adani

Ports and Logistics

Ref No: APSEZL/SECT/2019-20/60

July 12, 2019

BSE Limited	**National Stock Exchange of India Limited**
Floor 25, P J Towers,	Exchange plaza,
Dalal Street,	Bandra-Kurla Complex,
Mumbai – 400001	Bandra (E), Mumbai – 400051
Scrip Code: 532921	**Scrip Code: ADANIPORTS**

Sub: Notice of the 20th Annual General Meeting alongwith Annual Report of the Company for the financial year 2018-19

Dear Sir,

Pursuant to Regulation 30 and 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Notice of the 20th Annual General Meeting to be to be held on Tuesday, 6th August 2019 at 10:30 a.m. at H.T. Parekh Hall, AMA Complex, ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad – 380015 alongwith Annual Report of the Company for the financial year 2018-19.

Kindly take the same on your record.

Thanking you,

Yours faithfully,
For Adani Ports and Special Economic Zone Limited

Kamlesh Bhagia
Company Secretary

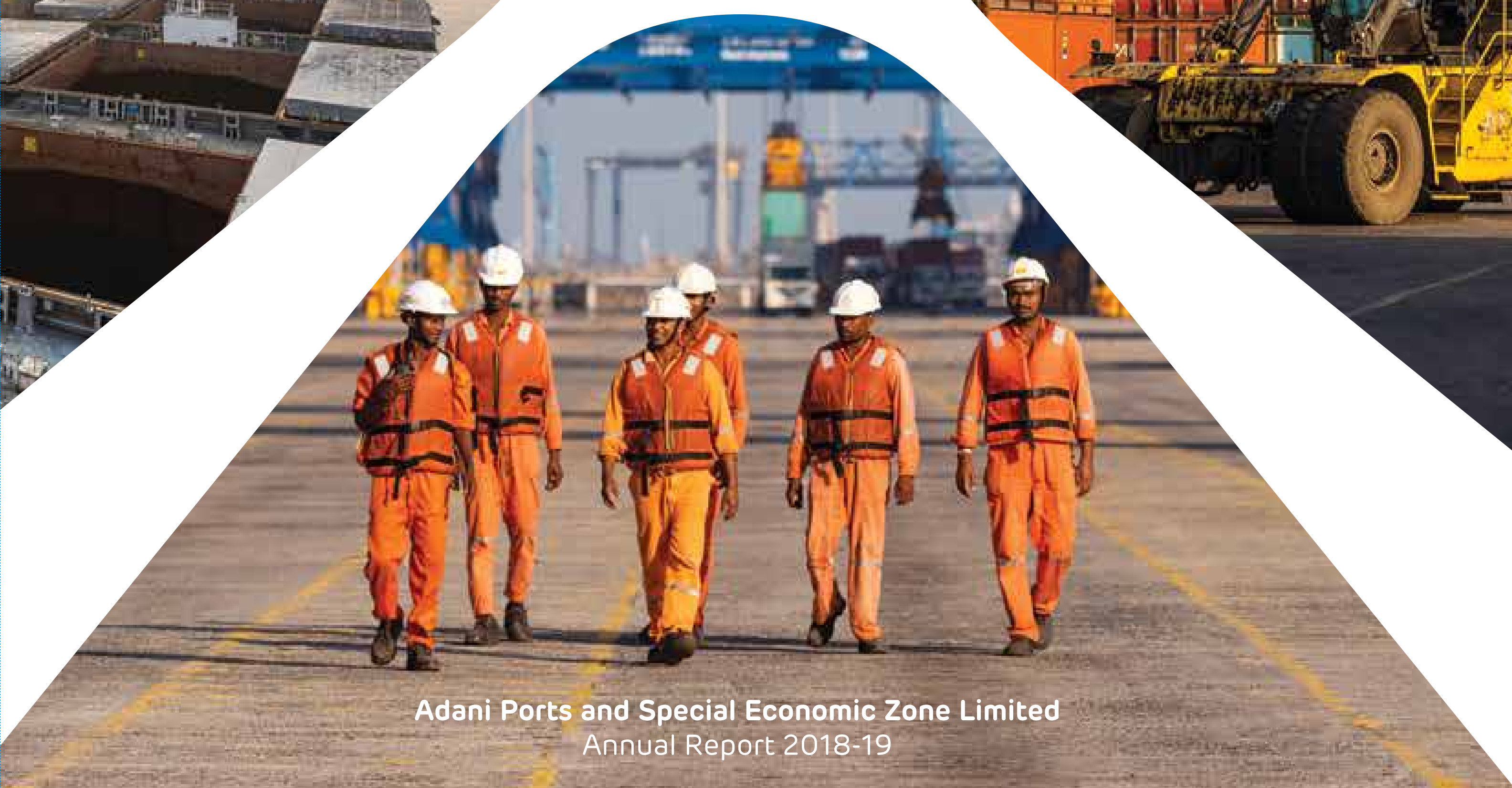
Adani Ports and Special Economic Zone Ltd. AHMEDABAD

Encl: a/a

Converging strength with sustainability

adani

Ports and Logistics



Adani Ports and Special Economic Zone Limited

Annual Report 2018-19

Contents

FY19 consolidated highlights

CROSSED THE MILESTONE OF HANDLING **200 MILLION METRIC TONNES** (MMT)OF CARGO IN A YEAR

EBITDA MARGINS IMPROVED BY **200 bps** TO **65%**

ACHIEVED PAT OF OVER **₹ 4,000 CRORE** FOR THE FIRST TIME

Our strengths are our unique, customer-focused and integrated portfolio of ports infrastructure and services across India, adequate capacity to leverage growth opportunities, financial acumen and high level of operational efficiency powered by digital technologies.

These capabilities converge with our sustainability priorities that primarily focus on building leadership capabilities for our people, health and safety for all stakeholders, climate change and energy and water and effluents management. Our citizenship initiatives are also integral to our commitment to sustainable and holistic growth.

With the adoption of industry 4.0 technologies and determined teamwork, we are managing seamless integration of all our businesses in a dynamic operating environment. Our capacity and capabilities enable us to remain at the vanguard of opportunities to cater to aspirations, touch more lives and contribute meaningfully towards India's socio-economic wellbeing.

Introducing APSEZ

A sustainable blueprint for growth

Adani Ports and Special Economic Zone Limited (APSEZ) is India's largest commercial port operator and integrated logistics player.

We belong to the distinguished Adani Group with integrated business interests, spanning resources (coal mining and trading), logistics (ports and rail), energy (renewable, thermal power generation and transmission), agricultural commodities and ancillary industries.

Our 10 domestic ports provide us the unique advantage of being present in six maritime states, namely Gujarat, Goa, Andhra Pradesh, Tamil Nadu, Kerala and Odisha. Our operational facilities are equipped with advanced cargo handling capabilities, which are state-of-the-art and can handle large vessels calling at Indian ports.

At APSEZ, we manage the complete logistics chain – from vessels management to anchorage pilotage, tug pulling, berthing, goods handling, internal transport, storage and handling, processing and final evacuation by road or rail.

Over the years, we have evolved from a port-focused organisation to a customer-facing integrated port infrastructure services, fostering alliances with leading Indian businesses to provide comprehensive logistics solutions.

With expertise in providing end-to-end logistics solutions, operational excellence, low-cost operations and synergies through its acquisitions, our Company is backed by a young and dynamic workforce.

Competitive advantages

- **Largest commercial port operator in India**
- **Deft management experience**
- **Operational excellence with low cost**
- **Successful track record of integrating acquisitions**

WE ARE COLLECTIVELY PROPELLING INCLUSIVE AND SUSTAINABLE GROWTH FOR NEW INDIA.

VISION

To be a world class leader in businesses that enrich lives and contribute to nations in building infrastructure through sustainable value creation.

VALUES

Courage
- We shall embrace new ideas and businesses
- Take calculated risks in pursuing new and big business opportunities
- Dare to achieve
- Own up to our decisions

Trust
- We shall believe in our employees and other stakeholders
- Show faith in the capability of our employees
- Empower our employees to go beyond the call of duty to deliver results
- Encourage employees to turn disappointments into learning opportunities
- Listen to and include the perspectives of our vendors, investors and other stakeholders

Commitment
- We shall stand by our promises and adhere to high standards of business
- Be Reliable – 'Do what you say' and 'Say what you will do'
- Consistently deliver on business goals and targets
- Consistently demonstrate high standards of professionalism

CULTURE

Passion
Performing with enthusiasm and energy

Results
Consistently achieving goals

Integration
Working across functions and businesses to create synergies

Dedication
Working with commitment in the pursuit of our aims

Entrepreneurship
Seizing new opportunities with initiative and ownership

Business Overview

Deepening integration across businesses

For over three decades, we at APSEZ, have built, acquired and developed an integrated and unique portfolio of ports infrastructure and services across India, for India. Our strategically located ports and terminals, industrial land and logistics business demonstrate our commitment to grow sustainably in step with the nation.

