share Capital	114	110	110	110	110
Instruments entirely equity in nature	141	-	640	-	-
Reserves	31,297	18,492	21,506	17,049	16,837
Non-controlling Interests	4,624	4,574	4,672	1,751	1,263
Net worth	36,176	23,176	26,928	18,910	18,210
Revenue from Operations	79,019	25,797	69,420	39,537	43,403
EBITDA	4,100	2,210	4,726	3,259	2,968
EBITDA Margin (%)	5.2%	8.4%	6.7%	8.1%	6.7%
Profit before Tax	1,303	568	952	1,086	1,122
Profit for the Year/period	901	460	788	1,046	1,040
EPS – Basic & Diluted (₹)	8.23	4.40	7.06	8.39	10.35
RoNW (%)	2.49%^	1.99%^	2.93%	5.53%	5.71%
Net Asset Value (₹)	317.34	210.73	244.84	171.94	165.58

*Source: RHP *Restated Consolidated, Reserve includes Capital Reserve, ^ not annualised*

Issue Details

Further Public Issue of Equity shares aggregating upto ₹ 20, 000 Cr

Issue size: ₹ 20,000 Cr
Face value: ₹ 1/-
Employee Reservation: ₹ 50/- Cr

Price Band: ₹ 3,112 – 3,276
Bid Lot: **4 Shares** and in multiple thereof
Retail Discount: **₹ 64/-per share**

Payment Schedule:

	At Floor Price (₹)	At Cap Price (₹)
On Application	1,556.00*	1,638.00*
One or More Subsequent Call(s)	1,556.00	1,638.00
Total	**3,112.00**	**3,276.00**

** Constitutes 50% of the Floor/Cap Price*

Bid Payment Terms

	Retail Category	NIB-1	NIB-2
Minimum Bid Qty. (No. of Shares)	4 Shares	64 Shares	308 Shares
Price (@ Upper End) (₹)	₹3,276	₹3,276	₹3,276
Price on Application (50%)	₹ 1,638	₹1,638	₹1,638
Retail Discount (₹)	₹ 64	Nil	Nil
Net Bidding Price (₹)	₹ 1,574	₹1,638	₹1,638
Bid Amount (₹)	₹6,296	₹104,832	₹504,504

BRLMs: **Axis Capital** and Others
Registrar: Link Intime India Pvt Ltd.

Issue opens on: Friday, **27th Jan'2023**
Issue closes on: Tuesday, **31st Jan'2023**

Indicative Timetable

Activity	On or about
Finalisation of Basis of Allotment	03-02-2023
Refunds/Unblocking ASBA Fund	06-02-2023
Credit of equity shares to DP A/c	07-02-2023
Trading commences	08-02-2023

Issue break-up

	₹ In Cr	% of Issue
QIB	9,974.90	**50%**
NIB	2,992.60	**15%**
-NIB1	*997.60*	-
-NIB2	*1,995.00*	-
RET	6,982.50	**35%**
EMP	50.00	-
Total	**20,000.00**	**100%**

NIB-1=NII Bid between ₹ 2 to 10 Lakhs
NIB-2 =NII Bid Above ₹ 10 Lakhs

Listing: BSE & NSE

For additional information & risk factors please refer to the Red Herring Prospectus.

BACKGROUND

Company and Directors

Originally established as a partnership firm in 1988, the company was incorporated as 'Adani Exports Limited' on March 2, 1993. Gautam S. Adani and Rajesh S. Adani are the promoters of the company. Currently, the promoters hold 1 Equity Shares each, representing [negligible]% of the of the issued, subscribed and paid-up Equity Share capital of the company.

Brief Biographies of Directors

Gautam S. Adani is one of the Promoters and the Executive Chairman of the company. He has over 3 decades of business experience across various business verticals such as resources, logistics and energy.

Rajesh S. Adani is one of the Promoters, the Managing Director and CEO of the company. He has been associated with the company since its inception. He is in charge of operations of the Adani group and has been responsible for developing its business relationships.

Pranav V. Adani is an Executive Director of the company. He has been active in the Adani group since 1999. He has been instrumental in initiating and building numerous new business opportunities across multiple sectors. He has spearheaded the joint venture with the Wilmar Group of Singapore and transformed it from a single refinery edible oil business into a pan-India food company. He also leads the oil and gas, city gas distribution and agri infrastructure businesses of the Adani group.

Vinay Prakash in an Executive Director of the company. He joined the company in 2001 and is currently the CEO of Adani Natural Resources. He has contributed towards the development of the natural resources business of the Adani group since its inception and oversees its diversification and expansion in India and abroad. He has previously worked with the Aditya Birla Group for 8 years.

Hemant Nerukar is an Independent Director of the company. He has over 3 decades years of experience in the steel industry. He joined Tata Steel Ltd on February 1, 1982 and held various positions at Tata Steel.

V. Subramanian is an Independent Director of the company. He occupied many senior positions in the Government of India and the Government of West Bengal during a career of over 3 decades years. he was on the board of directors of Air India, Indian Airlines, Airports Authority of India, Helicopter Corporation of India and India Tourism Development Corporation.

Vijaylaxmi Joshi is an Independent Director of the company. She has held various posts in the Central and State governments. Under State level, she has also been deputed as managing director of government companies such as Gujarat Mineral Development Corporation Ltd.

Narendra Mairpady is an Independent Director of the company. He was appointed as the chairman and managing director of the Indian Overseas Bank in 2010 and retired in 2014. He has held membership in RBI's Technical Advisory Committee on Money, Forex and Government Securities Markets.

Dr. Omkar Goswami is an Independent Director of the company. Presently, he serves on the board of Godrej Consumer Products Ltd. He is also the founder and chairman of CERG Advisory Pvt Ltd.

OBJECTS OF THE ISSUE

(₹ In Cr)

Objects	Amount
• Funding capital expenditure requirements of some of the Subsidiaries in relation to (a) certain projects of the green hydrogen ecosystem; (b)improvement works of certain existing airport facilities; and (c) construction of greenfield expressway.	10,869
• Repayment, in full or part, of certain borrowings of the company and 3 of their Subsidiaries, namely, Adani Airports Holdings Ltd, Adani Road Transport Ltd, and Mundra Solar Ltd.	4,165
• General Corporate Purposes	[•]
Total	[•]

Proposed schedule of Implementation and Utilization of Net Proceeds:

(₹ In Cr)

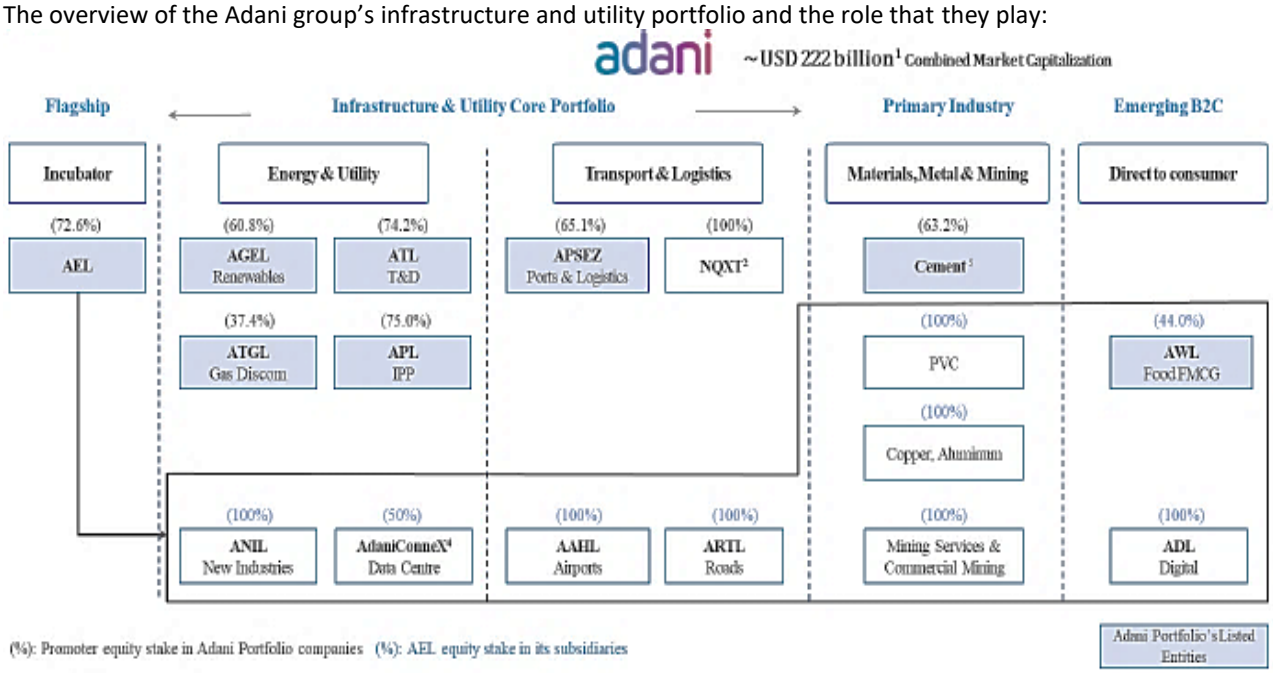
Particulars	From the Net Proceeds	Proposed schedule for deployment of the Net Proceeds	
		FY 2023	FY 2024 & 2025
• Funding capital expenditure requirements of some of their Subsidiaries in relation to (a) certain projects of the green hydrogen ecosystem; (b)improvement works of certain existing airport facilities; and (c) construction of greenfield expressway	10,869	3,335	7,535
• Repayment, in full or part, of certain borrowings of the company and 3 of their subsidiaries, namely, Adani Airports Holdings Ltd, Adani Road Transport Ltd, and Mundra Solar Ltd.	4,165	4,165	-
• General Corporate Purposes	[●]	[●]	[●]

BUSINESS OVERVIEW

Adani Enterprises Limited ("**AEL**") is the member of the Adani group, which is among India's top business houses. They are one of India's largest listed business incubators in terms of market capitalisation and are driven by the philosophy of incubating businesses in 4 core sectors - Energy and Utility, Transportation and Logistics, Consumer, and Primary Industry. AEL represents an effective complement of established and developing businesses which address the needs of India.