- Concession assets with free pricing*
- JV model with ship liners for two container terminals at Mundra
- Handling multi and complex cargo

Revenue contribution

81%

- 20-year license to operate rails
- Operating three logistics parks and two more parks are under development (Nagpur, Mallur)
- Enhancing connectivity between ports and origin / destination of cargo

Revenue contribution

5%

- Land bank of 8,000+ hectares
- Integration between land bank and port
- Developing industry cluster
- Regular revenue stream through annual rentals and upfront premium

Revenue contribution

7%

* at non major ports (i.e. Mundra, Hazira, Dahej, Kattupalli and Dhamra)

FY19 Port Performance

- India's largest and APSEZ's flagship port
- The cargo volume grew by 13%
- Container volume, excluding CT 1 grew by 23%
- Crude volume grew higher due to HMEL and IOCL customer

- Hazira port has excellent multimodal connectivity adjoining industrial areas
- Container – One new service liner ('FIVE') added during the year
- Coal – Higher coal handled due to long term contracts
- Liquid – Higher volume on account of new customers

- Double digit growth in all types of cargo handled
- Focus on handling various types of new cargo – slag, salt, fertilizer, gypsum and many more

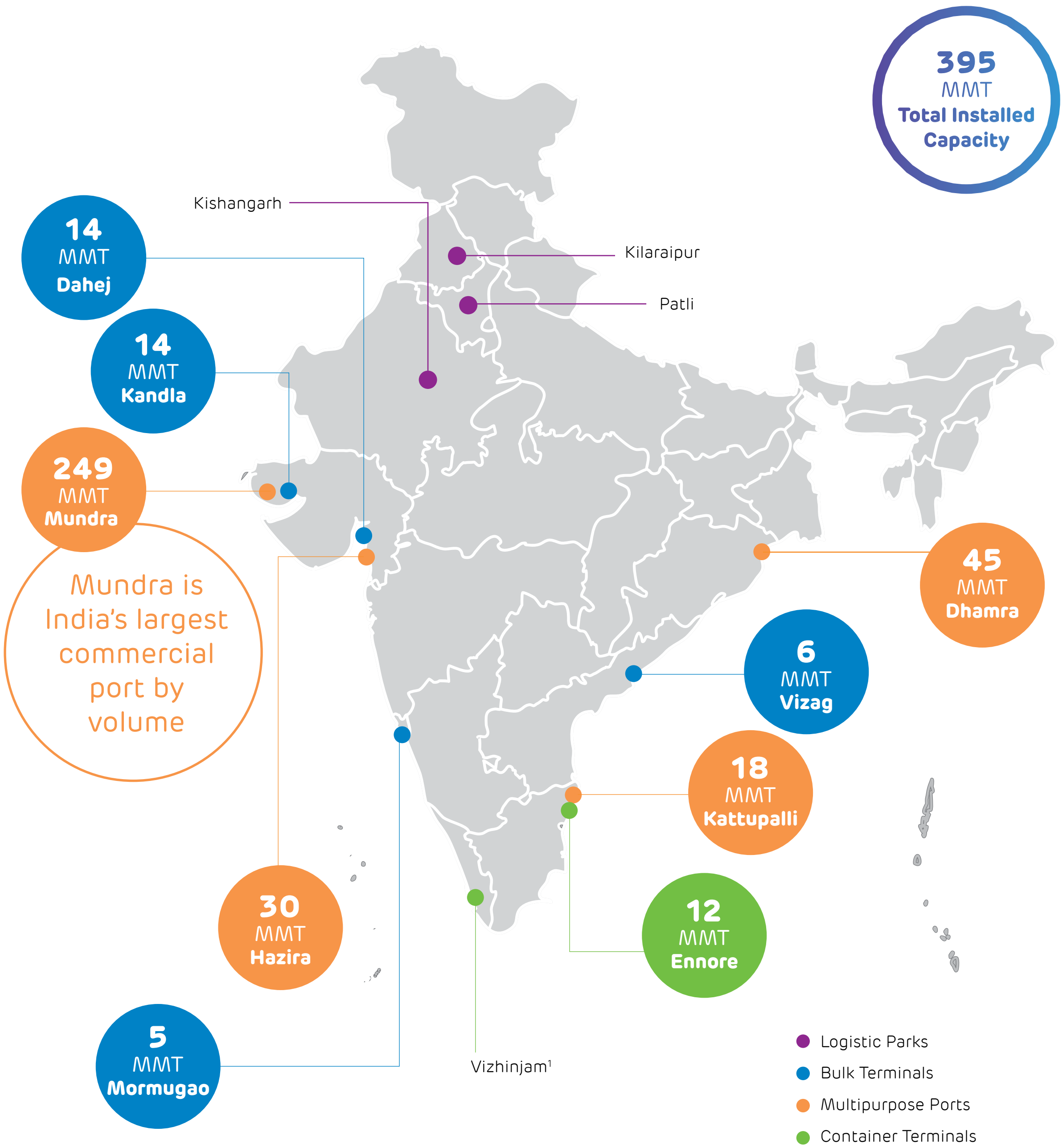
- Our gateway to southern India
- Continues to gain market share and registered 18% growth
- Achieved highest ever monthly container volume of 57,047 TEUs in September 2018

- Strategised to handle new types of cargo namely clinker, slag, fertilizer, gypsum resulting in higher EBIDTA
- Ship-to-ship Operation commenced
- Evacuation issues are getting resolved. Ordered new rakes under GPWIS* to improve rake availability

*General Purpose Wagon Investment Scheme

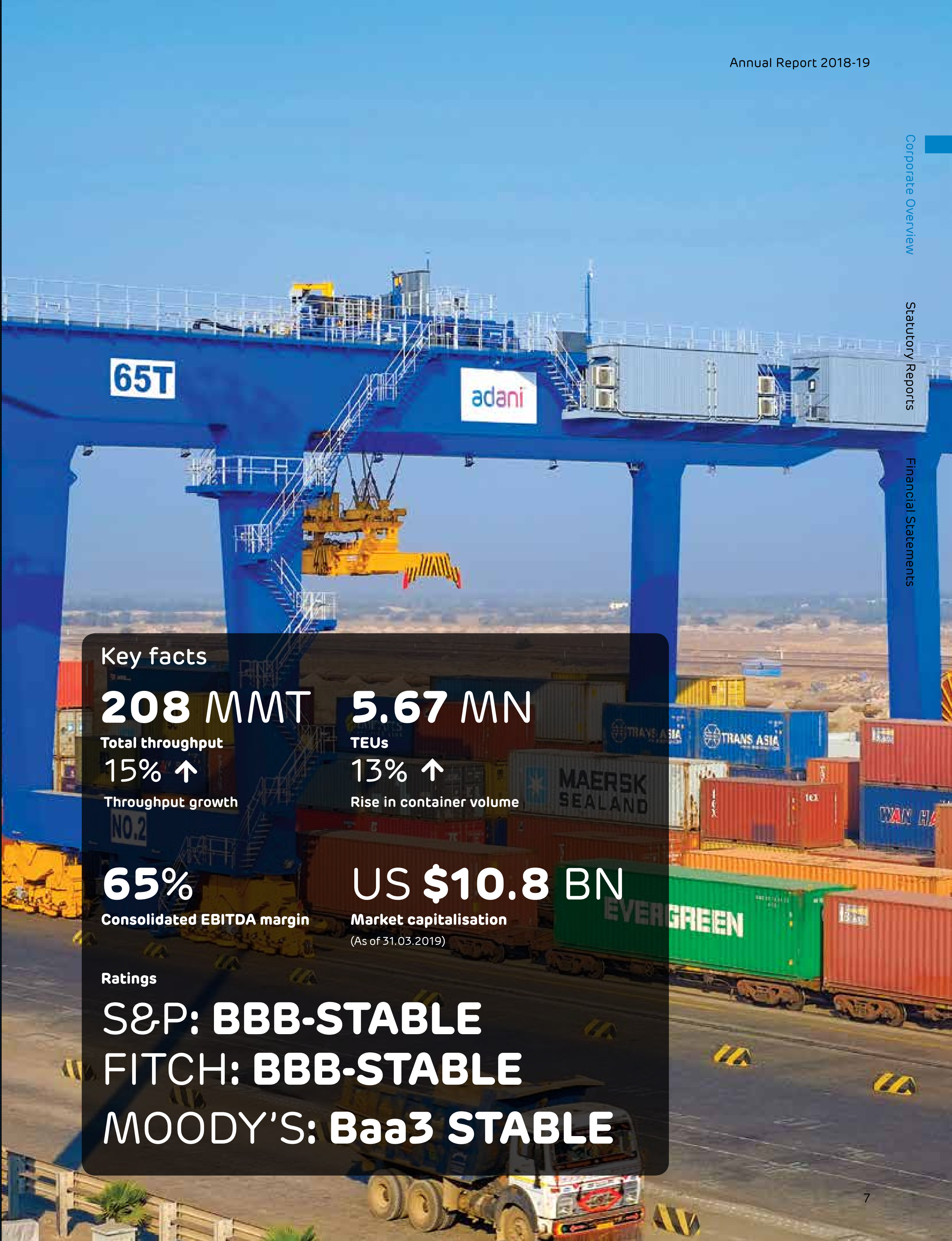
National Presence

Reaching farther with focus and agility



Note:
1. Under development

MMT: million metric tonnes



Key facts

208 MMT
Total throughput
15% ↑
Throughput growth

5.67 MN
TEUs
13% ↑
Rise in container volume

65%
Consolidated EBITDA margin

US **$10.8** BN
Market capitalisation
(As of 31.03.2019)

Ratings

S&P: **BBB-STABLE**
FITCH: **BBB-STABLE**
MOODY'S: **Baa3 STABLE**

Investment Case

What makes us robust and resilient?