AEL has, over the years, seeded new business interests for the Adani group, developed them into sizeable and self-sustaining business verticals and subsequently demerged them into independently listed and scalable platforms, thereby unlocking value for their shareholders. They have a demonstrated track record of creating sustainable infrastructure businesses since 1993. AEL has emerged as an incubator by investing, maturing and eventually demerging various diversified businesses. Since inception, they have incubated 6 decacorn businesses and successfully listed them, including by way of demergers, as **Adani Ports and Special Economic Zone Ltd, Adani Power Ltd, Adani Transmission Ltd, Adani Green Energy Ltd, Adani Total Gas Ltd** and **Adani Wilmar Ltd**. As of December 31, 2022, the Adani group had a market capitalisation of ₹18,402 billion, and are one of the largest listed group by market capitalization in India.

The overview of the Adani group's infrastructure and utility portfolio and the role that they play:



** As on December 31, 2022; 1. Combined market capitalization of all listed entities as on December 31, 2022, US$/INR – 82.79; 2.* ***NQXT*** *refers to North Queensland Export Terminal; 3.* ***ATGL*** *refers to Adani Total Gas Ltd, joint venture with Total Energies | 4. Data center, joint venture with EdgeConnex,* ***AEL*** *refers to Adani Enterprises Ltd;* ***APSEZ*** *refers Adani Ports and Special Economic Zone Ltd;* ***ATL*** *refers to Adani Transmission Ltd;* ***APL*** *refers to Adani Power Ltd;* ***AGEL*** *refers to Adani Green Energy Ltd;* ***AAHL*** *refers to Adani Airport Holdings Ltd;* ***ARTL*** *refers to Adani Roads Transport Ltd;* ***ANIL*** *refers to Adani New Industries Ltd;* ***AWL*** *refers to Adani Wilmar Ltd;* ***ADL*** *refers to Adani Digital Labs Pvt Ltd;* ***IPP*** *means Independent Power Producer;* ***T&D*** *refers to Transmission & Distribution;* ***FMCG*** *refers to fast-moving consumer goods; 5. Cement business includes 63.15% stake in Ambuja Cement which in turn owns 50.05% in ACC Ltd. Adani directly owns 6.64% stake in ACC Ltd. Ambuja Cement and ACC Ltd together have a capacity of 66 MTPA.*

BUSINESS PORTFOLIO

- ***Energy and Utility:*** AEL is setting up a **Green Hydrogen Ecosystem** with an objective to incubate, build and develop an end-to-end integrated ecosystem for the manufacture of green hydrogen, which includes manufacturing renewable energy equipment such as wind and solar modules to reduce the cost of renewable power, to the production of renewable energy and green hydrogen itself, and transformation of a part of the green hydrogen produced into derivatives, including green nitrogenous fertilizers, ammonia and urea, both for the domestic market and exports. They are leveraging their facilities at Mundra special economic zone ("**SEZ**") to set up this ecosystem. They develop **data centres** with an aim to retain and drive India's internet-derived data in India and are developing infrastructure projects that enhance **water treatment** and use efficiency.

- **Transport and Logistics**: AEL manages prominent airports in India. They currently develop, operate and manage 7 operational airports across the cities of Mumbai, Ahmedabad, Lucknow, Mangaluru, Jaipur, Guwahati and Thiruvananthapuram, and 1 greenfield airport in Navi Mumbai. They also develop infrastructure projects such as roads in India. As of September 30, 2022, they had 14 road assets in India of which 3 assets have started commercial operations.

- **Consumer**: AEL manufactures, market and brand food FMCG products. Additionally, they are developing a super-app, "**Adani One**", as part of their digital business to complement Adani group's consumer serving businesses.

- **Primary industry**: AEL offers **mining services** which involves contract mining, development, production related services, and other mining services to mining customers primarily in the coal and iron ore industries. They offer **integrated resource management** services of coal which involves the access of coal from diverse global pockets and providing just-in time delivery to Indian customers. They have also recently acquired commercial mines to conduct **commercial mining** activities.

- Under industrials, they intend to manufacture **petrochemicals, copper and similar metals**, and manufacture strategic **military and defence** products that enhance India's self-reliance.

Company's businesses are at various stages of development and in line with their strategy they intend to expand, diversify, and develop these businesses. As of September 30, 2022, revenue from their established businesses which include integrated resource management and mining services, and developing airports, constituted majority of their revenue from operations.

The revenue from operations have grown at a CAGR of 16.9% from ₹43,402.56 crores in Fiscal 2020 to ₹69,420.18 crores in Fiscal 2022. It was ₹79,019.48 crores in the 6 months ended September 30, 2022 compared to ₹25,796.79 crores in the 6 months ended September 30, 2021. Their EBITDA has grown at a CAGR of 16.8% from ₹2,967.96 crores in Fiscal 2020 to ₹4,725.71 crores in Fiscal 2022. It was ₹4,100.15 crores in the 6 months ended September 30, 2022 compared to ₹2,209.98 crores in the 6 months ended September 30, 2021.

AEL is recipients of several industry awards including:

- The Confederation of Indian Industry National Award in 'Beyond the Fence Category' for excellence in water management for driving Project Jeevan Amrit at Sarguja;
- 'Bronze in brochure design for growth in goodness' by Association of Business Communicators of India in December 2020;
- Runner up in the 'Large Project Category' by the Indian Chamber of Commerce ("ICC") at the Third ICC Social Impact Awards;
- The top honour at the Greentech Safety & Environment Award in the 'Environment Protection' category in 2021.

KEY FINANCIAL PERFORMANCE INDICATORS

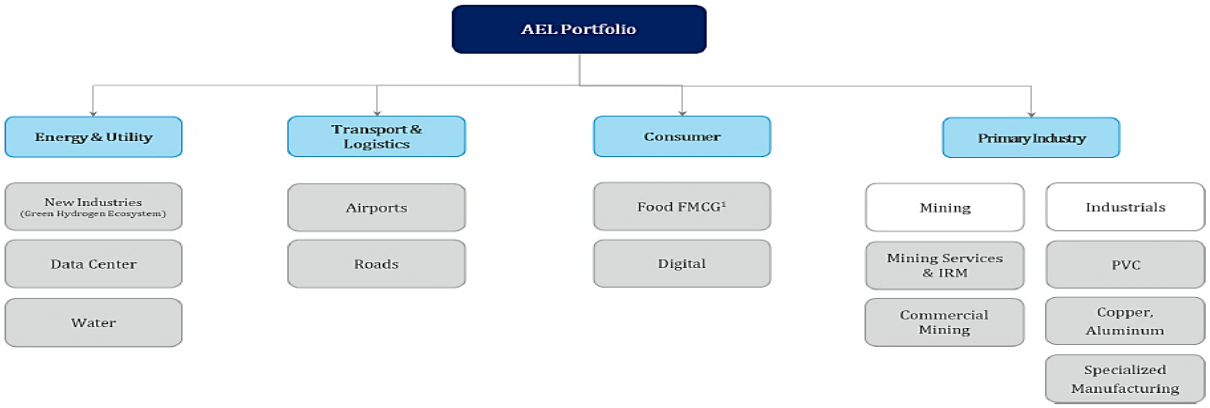
(₹ in Cr)

Particulars	As at and for the 6 months period ended	As at and for the Fin year ended		
	Sep'30, 2022	Mar'31, 2022	Mar'31, 2021	Mar'31, 2020
Revenue from operations	79,019.48	69,420.18	39,537.13	43,402.56
Total Income	79,507.89	70,432.69	40,290.93	44,086.21
EBITDA	4,100.15	4,725.71	3,258.85	2,967.96

Particulars	As at and for the 6 months period ended	As at and for the Fin year ended		
	Sep'30, 2022	Mar'31, 2022	Mar'31, 2021	Mar'31, 2020
EBITDA (%)	5.2%	6.7%	8.1%	6.7%
Total Equity	36,176.40	26,928.37	18,910.01	18,210.00
Net Debt	29,565.95	24,569.39	9,796.98	6,461.94
Profit after Tax*	930.40	776.56	922.64	1,138.17
Profit after Tax Margin (%)*	5.2%	1.1%	2.3%	2.6%
ROE (%)*	5.9%^	3.5%	5.4%	6.7%
ROCE (%)	6.2%	9.2%	11.4%	12.0%
Net Debt/Equity	0.82	0.91	0.52	0.35
Net Debt/EBITDA	3.61^	5.20	3.01	2.18