Unique and integrated business model

We are the leading commercial port operator and integrated logistics player in the country. We have a dominant market position among the port sector in India. Our presence across 10 domestic ports represent a strategic 'string of ports' along the Indian coastline. We are rated Investment grade by three international rating agencies (Moody's, Fitch and S&P).

Leading commercial port operator and integrated logistics player.

Adequate capacity to capture growth

At APSEZ, we benefit from our presence across the West and East coasts of India, with a capacity of 395 MTPA, which would be around one-fourth of India's capacity. We have delivered a CAGR of 13% throughput in the last five years. Our market share has now increased progressively to 21% of all India cargo volume.

Our ports handle diverse cargo, including containers, coal, crude, minerals, chemicals and agri-commodities. The cargo volume continue to surpass the industry growth rate, primarily on account of geographically diversified presence, segmented cargo profile, highly integrated operations and long-term customer contracts.

18%

CAGR revenues over the last five years.

Operational efficiency

We have strong operational efficiency, as reflected in superior average turnaround time and lower pre-berthing time, comparable with India and international ports. We are blessed with natural deep draft, 14-18 metres at our ports. This allows super cape size, very large container carriers to dock, thereby reducing cost for the end consumer. Besides, we have reliable rail, road, and air connectivity. Our operational efficiency translates to robust profitability, as reflected in an operating margin of 65% in FY19 vis-à-vis 63% in FY18.

The strong operating efficiency results in strong profitability, as reflected in operating margin of 65% in FY19 vis-à-vis 63% in FY18.

Customer-first approach

Our business strategies focus on catering to the diverse requirements of our valued customers. We continually strive to improve and enhance our portfolio of services. We endeavour to improve our operations, integrate our businesses through the value chain and optimise our performance through operational efficiencies and innovative technological solutions. Our overarching objective is to ensure that our operations have a deep and wide impact on all our stakeholders.

Focus on catering to diverse requirements of valued customers.

Prudent financial acumen

We have a proven track record of mobilising capital from domestic and international investors, banks, and financial institutions. Our financial prudence is vindicated by healthy cashflow, attractive margins and strong returns on capital employed, which allows us to invest and strengthen our business and return surplus capital to shareholders.

Generate attractive margins and strong returns on capital, which allow us to invest and strengthen our business and return surplus capital to shareholders.

Well-positioned to leverage India's growing trade

We are well poised to grow attractively and take advantage of India's growing trade. India's growing contribution to global trade has helped increase our cargo traffic. With 395 MMT capacity our ports are future ready.

Hold both capacity and ability to handle multiple cargo at existing ports.

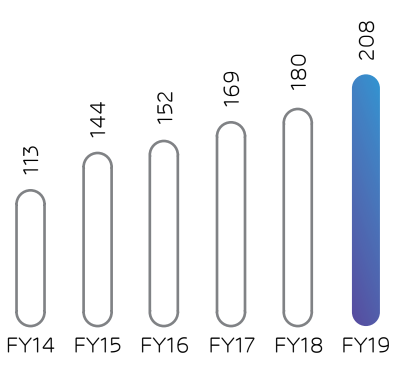
Operational Highlights

Setting new benchmarks with confidence

- Record cargo throughput - volume of 208 MMT – **15% growth**
- Cargo volume growth of **15%** vis-à-vis pan-India ports growth of **5%**
- Growth across all ports, regions and all segments of cargo – Mundra **13%**, Hazira **16%**, Kattupalli **18%** and Dahej **30%**
- Terminals at major ports handle **12 MMT** (127% growth)
- Coal volume up by **17%**; and container up by **13%**
- Composition of cargo (Coal **33%**, Container **41%**, Crude **12%**, Others **14%**)

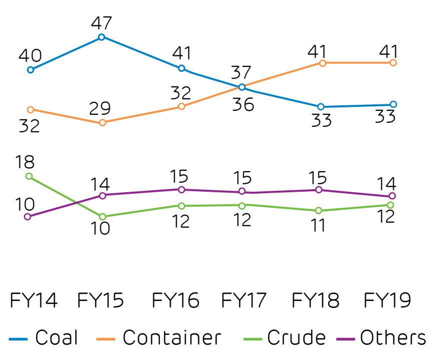
Total cargo volume handled

(MMT)



Cargo composition

(%)



Recent Acquisitions

- Completed Kattupalli acquisition
- Adani Logistics Ltd. acquires Adani Agri Logistics Ltd.
- Definitive agreement signed to acquire innovative B2B logistics

ESG highlights

Energy

- Renewable energy share of Standalone (APSEZ, Mundra) stood at 5% and consolidated at 3%
- 32% - Energy consumption for Standalone (APSEZ) reduced due to minimal dredging operation at Mundra and decreased 19% for consolidated APSEZ despite 15% increase in cargo volume

Emission

- Due to renewable energy initiatives, we saved 12,038 tCO_2 emission
- Green House Gas (GHG) emission has reduced due to less fuel consumption

Biodiversity

- Preserved 87+ species in terrestrial and 4 mangroves species in marine biodiversity
- More than 10 million trees have been planted till the end of reporting year encompassing 660+ ha area

Water

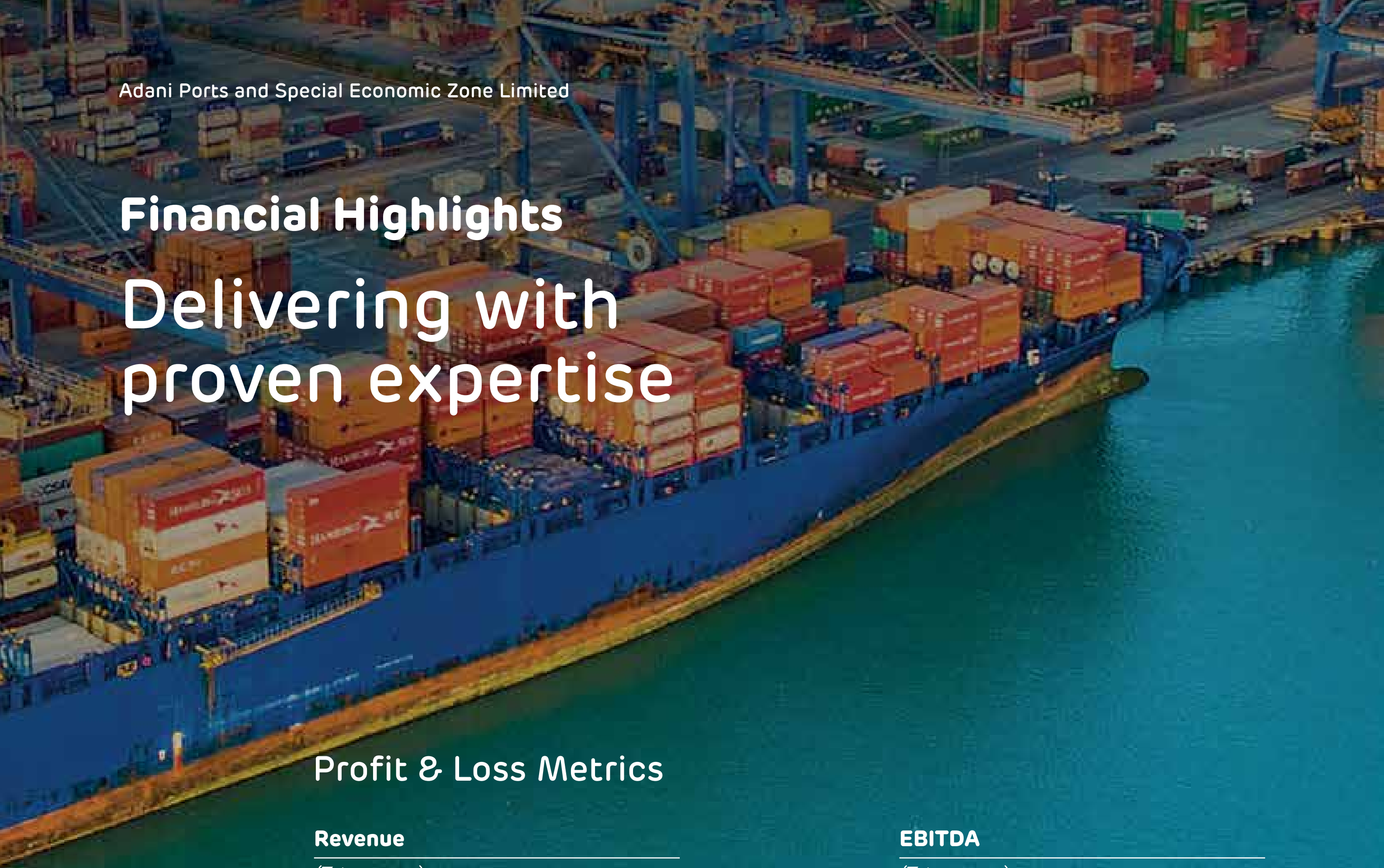
- Water consumption reduced by 10% for APSEZ standalone and increased by 8% for APSEZ consolidated
- 422 ML wastewater has been treated and reused in our activities