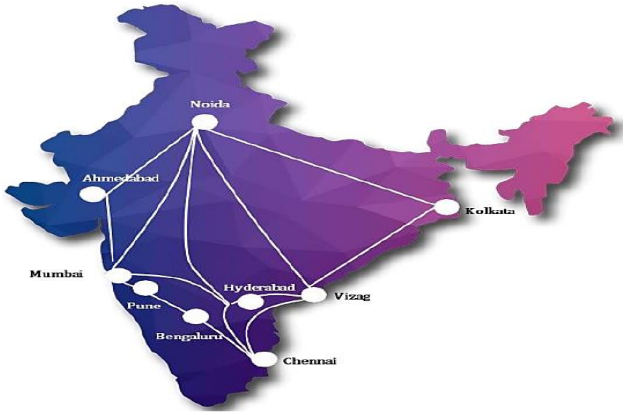
** Profit after tax attributable to owners; ^ annualised*

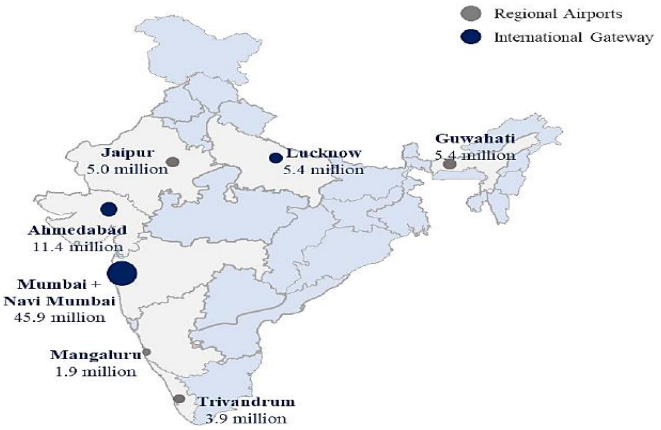
BUSINESS VERTICALS

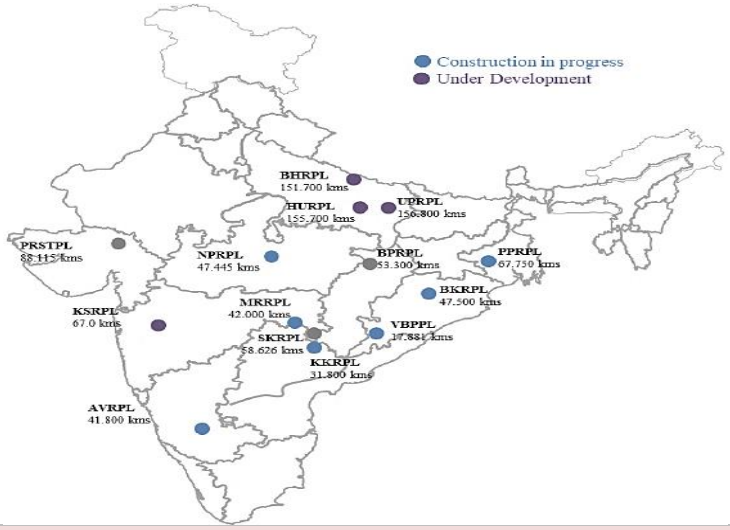


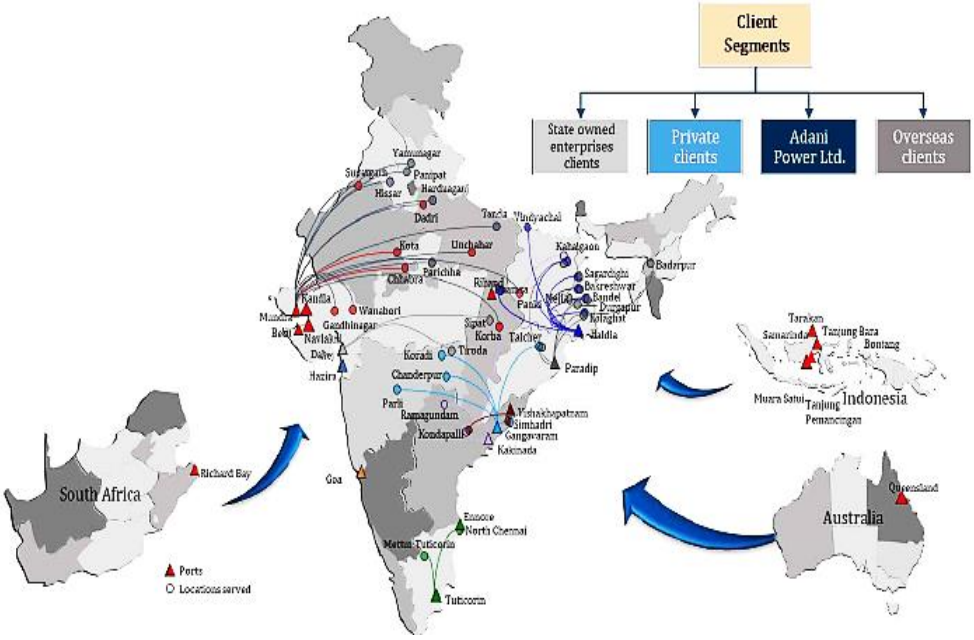
(As of December 31, 2022)

Energy and Utility	
Green Hydrogen Ecosystem:	Tapping on the growing green hydrogen potential in India, AEL is setting up a green hydrogen ecosystem under their subsidiary Adani New Industries Ltd ("**ANIL")** with an objective to incubate, build and develop an end-to-end integrated ecosystem for the manufacture of green hydrogen, which includes manufacturing renewable energy equipment such as wind and solar modules to reduce the cost of renewable power, to the production of renewable energy and green hydrogen itself, and transformation of a part of the green hydrogen produced into derivatives, including green nitrogenous fertilizers, ammonia and urea, both for the domestic market and exports. To bolster their green hydrogen ecosystem, in 2022, they partnered with TotalEnergies pursuant to which they have agreed to acquire 25% minority interest in ANIL. Currently, AEL has a solar and wind equipment manufacturing facility at Mundra SEZ.  *Note: H2 refers to Hydrogen; MSPVL refers to Mundra Solar PV Limited; MMTPA refers to Million Metric Ton Per Annum; SEZ refers to Special Economic Zone.*

- **Solar Equipment**:	The solar manufacturing facility currently covers the manufacture of cells, modules and ancillary products. It has an installed capacity of 3.5 GW as of September 30, 2022. Their customers for the solar equipment business primarily include (i) independent power producers and power utilities; (ii) public sector undertakings, and (iii) retail, corporates and entities having captive power requirements, in the solar energy sector. As at September 30, 2022, they had an order book for the manufacture and delivery of 1.5 GW of solar modules.
- **Wind Turbines**	AEL has installed and are currently testing a wind turbine prototype of 5.2 MW at Mundra SEZ. The 5.2 MW wind mill has blades that cover a circle of 165 meters in diameter at a tower height of 140 meters. It can work at wind speeds of 3 meters per second ("MPS") and up to 20 MPS, reaching its optimum power production at 12 MPS wind speeds.
- **Electrolyser**	AEL intends to manufacture the electrolyser in-house at Mundra SEZ and transport the electrolyser to western Gujarat and Rajasthan to manufacture green hydrogen.
- **Renewable power**	AEL plans to generate low-cost hydrogen by making available renewable power at low cost. For that they intend to set up hybrid wind and solar renewable power plants using equipment manufactured in-house, which also has high wind and solar energy sources.
- **Green hydrogen**	AEL is setting up the green hydrogen manufacturing facility at the same facility as the hybrid renewable energy power plant in western Gujarat and Rajasthan. The green hydrogen produced will be transported over distances post compression.
Data Centers	AEL entered into the data center business in 2020 with a 50:50 joint venture with a US based global data center firm, EdgeConnex. Through the joint venture entity, **Adani ConneX Pvt Ltd**, they are engaged in building a reliable data center network supported by renewable energy to service this growing SaaS sector. Their 1st data center of 17 MW in Chennai was commissioned in October 2022. Their aim is to build data centers with an aggregate capacity of 1 GW. As of December 31, 2022, they have contracts of 50 MW and 48 MW signed with customers for their under-construction data centers in Noida and Hyderabad. 
Water management	Foreseeing the massive need for water infrastructure capacity augmentation, AEL bid for and won the mandate to develop a waste-water treatment project at Prayagraj in Uttar Pradesh and at Bhagalpur in Bihar under the "Namami Gange, One City One Operator" framework. The Prayagraj project comprises the construction of 3 new sewage treatment plants ("STPs") of cumulative capacity of 72 Mllion litres per day ("MLD") and rehabilitation of 6 existing STPs of cumulative capacity of 254 MLD with 15 years of operations and maintenance ("O&M"). They are building this project under the hybrid annuity model ("HAM") where they develop the water plan and are paid for their investments in the asset as bi-annual annuity payments over the concession period of 15 years. The Bhagalpur project comprises the construction of new STPs of a cumulative capacity of 45 MLD along with associate infrastructure like pumping stations and rising mains and gravity mains. This project is being executed under HAM model.
Transport and Logistics	
Airports	AEL ventured into the airport development sector in 2019 and currently obtained the exclusive rights to operate, manage and develop each of the Ahmedabad, Lucknow, Mangaluru, Jaipur, Guwahati and Thiruvananthapuram airports for a 50-year period

	commencing from their respective commercial operation dates. They took over the operations of Ahmedabad, Lucknow and Mangaluru airports in Fiscal 2021 and for Jaipur, Guwahati and Thiruvananthapuram airports in Fiscal 2022. For Mumbai International Airport, they acquired the then operating Mumbai International Airport Ltd in 2021. They entered into an agreement with AAI for operation, management and development of the Mumbai airport, and their concession is valid for a period of 30 years commencing April 4, 2006 with the option to extend the agreement for an additional 30 years. In the 6 months ended September 30, 2022, they serviced 33 million passengers, 252,063 air traffic movement and 0.43 MMT of cargo across all their airports.  *Note:* circle size represents passenger traffic in million passengers for Fiscal 2020. The airport in Navi Mumbai is not operational.
- ***Mumbai airport***	The Mumbai airport is the 2nd largest airport in India in terms of passenger traffic, air traffic movement and freight traffic, and was the 14th busiest airport in Asia and 41st busiest airport in the world by passenger traffic in calendar year 2022. It also serves as an international hub for India and an important regional hub for Southeast Asia. AEL acquired the rights to manage the Mumbai airport in 2021 from GVK group. After the acquisition, AEL entered into an agreement with AAI for operation, management and development of the Mumbai airport, and their concession is valid for a period of 30 years commencing April 4, 2006 with the option to extend the agreement for an additional 30 years in accordance with the provisions thereof.
- ***Ahmedabad airport***	The Ahmedabad airport is the 7th largest airport in India in terms of passenger traffic, air traffic movement and freight traffic. They acquired the exclusive right to operate, manage, maintain and develop the Ahmedabad airport from AAI through competitive bidding in 2019 and entered into relevant agreements with respect to such acquisition in 2020.
- ***Lucknow airport***	AEL acquired the exclusive right to operate, manage, maintain and develop the Lucknow airport from AAI through competitive biddings in 2019 and entered into relevant agreements with respect to such acquisition in 2020. The commercial operations date for the Lucknow airport is November 2, 2020. As of September 30, 2022, regularly scheduled direct flights departing from the Lucknow Airport were available to 35 locations, including 8 international destinations and 27 domestic destinations.
- ***Mangaluru airport***	AEL acquired the exclusive right to operate, manage, maintain and develop the Mangaluru airport from AAI through competitive biddings in 2019 and entered into relevant agreements with respect to such acquisition in 2020.
- ***Jaipur airport***	AEL acquired the exclusive right to operate, manage, maintain and develop the Jaipur airport from AAI through competitive biddings in 2019 and entered into relevant agreements with respect to such acquisition in 2021. The commercial operations date for the Jaipur airport is October 11, 2021.
- ***Guwahati airport***	AEL acquired the exclusive right to operate, manage, maintain and develop the Guwahati airport from AAI through competitive biddings in 2019 and entered into relevant agreements with respect to such acquisition in 2021. The COD for the Guwahati airport is October 8, 2021.
- ***Thiruvananthapuram airport***	AEL acquired the exclusive right to operate, manage, maintain and develop the Thiruvananthapuram airport from AAI through competitive biddings in 2019 and entered

	into relevant agreements with respect to such acquisition in 2021. As of September 30, 2022, regularly scheduled direct flights departing from the Thiruvananthapuram airport were available to 20 locations, including 13 international destinations and 7 domestic destinations.
Roads	AEL entered the business of road construction, development and maintenance in 2018 and have since built a portfolio of 14 road assets spanning over 5,000 lane kms across 10 states in India. As of September 30, 2022, 3 road assets are operational and the others are under various stages of development. AEL develops and operates road assets under 3 models: Hybrid annuity model ("HAM"); Build operate transfer ("BOT"); Toll operate transfer ("TOT"). The overview of the road assets as of December 31, 2022. 
Consumer	
Consumer Businesses	AEL is one of the few large FMCG food companies in India to offer most of the primary kitchen commodities for Indian consumers, including edible oil, wheat flour, rice, pulses and sugar. They offer a range of staples such as wheat flour, rice, pulses and sugar. They formed a joint venture, Adani Wilmar Ltd, incorporated in 1999 between the Adani group and the Wilmar group.
- ***Edible Oil***	AEL offers an extensive array of edible oil products. In addition, they offer specialty fats. They also offer edible oil to multinational and leading Indian companies customized to their requirements and specifications in bulk form on a B2B basis. Their edible oil products are offered under "Fortune", the flagship brand148, as well as several masstige brands, including "King's", "Aadhar", "Bullet", "Raag", "Alpha", "Jubilee", "Avsar", "Golden Chef" and "Fryola". "Fortune" is their premium brand,
- **Packaged Food and FMCG**	***Packaged foods****:* In the Fiscal 2013, AEL forayed into food products with a focus on staple foods. They offer a variety of packaged staple foods, including wheat flour, rice, besan, sugar and pulses. Many of the staple foods includes different variants. They leverage their soya crushing capacities to offer (i) soya chunks, which is a textured vegetable protein they offer in consumer packs; and (ii) a series of soya value-added products derived from soybeans. ***FMCG****:* Leveraging the oleochemical manufacturing capabilities, they started to offer soaps under the "Alife" brand in the Fiscal 2020. In response to the COVID-19 pandemic, they introduced hand wash and sanitizers under the "Alife" brand in Fiscal 2021.
- **Industry Essentials**	AEL offers a diverse range of industry essentials, including oleochemicals, castor oil and its derivatives and de-oiled cakes.
Digital	AEL commenced their digital business in 2021, through their subsidiary **Adani Digital Labs Pvt Ltd** ("**ADL**"). They intend to develop an omni-channel, unified super-app ("**Adani One**"), that connects consumer facing businesses, such as, airports, FMCG, city gas distribution, electricity distribution among others, such that consumers can access multiple Adani group services. They have partnered with a leading technology companies, such as WebEngage, to develop the super app. They engaged with WebEngage in 2022 to work closely with ADL.

Primary Industry	
Mining Services	AEL provides contract mining, development and production-related services and other mining services to mining customers primarily in the coal and iron ore industries. Their services include mining the mineral, washing the mineral, and transportation and dispatch of washed mineral to electricity projects. They also provide supply and logistics solutions, mineral analysis and exploration services. As of September 30, 2022, they provided mining services to 10 customers. Their mining services projects are located in the Indian states of Chhattisgarh, Madhya Pradesh, Odisha and Jharkhand.
Integrated resource management	AEL ventured into integrated resource management in 1999 to address the gap in the requirement of coal at thermal power plants and the coal needs of India. Domestic coal consumption has consistently outstripped domestic production, necessitating the need for substantial imports. AEL's approach has allowed the business to create more than 600 customers across various downstream industries as of September 30, 2022.  They source coal, through their subsidiaries Adani Global Pte Ltd, Singapore and Adani Global FZE, Dubai, from coal miners in Indonesia, Australia, South Africa and the United States.
- ***Commercial Mining***	AEL forayed into the mining business in 2010 through their wholly owned subsidiary, Adani Mining Pvt Ltd, in Australia which owns a 100% stake in the Carmichael mine in the Galilee Basin in Queensland, Australia. They eventually ventured into commercial mining in India in 2020. As of September 30, 2022, they had a portfolio to develop and operate 6 commercial mines in India and 2 mines globally.
Metals and Manufacturing	- **Petrochemica**l, - **Copper**
- ***Petrochemicals***	AEL ventured into the petrochemicals business in 2021. They are developing a petrochemical cluster at Mundra SEZ, which has significant advantages of being close to the coast, Adani group's logistics infrastructure and power hub. The first proposed project of 2 MMT coal to PVC capacity is scheduled to be constructed in a phased manner.
- ***Copper***	AEL incorporated Kutch Copper Ltd ("KCL") in 2021 with the objective of identifying and developing copper and is expected to have a capacity of 500 KTPA in first phase with the flexibility to expand to 1,000 KTPA. The plant will also produce gold, silver, aluminium, sulphuric acid, phosphoric acid and other by products. They plan to source copper concentrate from reputed miners globally leveraging the Adani group's relationships.
Defence	AEL ventured into defence and aerospace in 2017. They have built a comprehensive ecosystem of defence products across small arms, precision guided munitions, unmanned aerial systems, structures, electronics, radars, electronic warfare systems and simulators, among others and are focused on building proprietary technologies through complementary collaborations.

Other businesses	• **Power Trading**: AEL has power trading operations that are in compliance with Central Electricity Regulatory Commission regulations in India. They arrange power supply for their customers either through bilateral agreements or through exchanges. • **Bunkering**: AEL supply bunker fuels to shipping vessels with operations in India and Singapore. • **Shipping**: AEL own and operate 3 foreign flag cape-size dry bulk carrier vessels and earn revenue from vessel chartering. • **Agri fresh**: AEL provide storage, handling and transportation services for apples from Himachal Pradesh and markets apples and imported fruits under the "Farm-Pik" brand. • **Media**: In December 2022, AEL completed the acquisition of New Delhi Television Ltd ("**NDTV**") with a controlling stake of 64.71%. NDTV has 3 leading national channels and a digital platform.

GREEN HYDROGEN

Hydrogen is becoming increasingly crucial to achieving decarbonisation, especially in hard-to-abate sectors such as steel, fertilisers, refining, shipping, etc. This has resulted in increased momentum around the globe for deploying clean hydrogen-based projects, with the global investment pipeline surpassing US$500 billion in mid-2021, as per the Hydrogen Council. More than 40 countries have set up or are in the process of setting up national strategies or roadmaps for hydrogen adoption. Despite the active interest in hydrogen adoption by governments and corporates alike, major challenges remain. The cost of low carbon hydrogen production is at least 2 to 6 times higher than that of fossil-based hydrogen production.