Safety

- One fatal incident and 13 Loss time Injury (LTI) covering all sites
- 1,73,277 persons were trained for safety measures

People

- Family of 2,300+ employees and 15,000+ third party associates
- Touched over 5,00,000 families across 2,250 villages and towns covering 18 states of India



Financial Highlights

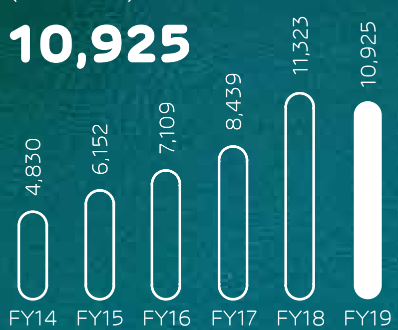
Delivering with proven expertise

Profit & Loss Metrics

Revenue

(₹ in crore)

10,925

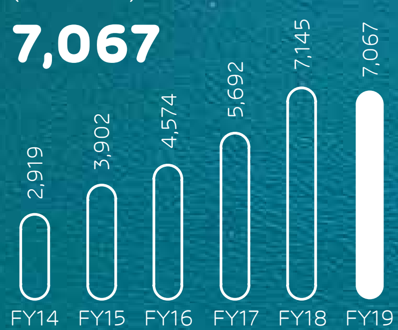


5-year CAGR 18%

EBITDA

(₹ in crore)

7,067

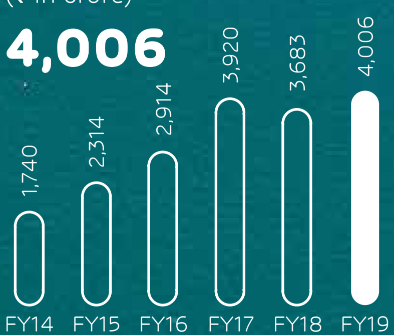


5-year CAGR 19%

Profit After Tax

(₹ in crore)

4,006

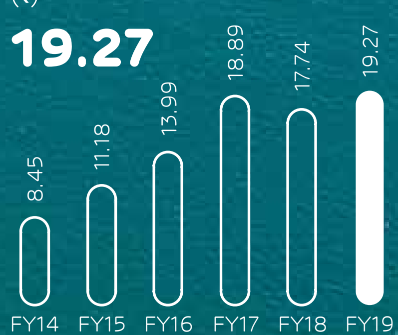


5-year CAGR 18%

Earnings Per Share (Basic)

(₹)

19.27



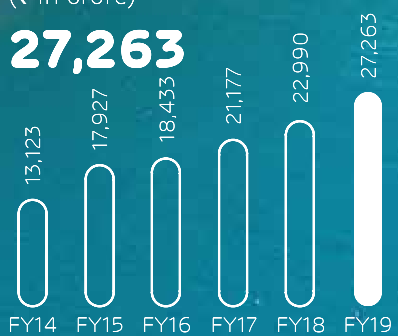
5-year CAGR 18%

Balance Sheet Metrics

Net Fixed Assets

(₹ in crore)

27,263

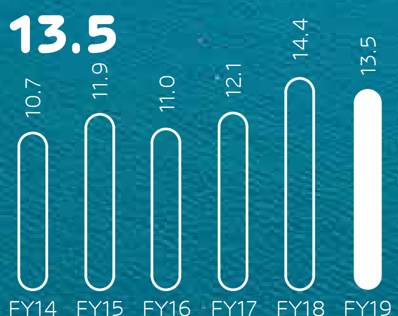


5-year CAGR 16%

Return on Capital Employed (ROCE)

(%)

13.5

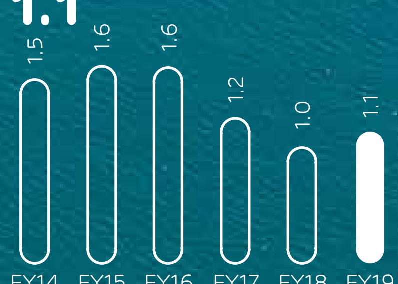


5-year CAGR 5%

Debt-to-equity ratio

(x)

1.1



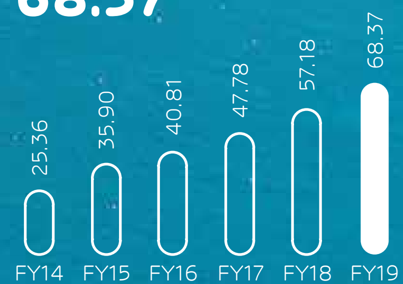
5-year CAGR (-6%)

Social Metrics

CSR Spend

(₹ in crore)

68.37



Chairman's Message

Accelerating shared prosperity and value creation

Dear Stakeholders,

Greetings! We live in interesting times. India continues to be one of the world's fastest growing economies. We are expected to become the world's fifth largest nation by the end of this year. Our country is expected to see an investment of a trillion dollars in infrastructure, split evenly between public and private sector resources and is on its way to become a five-trillion-dollar economy over the next five years.

India at an inflection point

In the recent elections, the mandate received by the Government is an indication that the citizens of our country have voted for stability in support of a vision that addresses large segments of the society in a fashion and scale that will radically change India's development trajectory. In an analysis published earlier this year, the World Economic Forum predicted that India would have lifted 2.5 crore more households out of poverty over the next decade, thereby reducing the share to households below the poverty line to 5%. For a size of our country, these are staggering statistics and a harbinger of hope and optimism for the entire nation. Undoubtedly, there will be challenges and not all programmes may get executed to perfection but there cannot be any denying the fact that the ambitions of our nation are taking shape in a fashion that is transformative and exciting and India is at an inflection point.

The transformation of the Adani Group

For the Adani Group, FY19 has also been a year of inflection. Each one of our six publicly traded Group companies delivered record financial performance and made tangible progress in further consolidating their individual positions as industry leaders in every segment we operate in. In this context, it would be appropriate to mention the importance of the Central Electricity Regulatory Commission's landmark decision to approve Adani Power's Mundra power plant's petition for higher Tariff. This was the largest challenge we had to overcome and is a reflection as much of the Group's tenacity to pursue what it believes is justified as much a reflection of the fairness of the Indian court systems. Every one of the Group companies are now growth platforms that, while mutually independent, can draw upon the management and leadership synergies that exist within the Group.

APSEZ leading from the front

APSEZ had a record year on multiple fronts. It became the first Indian ports company to handle 200 MMT of cargo and made its foray into a distinguished league of the top five fastest growing port operators in the world. The most remarkable part of this narrative has been the acceleration witnessed over the last five years. It took APSEZ over a decade to go from 50 MMT to 100 MMT in FY14, and then just five years to yet again double the capacity. This is the best validation of APSEZ's ability to execute on its strategic objectives and a reflection of the strong leadership team that APSEZ has built.

As promised, we have also made significant progress in continuing to build out the logistics infrastructure required to augment APSEZ's growth strategy. According to the Strategy

"APSEZ has become the world's first Indian port operator to record 200 MMT cargo movement; and this milestone makes APSEZ rank among the world's top five fastest growing port players."

Gautam Adani, Chairman
Adani Ports and Special Economic Zone Limited

for New India@75 from Niti Aayog, by 2023, the Government has set an objective to reduce the logistics cost to less than 10% of GDP from the current level of 14%. Every 10% decline in indirect logistics cost has the potential to increase exports by 5-8% and APSEZ is well positioned to leverage this advantage. Our investments in multi-modal logistics park, inland waterways, coastal shipping, air cargo terminals and trucking services will cater to the fast-developing demands from the logistics sector. We are best placed to divert traffic with our inland network of spokes comprising warehouses and logistic parks connected through road, rail, and water. Our objective of becoming an end-to-end logistics player will further accelerate as India continues to become the trading hub for Asia, the Middle East, Africa, and Europe.

APSEZ has always strived to maximise shareholder value and has demonstrated sustained growth in value creation. To further this commitment, we have recently announced a buyback of shares at a price not exceeding ₹ 500 a share, offering an 18% premium to the market price. APSEZ has already undertaken the majority of its large capex investments and most of these assets have now started yielding healthy margins. The share buyback, will further help us support our loyal shareholders that continue to believe in our vision.

Environment, social responsibility & governance

Along with our focus on the financial and operational performance, we are equally committed to continue to strengthen our corporate governance practices. In line with this, we have implemented a strict policy for related party transactions. To ensure transparency that all transactions are arms length we will include assessments by internal business teams, review through an external agency and a due diligence by an Executive Committee consisting of Board of Directors. These steps are in addition to the existing regulatory requirements.