Most hydrogen currently comes from natural gas or coal, which use a process called steam methane reforming ("**SMR**") or gasification. While being the most cost-effective, these methods generate carbon dioxide ("**CO_2**") emissions. As a result, there is a renewed global push to adopt blue and green hydrogen production methods in order to reduce or eliminate CO_2 emissions.

Production and Colours of Hydrogen

Blue hydrogen production relies on the same process as grey hydrogen production, with provisions for carbon capture and storage ("**CCS**"). This eliminates grey hydrogen emissions, reducing the environmental impact of hydrogen. The CO_2 produced during hydrogen production is not released into the atmosphere because it is deposited and stored underground before being used in other processes.

Green hydrogen production relies entirely on water and renewable electricity to create hydrogen through a process called electrolysis, which is a chemical reaction where an electric current is passed through metal conductors, known as electrodes, in contact with water. This separates water into two elements: hydrogen and oxygen. Thus, if the whole process uses only renewable electricity, it is entirely free of CO2, at least in theory.

There are other methods for producing hydrogen, like **turquoise hydrogen**, that are seeing some research and development interest; however, the technology is relatively new and has seen few commercial deployments.

	GREY	BLUE	GREEN	Pink	Turqoise
Process	Steam methane reforming (SMR)	SMR+CCUS	Electrolysis	Electrolysis	Methane pyrolosis
Inputs	Natural gas (Methane)	Natural gas (Methane)	Water + Renewable energy	Water + Nuclear energy	Natural gas
Cost	$ 1-2.5 per kg	$ 3-4 per kg	$ 3-6 per kg	NA	NA
Commerciali -sation stage	Widely used	Focus area	Focus area	Technology established but low usage	Nascent technology and yet to be explores

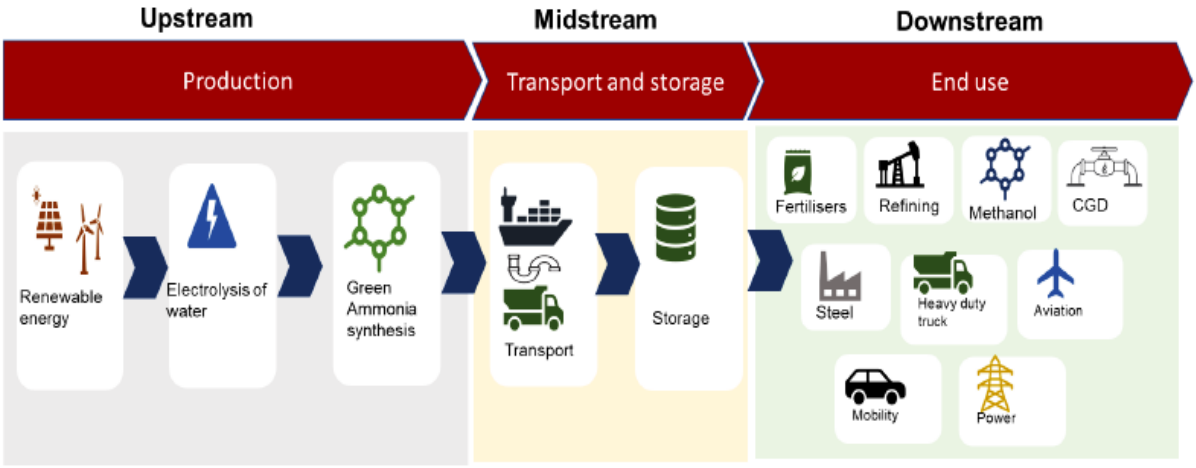
*Note: Natural gas priced between US$8-13 / million British thermal unit ("**MMBtu**"), Electrolyser priced between US$700-US$1000 per kilowatt ("**kW**")*

Resources and Merits that Dictate the Choice of Low-Carbon Adoption

While India does have opportunity in various industries for carbon capture but has a significant competitive edge in green hydrogen due to the tremendous strides it has made in renewable energy over the past few years. Among the regions, Gujarat and Rajasthan have one of the highest solar radiation levels resulting in a potential to become one of the lowest costs Green hydrogen producing regions.

Potential Low Cost Green Hydrogen Producing Regions Over the Long Term

Green Hydrogen Value Chain



Domestic Demand

Currently, India's hydrogen demand is approximately 6 MT, mainly contributed by the fertilisers and refining sectors. Almost all the hydrogen produced uses fossil fuels, mostly natural gas, along with other sources such as coal and naphtha. Additionally, a small quantity of hydrogen is also used in methanol production.

Fertilisers

Hydrogen demand in the fertilisers industry will largely be driven by India's push to attain self-sufficiency in fertilisers by 2025, which will lead to capacity expansions in the urea, DAP, and NPK segments.

Hydrogen is used as a feedstock to manufacture ammonia, which is largely used to produce fertilisers such as urea, DAP, NPK, etc. Domestic ammonia demand from the fertiliser industry is expected to be 17 MT in Fiscal 2020, with urea production accounting for nearly 82%. Hydrogen is a feedstock to manufacture ammonia. Typically, this is

produced in-house through conventional methods. However, ammonia required for other fertilisers (18% of ammonia demand) is mostly imported from the Middle East and is ideal for green ammonia substitution.

Hydrogen demand from the non-urea segment is expected to increase from 0.5 MT in fiscal 2020 to 0.9 MT in Fiscal 2030. The company expects at least 90% of this to be met by local green hydrogen production. Hydrogen demand is expected to reach 8 MT and 10 MT by Fiscal 2025 and Fiscal 2030, respectively, due to expansion in the fertiliser sector and increased demand for hydrogen in refining.

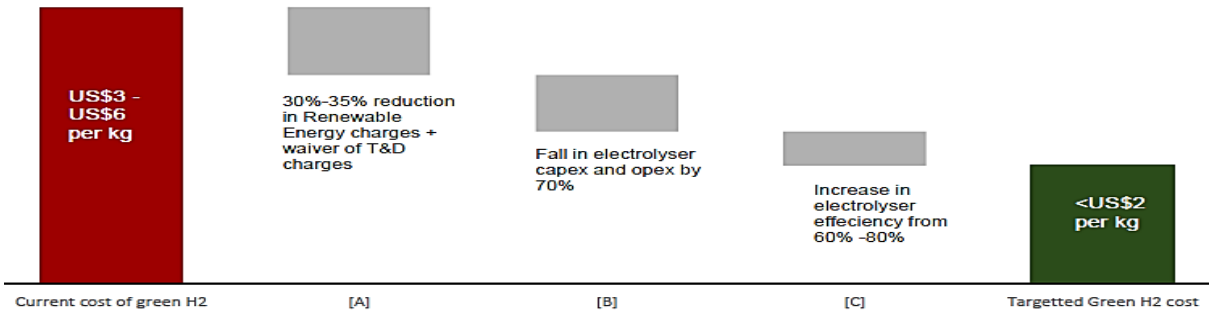
Refining

In refineries, some hydrogen is produced as a by-product during the refining process, but in most cases, it is insufficient to meet total refinery hydrogen demand. Hence, additional on-site hydrogen production is often required, using natural gas or naphtha reforming.

Hydrogen consumption in the refineries was estimated at 2.8 MMT in Fiscal 2020. This is expected to grow at a CAGR of 6% until Fiscal 2030 to reach 4.5–4.7 MMT, driven by lower crude quality as well as stricter emission norms.We expect at least 90% of this to be met by local green hydrogen production. In refining, the overall share of green hydrogen is expected to reach 15% by Fiscal 2030, driven by lowering cost parity between green and grey and a higher regulatory push. The lowering of green hydrogen costs will be due to lower electrolyser capex costs as well as further reductions in renewable energy tariffs.

Pathway to Lower the Cost of Green Hydrogen

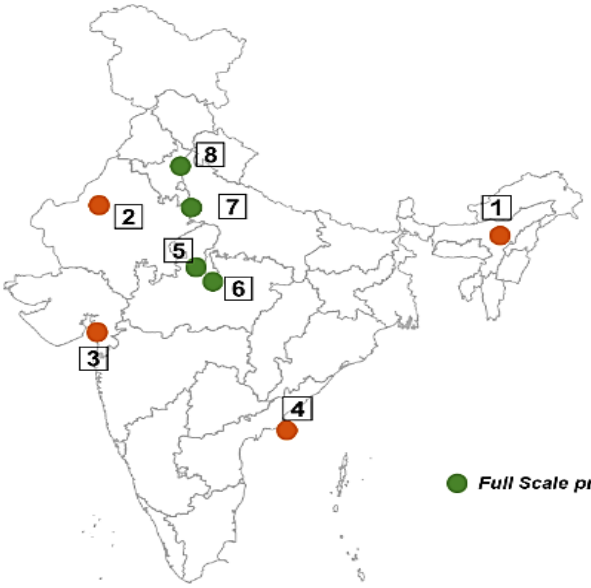
Lowering to Renewable Energy Landed Costs, Increase in Electrolyser Efficiency and Lowering of Capital Expenditure Crucial to Achieve Green Hydrogen Cost Target



Key Announcements in the green hydrogen space in India

The current project pipeline calls for 5.5GW of electrolyzer capacity installations, with an investment of more than ₹5 trillion crore over the next decade. However, this is significantly lower than the NITI Aayog's demand estimation of 20GW of electrolysers by 2030.

Major Hydrogen Projects in the Pipeline



No.	Company	Capacity (MW)	Status	Product	Location
1.	Oil India	0.1	Commissioned	Green H2	Jorhat
2..	ACME	1.5	Commissioned	Green ammonia	Bikaner
3.	L & T	0.8	Commissioned	Green H2	Hazira
4..	NTPC	0.24	Contract awarded	Green H2	Simhadri
5.	GAIL	10	Tender awarded	Green H2	Guna
6.	BPCL	20	Announced	Green H2	Bina
7.	IOCL	40	Tender notice	Green H2	Mathura
8.	IOCL	16	Tender notice	Green H2	Panipat

There are other large announcements as listed below:

- **Adani and TotalEnergies**, have entered a new partnership to jointly create the world's largest green hydrogen ecosystem. In this strategic alliance, TotalEnergies will acquire 25% minority interest in ANIL.
- **ACME Cleantech Solutions** and the Karnataka government have signed a Memorandum of Understanding of approximately ₹52,000 crore to set 1.2 mtpa green hydrogen and green ammonia plant associated with captive solar power unit at Mangaluru. The project is planned between 2022 and 2027.
- **ACME Cleantech Solutions** announced a project entailing an investment of ₹52,000 crore in Tamil Nadu to set up 1.5GW of electrolyser and 1.1 MT of ammonia production facility.
- **Avaada Group** has announced investments of ₹40,000 crore to build an integrated 1.0 mtpa green hydrogen and ammonia plant with captive renewable energy capacity in Rajasthan.

Major Strategic Tie-Ups Announced

Tie-ups	Electrolyser production/ supply	Hydrogen Production	Hydrogen Transport	Enduse	Comments
L&T and HydrogenPro	P				Manufacture gigawattscale manufacturing of alkaline water electrolysers based on HydrogenPro technology.
Greenko-John Cockerill		P		P	John Cockerill to supply 2 GW electolysers to Greenko for its green ammonia plant of 1 mtpa production
IOCL-L&T-Renew	P	P	P	P	Develop green hydrogen sector in India in addition to manufacturing and selling electrolysers
Reliance Industries-Steisdal	P				Agreement for technology development and manufacture Steisdal's HydroGen Electrolysers
Adani-TotalEnergies	P	P	P	P	Invest approximately US$5 billion in a 2 GW electrolyser fed by renewable power from a 4 GW solar and wind farm to manufacture 1.3 mtpa of urea derived from green hydrogen
NTPC-Bloom Energy	P				NTPC has awarded Bloom Energy to supply 240 kW solid oxide electrolyser ("**SOE**") for its micro-grid project
JSW-Fortescue					Conduct scoping work for green hydrogen production-related projects for use in green steelmaking, hydrogen mobility, green ammonia, etc

MANUFACTURING AND OTHER DETAILS

Solar Equipment

The aggregate installed capacity and aggregate capacity utilisation of solar equipment manufacturing unit at Mundra SEZ:

	6 months ended Sep'30,						As of and for the Fiscal								
	2022			2021			2022			2021			2020		
Company & Location	Installed capacity	Actual production	%	Installed capacity	Actual production	%	Installed capacity	Actual production	%	Installed capacity	Actual Production	%	Installed capacity	Actual production	%
MSPVL - Mundra SEZ	503	295	59%	627	600	96%	1350	1101	82%	1250	1157	93%	1200	1054	88%
MSEL - Mundra SEZ	518	159	31%	-	-	-	-	-	-	-	-	-	-	-	-
Total	**1,021**	**453**	**44%**	**627**	**600**	**96%**	**1,350**	**1,101**	**82%**	**1,250**	**1,157**	**93%**	**1,200**	**1,054**	**88%**

MSPVL = Mundra Solar PV Limited;; MSEL = Mundra Solar Energy Ltd

Packaged Foods and FMCG - Manufacturing facilities and distribution network

As of September 30, 2022, AEL had 50 manufacturing facilities (including 23 owned and 36 third party/toll units). For their edible oil production, Currently they have 23 plants in India which are strategically located across 10 states, comprising 10 crushing units and 19 refineries with an aggregate designed capacity of approximately 8,525 MTPD and 16,285 MTPD, respectively.

The installed capacity, processed quantity and capacity utilization of manufacturing facilities for edible oil in India.

Facility	6 months ended Sep'30,						As of and for the Fiscal								
	2022			2021			2022			2021			2020		
	Installed capacity	Actual Product-ion	%	Installed capacity	Actual Product-ion	%	Installed capacity	Actual Producti-on	%	Installed capacity	Actual Producti-on	%	Installed capacity	Actual Producti-on	%
Edible Oil															
Crushing	1,150,875	323,963	28%	1,113,750	248,071	22%	2,325,000	604,675	26%	2,227,500	549,705	25%	2,160,000	436,935	20%
Refining	2,739,380	1,271,521	46%	2,735,880	1,313,711	48%	5,471,760	2,839,584	52%	5,471,760	3,012,453	55%	4,889,360	2,483,970	51%
Packaged food	407,430	165,428	41%	288,750	94,472	33%	592,500	243,335	41%	565,500	219,081	39%	371,350	148,388	40%
Oleochemi-cals	579,348	336,137	58%	383,850	233,700	61%	761,976	470,190	62%	767,700	500,668	65%	750,508	523,639	70%

Roads: The information on company's road assets as of September 30, 2022:

Project	Length (kms)	Lane (kms)	Counter party	LOA Date	Concession period Construction/O&M (*years*)	Status
Hybrid Annuity Model Projects						
BHRPL	53.3	213.2	NHAI	March 28,2018	2/15	COD received
SKRPL	58.6	234.5	NHAI	March 8, 2019	2.5/15	COD received
MRRPL	42.0	168.0	NHAI	March 8, 2019	2/15	Under construction
VBPPL	17.9	107.3	NHAI	March 6, 2019	2.5/15	Under construction
NPRPL	47.4	189.8	NHAI	March 30, 2019	2/15	Under construction
AVPPL	40.8	244.8	NHAI	January 12, 2021	2.5/15	Under construction
KKRPL	31.8	127.2	NHAI	March 22, 2021	2/15	Under construction
BKRPL	47.5	285.0	NHAI	March 31, 2021	2.5/18	Under construction
Total	**339.3**	**1,569.7**				
Build Operate Transfer Projects						
PPRPL	67.8	406.5	NHAI	March 30, 2021	2.5/18	Under construction
Ganga Expressway	464.3	2,785.5		December 16, 2021	3/27	Financial closure secured
KSRPL	65.1	390.6	NHAI	March 30, 2022	2/18	Concession agreement signed
Total		**3,582.6**				
Toll Operate Transfer Projects						
PRSTPL	49.5	198.1	NHAI	March 17, 2021	0/20	Toll collection started
Total		**198.1**				
Overall Total		**5,350.4**				

Note: BHRPL refers to Bilaspur Pathrapali Road Pvt Ltd; MRRPL refers to Mancherial Repallewada Road Pvt Ltd; SKRPL refers to Suryapet Khammam Road Pvt Ltd; VBPPL refers to Vijayawada Bypass Project Pvt Ltd; NPRPL refers to Nanasa Pidgaon Road Pvt Ltd; AVRPL refers to Azhiyur Vengalam Road Pvt Ltd; UPEIDA refers to Uttar Pradesh Expressways Industrial Development Authority; KKRPL refers to Kodad Khammam Road Pvt Ltd; BKRPL refers to Badakumari Karki Road Pvt Ltd; PRSTPL refers to PRS Tolls Pvt Ltd; PPRPL refers to Panagarh Palsit Road Pvt Ltd; KSRPL refers to Kagal Satara Road Pvt Ltd. BPRPL and SKRPL road assets started commercial operations from July 2022 and September 2022, respectively.

***Mining Services* - The details of the mining services as of December 31, 2022.**

Type	Name	Customer	Capacity (in MMT)	Location	Status
Coal Mining	Parsa East Kente Basen	Rajasthan Rajya Vidyut Utpadan Nigam Ltd	15.0	Chhattisgarh	Operational
	Gare Pelma III	Chhattisgarh State Power Generation Co	5.0	Chhattisgarh	Operational
	Talabira II & III	Neyveli Lignite Corporation India Ltd	20.0	Odisha	Operational
	Suliyari	Andhra Pradesh Mineral Development Corp	5.0	Madhya Pradesh	Operational
	Parsa	Rajasthan Rajya Vidyut Utpadan Nigam Ltd	5.0	Chhattisgarh	Under Development
	Gidhmuri Pituria	Chhattisgarh State Power Generation Co	5.6	Chhattisgarh	Under Development
	Kente Extension	Rajasthan Rajya Vidyut Utpadan Nigam Ltd	9.0	Chhattisgarh	Under Development
	Gare Pelma II	Maharashtra State Power Generation Co	23.6	Chhattisgarh	Under Development
Iron Ore Mining	Kurmitar	Odisha Mining Corporation Ltd	6.0	Odisha	Operational
	Bailadila Deposit 13	NMDC-CMDC Ltd	10.0	Chhattisgarh	Under Development