Adani Foundation continues to go about its business of making a difference to the lives of the various communities the Group touches. Our foundation initiatives now reaches across 18 states and 2,250 villages and towns touching over 5,00,000 families. Along with the growth of the business, it is this goodness that makes our efforts meaningful.

Growth with Goodness

In closing, I thank all our stakeholders for their continued support and conviction in our philosophy of Growth with Goodness. We are committed to continue our exciting journey of growth with the support and guidance of our customers, employees, shareholders, bankers, governments and the Board. We shall continue to remain an active contributor to nation-building, adding value to our product portfolio and exploring new opportunities that contribute to the growth of our business and the nation.

Gautam Adani

CEO's Message

Contributing sustainably to India's growth

"For the next fiscal, we expect a revenue growth of 12-14%. We aspire to grow from strength to strength by focusing on the 4Cs - Culture, Consumer, Container and Cargo. Customer centricity will continue to be one of our top priorities to drive growth and profitability."

Karan Adani, CEO
Adani Ports and Special Economic Zone Limited

Dear Stakeholders,

FY19 has been an exciting year for APSEZ as we continued our journey of growth and created sustainable value for our stakeholders and the communities we work with. As India's largest commercial ports operator and a pan-India integrated logistics solution provider with presence across ports, logistics and SEZ businesses, we are committed to bring opportunity and growth to every part of India. Let me take you through the eventful journey that FY19 was.

Our ports business - connecting India with agility

We are building a diverse portfolio with scale, scope and speed to address core national priorities. Our 10 strategically located ports and terminals account for 24% of India's port capacity. Our ports revenue increased to ₹ 8,897 crore, up by 20% compared to FY18. We recorded a cargo throughout of 208 MMT, an annual increase of 15%. Eight of our ports witnessed significant growth. Equipped with highly mechanised handling facilities and operational benchmarks comparable to the best in the world, our ports have been steadily becoming world-class in terms of their operational capabilities.

I am also delighted to inform you that in FY19, APSEZ was recognised as one of the world's top five fastest growing ports and became the first Indian port operator to record 200 MMT of cargo movement. Our initial projections were to reach this milestone by 2020 but we could fast-track it with customer-centric approach and enhanced asset utilisation. Our journey to reach this milestone has been challenging but our people have been outstanding and more than equal to the challenge. We are now better positioned than ever before to capitalise on the platform that has been built on the back of sustainable business practices, long-term contracts, cargo diversification and tie-ups with shipping lines. We have set an objective to reach 400 MMT of throughput by 2025 and have set the ball rolling to achieve this objective through our multi-pronged approach.

Our logistics business – facilitating domestic trade and commerce

Revenue in logistics business reduced in FY19, however, the EBITDA margin increased by 68%. Our three logistics parks, along with our product portfolio and value-added services, are focused on providing the best solutions to our customers.

Through Adani Logistics Limited (ALL), we are enhancing connectivity between ports and the destinations of cargo by building more logistics parks across the country and deploying rakes for rail movement. Leveraging our deep draft seaports, expertise in operating ports, rail, warehouse, logistic parks and taking advantage of the aligned infrastructure built over the past two decades, we are positioning ourselves as the most preferred integrated logistics company across the country. India is also seeing sweeping digital disruptions, which is creating several additional opportunities for our logistics business. We have therefore integrated technology as a key element in our business. Plans to introduce modern port systems, cargo infused with Internet of Things (IoT), and asset tracking and data analytics solutions are already under implementation and will help us further enhance our vision for providing end-to-end service to our customers.

During the year, we acquired Adani Agri Logistics Ltd. (AALL). AALL is the pioneer in providing efficient storage through silos and transportation by rail. It has fully contracted capacity of 1.58 MMT, seven trains and 28 storage and handling infrastructure facilities. Long-term (20-30 year) contracts on use or pay basis with 70%+ EBITDA margins. With this acquisition, ALL will have significant opportunity to leverage considerable combined infrastructure for handling multiple commodities, transport and further enhance hinterland connectivity.

We also signed an agreement to acquire Innovative B2B Logistics Solutions. This acquisition will make ALL the largest private rail and logistics park operator in India. Moreover, various government initiatives such as the GST implementation, the Delhi-Mumbai Industrial Corridor, and Dedicated Freight Corridor are likely to give rise to opportunities, which we are ready to leverage by synergising with our ports operations. AALL is on a strong growth path and I am optimistic that it will emerge as one of India's leading logistics service providers.

We have continued to build a best-in-class technology team to enhance the efficiency of our supply chain and offer better solutions. We have embarked on a journey of data-based decision-making and are upskilling our teams in the fields of Artificial Intelligence (AI) and Machine Learning (ML) to provide customers with near real-time data and better decision support. We are scaling up an empowered analytics team that will ensure the proper functioning of operations, safety and human resources.

Environment, Safety & Governance (ESG)- our priority and no compromises

At APSEZ, we are committed to the safety of our employees and the environment. Despite our best efforts, there was one unfortunate fatal incident in FY19. To ensure zero fatalities in future, we are taking steps to ensure that safety is fundamentally embedded in all aspects of the operational canvas. Focus is directed at building the organisational capacity and operational controls that act as barriers to accidents.

Our commitment to the environment is focused on increasing the green cover and protecting biodiversity. We are happy to share that in FY19, despite 15% increase in cargo volume, we reduced our energy consumption by 32% on a standalone basis and 19% on a consolidated basis. Our renewable energy share for consolidated APSEZ has increased to 3% and our renewable energy initiatives have saved 12,038 tCO_2 emission. Our water consumption reduced by 10% for APSEZ standalone and increased by 8% for APSEZ consolidated. We preserved four mangrove species and over 87 terrestrial species, and also planted over 13 million trees and shrubs to expand the green carpet area around our ports. Our priority is to continue to adjust our business operations as required to meet the ever-tightening demands of a sustainable performance and society.

We are committed to operate under highest standard of corporate governance. As part of our commitment and based on feedback from key investors, APSEZ has come out with a policy of 'Related Party Transactions for Acquiring and Sale of Assets'. We are also working towards maximising benefits for our shareholders. There is Shareholders' Reward Policy in place, linking returns to the shareholders with PAT (we have guided for 20% to 25% of PAT to be returned to shareholders from FY20). We have also announced share buy-back at a significant premium to the market price at ₹ 500 per share enabling distribution of benefits to shareholders.

Ready to take on the future

For the next fiscal, we expect a revenue growth of 12-14%. Our target is to maintain cargo growth of at least 1.5x of the pan-India level and progressively improve the EBITDA of our ports business by 100 basis points. Our strategic priorities for the coming years are to complete projects on hand, ramp up volumes, reduce costs and continue our focus on customer centricity.

The landscape before us continues to expand and we are well equipped to make the most of the evolving scenario. I would like to thank all the go-getters at APSEZ for their hard work, passion and dedication to build the Company that we are all proud of.

As we sail towards new harbours of growth and sustainability, I am grateful to our investors, shareholders and the larger stakeholder community for their continued trust and support.

Karan Adani

Operating Environment

Seeking new harbours of opportunity

Vessel sizes and alliances

Increase in the size of vessels and the rise of mega-alliances have elevated the requirements for ports to adapt. While liner shipping networks seem to have profited from proficiency gains arising from consolidation and alliance restructuring, for ports, the benefits did not evolve at the same pace. This situation is made complex by the shipping lines often being involved in port operations, which in turn could redefine approaches to terminal concessions.

Evolving global trade

The share of international trade in global economic activity has been growing progressively for many years, because of the gradual disappearance of statutory and cultural hindrances between nations. Increasing stimulus from developing countries and transition economies is also responsible for growing global trade co-operations. A combination of rising population, along with increasing consumption curve across emerging and developing economies is also driving international trade and commerce. Despite short-term headwinds and tariff uncertainties, trade volume between nations will continue to grow sustainably.

Growing consolidation and integration

Container shipping companies view scale, for example in the form of operational cooperation, as one of the most effective methods of withstanding price gravity. Operational collaboration between container shipping companies takes many forms, varying from slot chartering and agreements for sharing vessels, through to strategic alliances.

The coordination of different transport modes, synchro modality and hinterland connections will need to be enhanced, for instance using digitalisation. At the same time, port operators are focusing on creating global terminal networks that enable consistent service levels and operational methodologies.

Technological breakthroughs

Technology is driving sweeping transformation in the logistics sector. Hence, companies in the logistics sector need to constantly upgrade their systems and processes by embedding digital capabilities every step of the way to bring in greater efficiency and transparency. Digitalisation offers the chance to use analytics data in a targeted manner to direct traffic, improving services without having to build additional infrastructure. Enhanced automation also leads to minimal human intervention, reducing risks of wastage and pilferage.