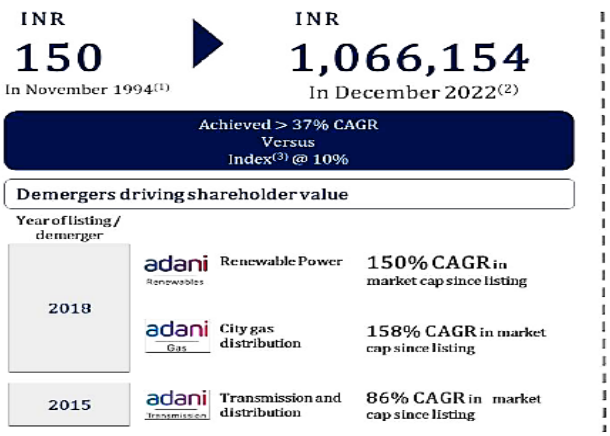
COMPETITIVE STRENGTHS

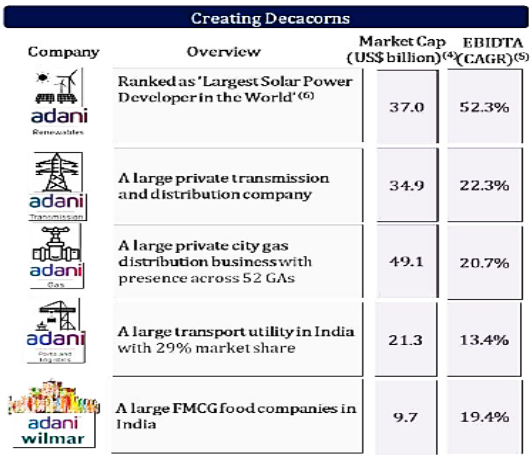
- ***A business incubator with a demonstrated track record of incubating sustainable infrastructure businesses in India with a focus on enhancing stakeholder value***

AEL is one of India's largest listed business incubators in terms of market capitalisation. They started operations in 1994 and incubated the ports business in 1998 and have since expanded their portfolio to cover diversified businesses across many industry verticals including energy and utilities, transport and logistics, primary industry and consumer. They have, over the years, seeded new business interests for the Adani group, developed them into sizeable and self-sustaining business verticals and subsequently demerged them into independently listed and scalable platforms, thereby unlocking value for their shareholders.

They continue to add new companies to their portfolio which possess a complement of scale, strategic importance, sustainable processes and technology sophistication.

The overview of their successful incubations that are now listed on Indian stock exchanges:





(1)price per equity share as of November 30, 1994 around the time the Company was listed on Indian stock exchanges; (2) price per equity share as of December 31, 2022; (3) BSE Index, (4) market capitalization is presented as of December 31, 2022 - US$ to INR of 82.79; (5) CAGR refers to compounded annual growth rate of 5 years from Fiscals 2018 to 2022; (6) source: Mercom Capital 2021.

- ***Demonstrated track record and expertise in project execution and management***

Since their inception in in 1993, they have incubated several companies across many verticals in the infrastructure sector and have built a distinctive specialization in project execution and have successfully executed all projects that they have undertaken to date. Through AEL, they focus on the underpenetrated infrastructure sector in India that has high potential for growth. By leveraging the Adani group's multi-decade pool of managerial excellence across a range of competencies for executing projects, they recognize opportunities early, bid for or acquire projects, and aim to successfully execute projects. AEL develops and operate businesses with an aim for these businesses to lead in their respective sectors, offer customers a superior price-value proposition, widen markets, and contribute to the sustainable development of the nation. As a result, their businesses not only serve existing markets but are built and operated with an aim to enlarge markets, enhance lifestyles, further sustainability and foster prosperity.

AEL leverage Adani group's multi-decade pool of managerial excellence across a range of competencies for executing their projects. They execute projects under Adani group's project management team, Project Management and Assurance Group ("**PMAG**"), which recognizes potential growth opportunities, conceptualizes a project from the bidding stage and ensures the overall development of the project within timelines at low costs. At the origination stage they conduct thorough market analysis to identify the strategic value of an opportunity. Based on their analysis they bid for projects or acquire them depending on the industry vertical with the aim of winning the bid and ensuing seamless integration within the Adani group.

The company forms strategic alliances to support the growth of their businesses. They have a long and successful history of forming strategic alliances with industry players for project execution which can be demonstrated through their over 2 decade long joint venture with **Wilmar International** to form Adani Wilmar Ltd, a leading FMCG company. More recently they formed a partnership with **Total Energies** through their subsidiary, **Adani New**

Industries Ltd ("ANIL") for their green hydrogen ecosystem. In addition, they have partnered with **EdgeConnex** to build a reliable network of data centres in India.

- ***Tapping on the growing green hydrogen potential in India to build a fully-integrated green hydrogen ecosystem in India***

Tapping on the growing green hydrogen potential and to further their and India's sustainable growth, AEL is setting up a fully-integrated green hydrogen ecosystem in India under their subsidiary ANIL with an objective to incubate, build and develop an end-to-end integrated ecosystem for the manufacture of green hydrogen. Their green hydrogen ecosystem covers (i) the manufacture of equipment required for the manufacture of renewable power and green hydrogen, (ii) the manufacture of green hydrogen and the renewable power required for it, and (iii) the manufacture of downstream products.

Currently, they have a solar and wind equipment manufacturing facility at Mundra SEZ which is expected to be one of the world's largest green hydrogen hubs. They commissioned India's first and largest vertically integrated solar Photovoltaic ("**PV**") facility and had the largest market share in terms of installed capacity for PV cell manufacturing. They offer products and services across the photovoltaics spectrum and manufacture passivated emitter and rear cell ("**mono-p-pERC**") and passivated emitter rear totally diffused ("**n-PERT**") bifacial cells besides the multi- metal catalysed chemical etching ("**MCCE**") wafer-to-cell on a commercial scale. Their solar manufacturing facility, currently covers the manufacture of cells, modules and ancillary products, has an installed capacity of 3.5 GW (including 2 GW monocrystalline capacity and 1.5 GW of multi-crystalline technology, which is planned to be replaced with tunnel oxide passivated contact or TOPCon).

They are expanding their solar manufacturing capabilities to be fully backward integrated that covers the manufacture of primarily components of a solar module from silicon to ingots, to wafers, to cells and to the module itself, and related ancillary products.

AEL has installed and are currently testing a wind turbine prototype of up to 5.2 MW at Mundra SEZ. We have a technology license for the turbine with the nacelle and rotor blade engineered and developed utilizing glass fibre that provides the capability to utilize thinner aerodynamic profiles. The tower is designed in-house with the support of third-party design consultants. All components of the wind turbine are assembled in-house. Their prototype is accredited by the German accreditation body (Deutsche Akkreditierungsstelle). It also has a WindGuard Certification.

They have completed studies for the development of an electrolyser with an aggregate installed capacity of 5 GW per annum to produce green hydrogen. They expect to manufacture the electrolyser in-house at Mundra SEZ and set up the green hydrogen plant in western Gujarat and Rajasthan. To further bolster their green hydrogen ecosystem, To further bolster our green hydrogen ecosystem, in 2022, they partnered with TotalEnergies pursuant to which they have agreed to acquire 25% minority interest in ANIL.

- ***Airport assets of national importance are strategically located and are supported by a stable regulatory framework and concession terms***

AEL has won mandates to modernize and operate 6 airports in Ahmedabad, Lucknow, Mangaluru, Jaipur, Guwahati and Thiruvananthapuram through the Airports Authority of India's ("AAI") globally competitive tendering process. They acquired the Mumbai International Airport Limited in 2021, and thereby won the contract for Navi Mumbai International Airport. As of December 31, 2022, their portfolio comprises 7 operational airports and 1 greenfield airport. As of September 30, 2022, they serviced 33 million passengers, 252,063 air traffic movement and 0.43 MMT of cargo across their all airports.

Company's operations are supported by a stable regulatory framework in India. They are subject to price regulation by Airport Economic Regulatory Authority ("AERA"). This involves the setting caps every 5 years on the amount that their airports can charge from the airlines using their facilities.

- ***Robust environmental, social and governance ("ESG") focus enhancing value in a responsible way***

Company's journey of value-creation for all their businesses rests on an integrated approach of taking into account ESG principles. It reflects enhanced financial capital, manufactured capital, human capital, intellectual capital, social and relationship capital and natural capital.

- ***Environment:*** The Adani group's portfolio companies have been set up with an aim to build sustainable businesses in line with India's de-carbonisation agenda and has set up a green infrastructure with integrated ports, renewable power generation and sustainable power and gas transmission infrastructure. They are setting up an end-to-end green hydrogen ecosystem at Mundra SEZ to enable cheaper access to renewable power and contribute to the growing demand for green hydrogen in India.

- ***Social:*** Company's CSR initiatives span across education, community health, sustainable livelihood development and community infrastructure. They have implemented an emotional wellness programme under the umbrella of Adani Cares. The services named "Desk of Goodness" is designed to help flyers through smart detection techniques and serve senior citizens, women with infants, and other passengers in need of wheelchairs.

- ***Governance:*** AEL has instituted various corporate governance policies and committees including their CRC consisting solely of Independent Directors tasked with keeping the Board of Directors informed about the ESG performance of businesses.