Global citizens

Rapid urbanisation, economic cooperation between nations, rising aspirations for global travel and more cultural and corporate alliances between countries augur well for international trade ties. This trend is more pronounced in the emerging and developing world, where the population is predominantly young and aspiring. In India, for example, emerging cities and towns are becoming major consumption hubs. Given that urban areas are projected to grow their share of national GDP from 65% in 2015 to over 70% by 2020, the dynamism of these clusters will continue to hold the key to growth in India. This implies that ports must be more strongly connected to burgeoning cities of the world, necessitating infrastructure development along future consumption hubs.

OUR RESPONSE

We are pursuing value with a razor-sharp focus on the operating landscape and building a diverse portfolio with scale, scope and speed to address India's priorities.

Business Model

Value matrix through resources and relationships

Inputs

Financial
Securing access to funds to sustain and grow our business

Infrastructure
Maintaining an effective network of port operations, back offices, and IT infrastructure to effectively serve our customers and stakeholders

Talent
- Attracting skilled and motivated people
- Inspiring them to grow with us
- Providing meaningful employment and lifelong development

Relationships
Building collaborative and mutually beneficial relationships with all stakeholders

Innovation
Developing new digital solutions to build competitive advantages and enhance our future prospects

KPIs

65%
Gross Margin

₹ 4,006 CRORE
Profit After Tax

13.5%
ROCE

Strategic priorities – 4 Cs

Culture – Efficiency improvement – Enhancing and sustaining business through improvement in asset utilisation, focus on collaborative work and innovation

Consumer – Logistics – Full-scale logistics solution provider to consumers

Container and **cargo** growth - Maintain cargo growth of ~1.5x

Our businesses

PORTS

LOGISTICS

SEZ

Outputs and outcomes accomplished

Cargo Volume growth
15%

Increase in market share by 200 bps
21%

Improvement in EBITDA by 200 bps
65%

Dividend paid
10%

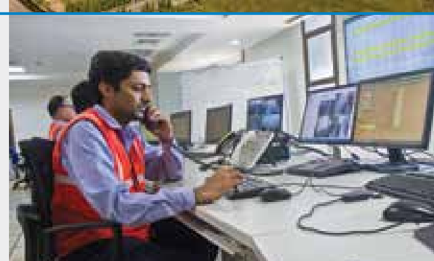
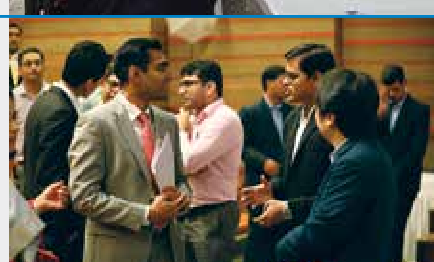
Buyback of 1.89% of Equity at
₹ 500 per share

Value shared with

- Investors
- Employees
- Communities
- Clients
- Suppliers
- Governments & Social partners

Strategic Priorities

Our roadmap for a sustainable future

Strategy		Objectives
Cargo growth		• Improve stickiness through long term contracts, cargo diversification and tie-ups with shipping lines • Customised solutions through customer centric approach
Logistics – develop asset base		• Pan-India presence through logistics parks at different locations and enhanced rake capacity • End to end logistics solutions for containers as well as bulk cargo
Efficiency improvement		• Improve value proposition to customers • Enhance asset utilisation • Leverage technology for enhanced reliability & predictability
Corporate Governance		• To enhance trust amongst all stakeholders through transparent and consistent disclosures and visibly effective governance of the Board
Community and Environment		• Community development • Environment sustainability • Sustainable growth • Ensure well-being of all stakeholders

Our strategy aims to deliver strong returns to shareholders, excellent services to customers and consistent value to our all stakeholders. We aim to create sustainable value through our business model, which drives our performance against our key priorities of capitalising on the growth of the container industry, developing new revenue opportunities, optimising operational efficiency and community development.

Outcomes	FY20 plan
• Cargo volume growth of **15%**, with sticky cargo volume at 122 MMT (59% of total volume) • Market share increased from 19% to **21%** • Container volume up by **13%** • Cargo composition continues to be balanced	**Bulk cargo to grow by 2 times of all-India cargo volume growth** **Container growth will continue to outperform all-India container growth of 10-12%** **Increase market share and continue to diversify cargo at the ports**
• Achieved higher utilisation and faster turnaround of existing fleet • Logistics EBITDA grew by **20%** to ₹ **90 crore** in FY19 • Acquisition of AALL and definitive agreement signed to acquire B2B Innovative Logistics	**2 Logistics parks at Mallur and Nagpur under construction** **Targeting to operate 60+ rakes by end of FY20** **Commence and expand GPWIS operations for bulk cargo**
• EBITDA margins improved by **200 bps** to **65%** • ROCE **13.5%** • Improved response time in vessel, yard and gate operations • Technology interventions for fuel and fleet management • Freed-up additional need-based capacities at ports	**Continue to improve Port EBITDA margins at our bigger ports – namely, Mundra, Hazira, Kattupalli and Dhamra** **Implement analytics driven control on operations and cargo visibility**
• Modified existing 'Related Party Transaction Policy' to include sales and purchase of assets • Shareholders reward policy modified, linking returns with PAT • Modified and redesigned web page to present information on policies and governance decisions	**Continue to improve governance framework, associated policies, and disclosures**
• Total CSR investment of ₹ **68.4 crore** • Emission reduced by 7% from previous year	**Continue focus on renewal energy generation and use, to reduce emissions** **Continue supporting local communities for socio-economic development of the regions**

Our strengths connect India with opportunity, and we are ready to take on the future with optimism.

A portfolio that is diverse and industry leading

We are building efficiencies and capacities to help accelerate India's contribution to global trade. In a dynamic business environment, we are increasingly diversifying our portfolio to cater to a larger customer spectrum and ensure long-term growth. We aim to achieve 400 MMT by FY25.

We are increasing our commodity basket, from a single commodity to multiple commodities. From Dahej, Hazira, Mundra to Tuna to Kattupalli or Dhamra the focus is on steadily growing and diversifying our cargo mix.

During this year, we achieved a year-on-year cargo volume of 208 MMT, a growth of 15% and thus exceeded our guidance of 200 MMT for FY19. Our market share in pan-India cargo volume has increased by 200 basis points to 21%. At the same time, our market share in container volume increased by 100 basis points to 34%.

We also added four new services at Mundra, Hazira and Kattupalli port.

Crude volume grew by 31% on account of higher volume of crude handled for HMEL and IOCL. Other cargos during the year grew by healthy 9%. For instance, the Dahej port handled copper, slag, salt and gypsum, Kattupalli port also started handling gypsum. Mundra port handles multiple types of bulk cargo including coal, fertilizers, minerals, and agri-products. With deep draft berths and multipurpose terminals, the port efficiently handles the largest bulk carriers in the world.

Hazira Port handles all types of cargo including bulk, break-bulk, bulk liquid chemicals, petroleum products & edible oil and containers.

Our plan is to ramp up capacity of Kattupalli port in Tamil Nadu's Tiruvallur district. In fact, the port, which currently commands a capacity to handle 18 MT of cargo, has decided to progressively increase bulk cargo handling capacity. The expansion will help APSEZ transform into a multi-commodity port for handling cargo such as liquid, bulk, break-bulk, project cargo, dry cargo, containers, ro-ro, automobile and other commodities.

Mindset that is deeply customer focused

Over the years, it has been our constant endeavour to provide differentiated services to our customers. In the last fiscal, we further strengthened our delivery mechanisms and added capacities to ensure seamless integrated services platform for our clients.

We are serving our customers with an integrated network of ports across India's coastline, with enhanced hinterland penetration. Technology is deepening our integration levels and helping us achieve greater levels of transparency and efficiency. Our objective is to become a holistic logistics service provider for our customers.

Logistics

In February 2019, Adani Logistics Limited (ALL) announced the acquisition of Adani Agri-Logistics Limited (AALL). This acquisition was a strategic move in line with our objective to grow our logistics business.

AALL is the pioneer in providing efficient storage through silos and transportation by rail. It has fully contracted capacity of 1.58 MMT, seven trains and 28 storage & handling

infrastructure facilities. It also enjoys long-term (20-30 year) contracts on use or pay basis with more than 70% EBITDA margins.

With this acquisition, ALL will have significant opportunity to leverage combined infrastructure for handling multiple commodities, transport and further enhance hinterland connectivity.

We also, signed definitive agreements to acquire up to 100% stake in Innovative B2B Logistics Solutions Pvt. Ltd, an entity controlled by Private Equity firm True North. We see significant synergies in the business across optimising operations and leverage InLogistics' eastern presence for new business.

International Footprint

APSEZ signed a 50-year BOT agreement for setting up a Greenfield terminal of 0.8 million TEUs at Yangon, Myanmar. The entire project will be implemented in two phases and will entail a cost of $270 million to $290 million. This asset is a perfect fit for our aspiration to have our presence in container terminal business in the Southeast Asian region. This will add connectivity to our existing ports in India and we will be able to offer better connectivity solution to ship liners. As we have good relationships with ship liners, it would be easy for us to build volumes at Myanmar.

Dredging

APSEZ looks set to bolster its dredging and portside land reclamation activities with the arrival of two new European-built Trailing Suction Hopper Dredgers (TSHDs). These dredgers are among the largest in the Indian Fleet of TSHDs and shall be a prized asset to the country, supporting the port-led initiatives of the Government.

Digitalisation that simplifies performance

Digitalisation is helping us accelerate our transformation journey. We are building simplified, intelligent and integrated businesses, powered by data-driven insights and technologies. Such a strategy will progressively help us attain higher efficiencies and deliver better customer experiences.

Critical focus areas

In today's complex and disruptive business environment, technology is a key enabler to create sustainable value. Our operations are now more connected to deliver our customers faster and more transparent outcomes. We are steadily upgrading and refining our existing technology stack to meet our current and future business needs.

We are building a scalable architecture that facilitates seamless information flow and faster decision-making, leveraging Internet of Things (IoT), Cloud, Big Data, Analytics, Mobility and Information Security. Our operations are now more agile and our assets are more optimised for efficiency. Technology is helping us integrate real-time vessel movement,

land-based transport movements, berth occupancy and in-port business systems for a wholesome view of all ongoing activities.

We at APSEZ are managing and maintaining assets, facilities, utility networks and utility consumption. We know that streamlined data repository and a robust platform can provide a sound framework for information integration. We have initiated the journey to develop the tools which will enable our businesses to manage, share, analyse and act on this information and promote cross-departmental awareness and collaboration.

Beyond pressing business needs, our technology backbone is also helping us mitigate our environmental impact and sustaining positive community relationships. Technologies are being used to make our ports greener by minimising congestion, pollution, emissions and more. Spatial technology is being leveraged to streamline workflows through visualisation and analysis of port information to make it easier for us to manage new dredging and development.

People Practices

Confident faces of strength and sustainability

Our strategies are translated into actions on ground by our empowered teams. They represent our collective strengths and our firm commitment to sustainability, and the convergence of the two is what we truly are.

The overall customer experience and stakeholder integrity of our Adani Group and APSEZ rest on the shoulders of our people. Our business is extremely people-centric, and therefore the ability to attract, develop, motivate, and retain talent is critical to our organisation's growth.

At a time of dynamic change in the operating environment and our rapid growth, expansion and technology change, Adani Group's human resources strategy is to focus on enriching our human assets with a stimulating environment that is flexible, nurtures customer centricity, fosters innovation, builds a result-oriented, high-performance culture, and motivates today's multi-generational and mobile workforce to develop itself personally and professionally.

Like other industrial sectors, our business is exposed to many competitive and technological pressures. This has largely been due to the combined impact of policy changes, business growth and diversification. Therefore, as we embark on a growth-led future, we are realigning our human resources strategy to face the multiple challenges ahead.

The first challenge is the impact of demographic changes in the locations where we operate as a result of both organic and inorganic growth. India has a relatively younger working population, but a very low female population in the workforce. The second challenge is that we are expanding and so is our business and likewise our people capabilities. There is a spurt in diversity of the cargo that we handle, and new business streams that we have initiated. This creates more pressure on the existing talent pool to handle business activities. The third challenge is that global market forces and changing policy scenario demand a highly flexible workforce, who can adapt and respond to change with agility. Seeking new ways to overcome these challenges remains our strategic priority.

Building new capacities

We handle large vessels and complex cargo from around the world. As the profile of the cargo has evolved over time, we need to constantly upgrade the skills of our employees. New logistical businesses also require expertise on the distribution side. Developing our talent pool for the dynamic working environment is important.

A key aspect of this is to ensure an adequate level of executive awareness of the challenges presented by the sector and digitalisation to prepare them for complex customer requirements. While enabling employees for future challenges, we also need to focus on building harmonious relationships between employees and ensuring stress free working environment.

We are allocating more resources to enrich people's competencies and capabilities to innovate, including their alignment with organisation's governance framework, risk management approach, and ethical values.

Adani's Behavioural Competency Framework guides development of talent and fosters culture of delivering value for our customers.

Training and development

To optimise the functional capabilities, we have started one-year long-term intervention – 'Nalanda' and 'Takshashila', collaborated with Symbiosis Centre of Management (SCMHRD) and Indian School of Business (ISB) respectively. Over 100 people are participating in the 'Nalanda' programme from Service functions viz. HR, F&A and IT at Symbiosis, Pune. The objective of these interventions is to increase internal collaboration, evolving our functional competencies and refining our business processes to allow us to

focus less on red tape and more on building functional and leadership capabilities of employees to get their jobs done more effectively.

We delivered several targeted training programmes on mental wellness, named 'Inner Peace for Outer Dynamism' and 'Harmony'. These programmes included working on practical techniques for working smart with mental clarity and emotional equilibrium. As a result of these multiple programmes covering both on-roll and contractual employees, 94% reported increased energy levels, 91% reported improved clarity of mind and 83% reported changed paradigms about leadership. Adani Ports & Special Economic Zone Limited figured among the Top 3 Finalists under the 'Best in Employee Wellness' category award by People Matter's Total Reward Awards 2019.

In addition, we continued to strengthen our existing training programmes for developing next-level leadership, competency and career counselling. Among many, '**Adani Northstar - Owner Manager Programme**' is our important intervention. It is a multi-modular leadership and management development programme co-developed by EMERITUS Institute of Management, Singapore; Columbia Business School; TUCK School of Business and MIT Sloan. Twenty-six MMC employees from APSEZ Business participated in this programme in FY19.

Another important intervention is the self-paced and continuous learning on the e-learning platform- 'eVidyalaya'. As on March 31, 2019, 93% of our people completed the e-learning plan on eVidyalaya.

With continued capability building interventions we uplift the overall leadership and functional capabilities of the organisation.

Sustainability Highlights

Key sustainability parameters

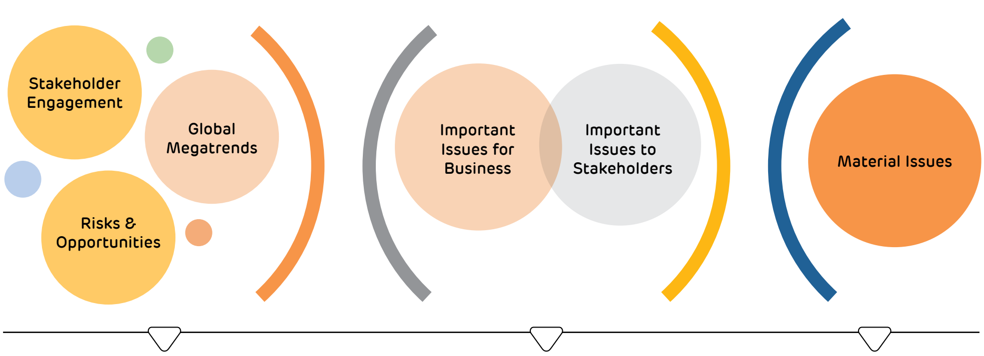
Governance and strategic oversight

Sustainability issues are overseen by the Sustainability and CSR Committee of the Board, working in cooperation with the Risk and the Audit Committees, and the Board as a whole. The Sustainability and CSR Committee is chaired by Mr. Rajesh S. Adani, and its other members include Mr. Sanjay Lalbhai and Dr. Malay Mahadevia, providing independent judgement and leadership from the top of the organisation. The Committee considers and oversees the management of key sustainability issues, seeking to perpetuate the long-term success of the business.

The Committee mandates an annual process of assessing the materiality of sustainability issues key to the long-term success of the business. As part of this process, the Committee considers inputs from major stakeholders as to their view of the key material issues, as highlighted here.

Materiality assessment

Materiality process



Identification of topics

Stakeholder engagement with key stakeholders

Management discussion

SSC-->SLC-->SRC/SCC*

Prioritisation

*SSC - Sustainability Steering Committee, SLC - Sustainability Leadership Committee, SRC - Stakeholders' Relationship Committee, SCC - Sustainability and CSR Committee

Materiality matrix

Category	Material Topics	Stakeholders						Upstream	Business/Company			Downstream	
		Customers	Vendor	Government	Community	Investors	Employees	Marine Transport	Berthing	Cargo Handling	In-house Logistics	Rail & Road Logistics	End Users
Economic	Economic Performance			■		■	■		■	■	■		
Governance	Compliance			■		■		■	■	■	■	■	■
Environment	Emissions	■	■	■	■	■			■	■	■	■	
	Waste	■		■	■	■		■	■	■	■	■	
	Water & Effluents			■	■	■			■	■	■		
	Energy		■	■	■	■			■	■	■	■	
Social	Safety		■	■		■	■	■	■	■	■	■	■
	Training & Development		■				■		■	■	■		
	Employee Wellbeing						■		■	■	■		
	Vendor/Supplier Management		■		■				■	■	■	■	
	Customer Relations	■				■		■				■	■
	Community Development	■		■	■	■	■					■	

Using this analysis among its inputs, the Committee has concluded that the three key sustainability issues for the business are:

- Health and safety
- Climate change and energy
- Water and effluents

These three issues are discussed briefly in the following pages. A comprehensive discussion of these as well as the full range of other sustainability issues relevant to our business can be found in our FY19 Sustainability Report.