- ***One of the leading global player in integrated resource management***

Integrated resource management is one of their core current business activities. They are a leading supplier of imported coal in India with 64.4 MMT of coal volumes sold during Fiscal 2022. As part of integrated resource management, AEL provides their customers with a one-stop-shop for their energy needs by managing the entire supply chain of services from sourcing of cargoes, managing the finances for the voyage time, providing port handling services, managing inland transportation of cargoes and delivery of the coal at customers' doorstep. They have a diversified trading portfolio with storage facilities at both outbound and inbound ports along with the requisite infrastructure to efficiently manage sea borne and inland multi-modal logistics movement.

Their competitive advantage is derived from the synergies between Adani group's various business verticals, including the ports terminals on both the east and west coasts of India, which provide a strong infrastructure for efficient logistics management.

In their efforts to seek geographical diversification, they have established presence in emerging coal markets such as Sri Lanka, Thailand, Vietnam, China, and Dubai. With global offices and branch centres, they are well poised to continue to be a market leader in India and expand their footprint in other emerging markets to establish themself as a global player.

- ***Experienced promoters and strong leadership***

AEL is led by their Promoters, Gautam S. Adani and Rajesh S. Adani, supported by an able and experienced senior management. They have an experienced management team with experience across sectors such as mining services, manufacturing, green hydrogen, water management, airports and roads, FMCG and digital offerings, among others. Their board of directors have a collective experience of over many decades. Most members of their senior management have extensive experience in the industries they operate in.

KEY BUSINESS STRATEGIES

- ***Focus on incubating and expanding the green hydrogen ecosystem to support a low carbon future***

AEL intends to set up a fully integrated green hydrogen ecosystem in India to enable access to low-cost renewable power and produce low-cost green hydrogen at scale, and manufacture downstream products. Their plan to invest approximately US$50 billion over the next 10 years in the green hydrogen ecosystem for production of 3 MMT of green hydrogen. In the initial phase, they plan to develop green hydrogen production capacity of 1 MMT.

For that, they intend to be fully backward integrated in solar module manufacturing to achieve supply assurance and cost efficiencies. They plan to expand their solar module manufacturing capabilities at Mundra SEZ and cover the manufacture of metallurgical grade ("**mg**") silicon, poly silicon, ingots, wafers, cells and the module itself. They intend to develop ecosystem of critical ancillary producers for manufacturing modules in-house, such as, ethylene vinyl acetate ("**EVAs**"), backsheet, frames, glass, junction box, sealant, potting material, inter connectors and copper, among others using high efficiency technologies. For their wind energy equipment, they intend to operationalize their wind turbine in phases.

They also intend to set up a fully-integrated electrolyser including fuel cells with an aggregate installed capacity of 5 GW per annum in western Gujarat and Rajasthan close to the Mundra SEZ facility. They plan to transport the green

hydrogen produced through the pipeline to Mundra SEZ close to the green hydrogen facility, where the downstream products will be manufactured, both for the domestic market and exports. At Mundra SEZ, they plan to set up a green ammonia production facility, a green urea production facility and a green methanol production facility comprising of a green hydrogen compression and storage facility, an ammonia, urea and methanol synthesizer, and a green ammonia, urea and methanol storage and compression facility.

- ***Development of the airports business with focus on consumers***

Company's outlook is underpinned by the fact that India is expected to emerge as the 3rd largest aviation market by 2025 catalysed by the GoI's decision to popularize the PPP model. It is already the 3rd largest domestic passenger market and is expected to be among the fastest growing domestic air passenger markets over the next decade. They intend to increase air routes and passenger traffic.

  - Increasing international flights to long haul western and the Association of Southeast Asian Nations ("**ASEAN**") destinations.
  - Increasing airline connectivity to new and underserved destinations.
  - Attracting airlines to make the airports as their hubs by offering a series of incentives, such as night maintenance and airplane parking bays, and to operate long haul flights from their airports.
  - Increasing dwell time of airlines at airports by establishing the "mini-hub" structure.
  - Developing air cargo associated infrastructure such as cargo villages, perishable pack houses and logistics parks.
  - Focusing and developing location specific commodity driven import/export volumes of perishables, textiles, pharma, valuable and general cargo.
  - Taking advantage of and developing ecommerce domestic air freight, both inbound and outbound.
  - Developing international scheduled and ad-hoc freighter operations.
  - Developing airport cargo operations as trans-shipment, consolidation, and deconsolidation hubs in India.
  - Developing and operating bonded road feeder services ("**RFS**") and network of air freight stations ("**AFS**") to integrate the airport cargo operations with their ports and logistics business network.

- **Drive growth in non-aeronautical services revenues and commercial property development at the airports**

The terms of company's concession agreements for their airports provide them with flexibility and control in developing non-aeronautical services (including food and beverage outlets in airports, retail and a whole set of services such as foreign exchange and advertising and promotions, operation of car parks and sale of duty-free products and lounges), which are generally not subject to government tariff regulation. In addition, non-aeronautical services revenues include those earned from the leases of commercial space such as offices and airline lounges.

They expect to develop the land in a phased manner to cover hotels, retail establishments and office space such that their airports act as a "The Destination Magnet" for customers, along with convenience offered through a super-app. They expect the development to meet high standards of ESG principles and backed by technology & innovation.

- **Continue to grow the Data Centre business**

The Indian data centre industry is at an inflection point where accelerated digitization and rapid cloud adoption are driving the growth of the industry. India's data centre industry is expected to add approximately 320 MW to 340 MW capacity in Fiscal 2023. This capacity addition will be on account of the growing internet penetration, increase in data consumption, rising adoption of cloud and internet of things and big data analytics by corporates, significant usage of social media and messaging services, increased use of smart devices and increased adoption of internet-of-things. GoI initiatives like "Digital India" and emphasis on data protection and data localization will also play a

significant role in the capacity addition. It is expected that data localization will reduce latency and increase the response speed of apps and other online programs.

AEL intends to leverage the vast quantum of data generated by their various consumer facing businesses that interface every day with millions of customers. For that, they intend to set up secure data centres across India. They partnered with **EdgeConnex** to build a reliable network of data centres in India. They intend to build data centres with an aggregate capacity of 1 GW by 2030, supported by ongoing land acquisition and construction activities across Chennai, Noida, Navi Mumbai, Hyderabad, Vizag, Pune, Kolkata and Bangalore. Their first data center in Chennai was commissioned in October 2022 and has a capacity of 17 MW.

- ***Expand and diversify the roads business***

Currently, AEL builds and operate roads in India and expect to expand into rail and metro eventually, in line with their strategies. They entered the business of road construction, development and maintenance in 2018 and have since built a portfolio of 14 road assets spanning over 5,000 lane kms across 10 states in India. As of September 30, 2022, 3 road assets are operational and the others are under various stages of development. These projects are developed under a combination of the Hybrid Annuity Model ("**HAM**"), Build Operate Transfer ("**BOT**") and Toll Operate Transfer ("**TOT**"), providing them with stable cash flows from HAM projects, while also benefiting from the upside from BOT and TOT projects as traffic on the roads increase.

Their roads portfolio includes the right to develop, build, finance, operate and toll the 2,785 lane km greenfield Ganga Expressway project in Uttar Pradesh with a concession period of 30 years. In August 2022, their subsidiary, Adani Roads Transport Ltd entered into a definitive agreement with Macquarie Asia Infrastructure Fund for acquiring 4 stretches of toll road assets – 2 each in Andhra Pradesh and Gujarat.

- ***Build a seamless digital ecosystem***

As part of their digital business, AEL intends to digitalise Adani group's consumer-facing portfolio to meet customer needs with improved customer engagement, increased monetisation and a faster time-to-market. They intend to create an integrated Adani platform or super app ('Adani One' App) to provide a seamless experience to customers of various Adani group's businesses. Over time, AEL expects to cover other consumer facing businesses of the Adani group, such as electricity distribution, city gas distribution, FMCG, among others.

- ***Pursue strategic alliances and partnerships***

AEL intends to form a strategic alliance to develop an end-to-end health infrastructure business covering diagnostics, hospitals, health insurance, among others. They have demonstrated the capacity to operate joint ventures with partners in the data centres, agro products, FMCG and mining services, among others.

They possess a culture of specialisation in projects execution, one of the most challenging segments in India, marked by the ability to execute projects faster than the sectorial average by drawing on a validated Group level managerial excellence. Their experience in project execution, and their multi-decade cross industry experience, positions them well to form businesses of scale with strategic partners.

- ***Focus on incubating and expanding the petrochemicals and copper businesses***

AEL is leveraging the Adani group's resources at Mundra SEZ to build a state-of-the-art petrochemicals industry to enhance PVC import substitution. There is a growing opportunity to consume green fuels and moderate national carbon footprint. Accordingly, they intend to build and operationalise the 1st phase of the PVC project of 2 MMTPA, leveraging group resources and the Mundra SEZ's locational advantage with a project size.

Copper is a key raw material linked to the Adani group's infrastructure portfolio (energy and transportation), strengthening national self-reliance and securing its supply chain. They will manufacture copper and by-products, precious metals (gold and silver) and sulphuric acid, which can be partly converted to phosphoric acid. They may also explore value-added downstream opportunities like copper tubes.

- ***Continued focus of ESG***

AEL is fully committed to ESG aspects and have a robust ESG framework. Their ESG focus area and priorities are identified based on a detailed materiality assessment exercise conducted in Fiscal 2022. The material topics were identified based on an exhaustive stakeholder engagement survey with their internal and external stakeholders, after considering various other relevant factors such as industry research, peer reviews, referring to key ESG frameworks and ratings.

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