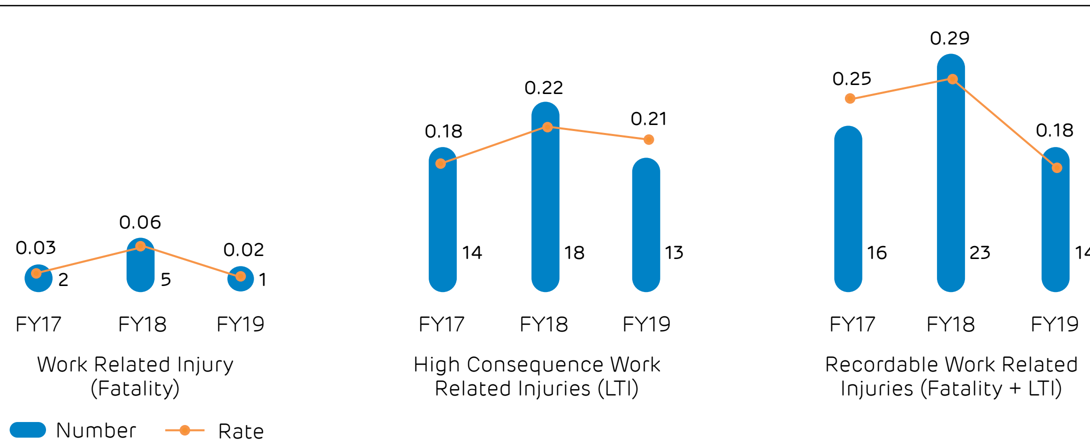
Health and safety

Health and safety remain our top priority. Our workforce has the right to expect that we will provide a safe working environment, enabling them to perform at their best and demonstrate the efficiency and discipline of our operations. Our clearly stated goal is 'No Fatality, No Injuries and No Excuses'. For us, Occupational Health and Safety is not just a set of rules, but it is a way of life.

During the FY 19, 6,182 person-days were lost due to 13 work-related injuries and unfortunately, we lost a third-party associate at Hazira. As with any fatality, this was considered at the Board level and we are seeking to learn the lessons and apply them across the business as a whole. Our thoughts are with the deceased's family.

The recordable work-related injury rate was 0.18. There were no reported cases of any occupation-related ailments at any of the locations.

Overall safety performance (On Roll + Contractural + Third Party Associates)



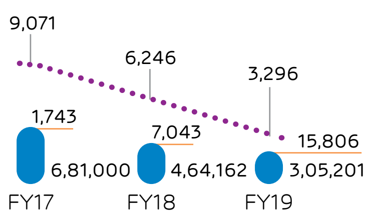
Sustainability Highlights

Climate change and energy

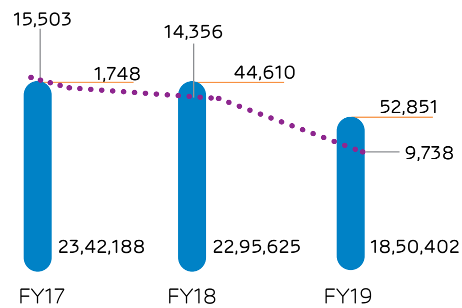
We are continuing to work on several process improvements and have successfully implemented projects in line with our goal of mitigating environmental impacts. Our main action is to transition from a fuel-intensive energy mix to a cleaner and balanced energy mix, and we are pleased by our progress in this regard, leading to significant declines in energy intensity and in absolute Greenhouse Gas (GHG) emissions, as well as significant reductions in emissions intensity.

We have begun a process of considering the risks of physical climate change impacts on our business, including extreme weather events and sea level rise. We intend to develop this thinking further and report on it over time.

Energy



Standalone



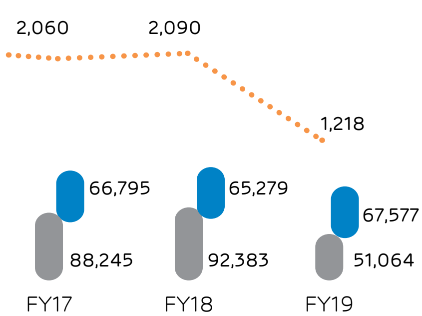
Consolidated

Non-Renewable Energy (GJ) Renewable Energy (GJ) Intensity (GJ/MMT)

Energy consumption per MMT of cargo handled ↓ **47%** from previous year

Energy consumption per MMT of cargo handled ↓ **32%** from previous year

GHG emissions



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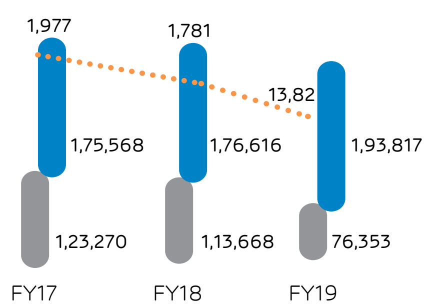


Consolidated

Scope 1 Scope 2 Intensity (tCO_2/MMT)

GHG emission per MMT of cargo handled ↓ **42%** from previous year

GHG emission per MMT of cargo handled ↓ **22%** from previous year

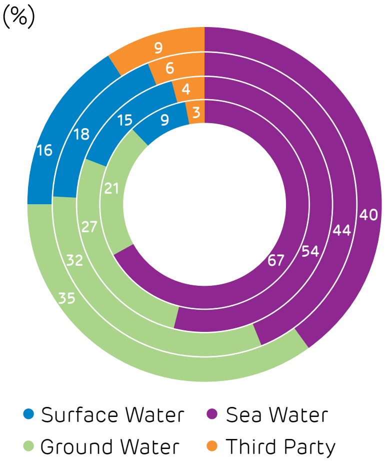
Water and effluents

Fresh water is a precious resource that must be carefully preserved in India. Four of our nine operational ports are in Gujarat which is deemed to be a low to medium freshwater availability zone as per the India water tool. We have implemented site-specific water management plans to minimise the impact of our and our customers' water use on local communities both in these areas and in others where availability is less stressed. It is an important element of our relationship with local communities and we ensure that they have the resources they need to thrive. Additionally, we have supplied 6.71 Million Litre (ML) of potable water to our fisherfolks at Mundra under Machhimar Shudhh Jal Yojana during extreme water scarcity months in the reporting year.

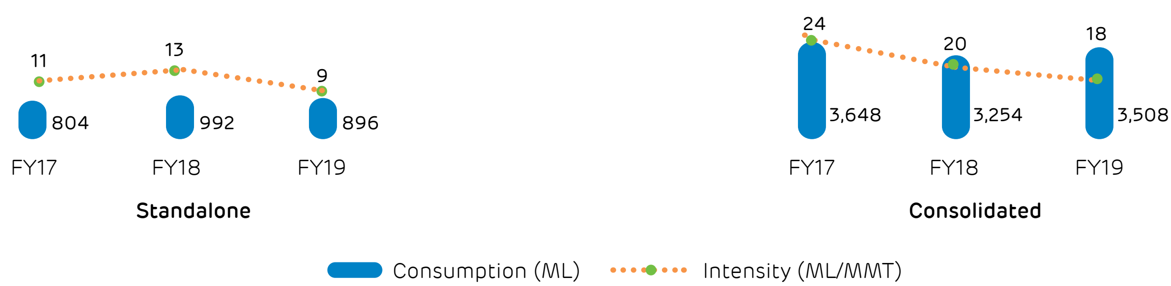
Overall, we have reduced our freshwater extraction to only 28% of overall needs, by using treated wastewater and desalinated water as far as possible. We are seeking to continue to reduce our freshwater extraction further, with the greatest focus in regions of low to medium water availability.

Water withdrawal

(%)



Water consumption



Water consumption per MMT of cargo handled ↓ **31%** from previous year

Water consumption per MMT of cargo handled ↓ **10%** from previous year

UN Sustainable Development Goals (SDGs)

We believe that our sustainability efforts are relevant to the following SDGs:

Corporate Social Responsibility

Committed to holistic wellbeing

The Adani Foundation is the CSR, sustainability and community outreach arm of Adani Group. Established in 1996, the Foundation aligns its mission with the Group philosophy of 'Growth with Goodness'. The Foundation is committed to the cause of the deprived and underprivileged and has been working relentlessly across 2,250 villages in 18 states to uplift the lives of 3.2 million people a year with a multi-faceted approach.

The Adani Foundation works in four key areas—Education, Health, Sustainable Livelihood Development and Community Infrastructure Development—while aligning with the Sustainable Development Goals (SDGs). Focusing on inclusive and sustainable growth of society, the Foundation emphasises on long-term behaviour change processes through special projects, namely SuPoshan, Swachhagraha, Saksham and Udaan.

1. Education

Children are the future of the nation and education is the most effective tool for transformation, and thus the most effective way of developing a better society and a prosperous nation. To contribute to a better, educated India, the Adani Foundation is undertaking the following initiatives:

- Adani Vidya Mandirs (AVMs) are schools that impart free-of-cost quality education to more than 2,100 underprivileged students annually
- Adani Public School in Mundra, Adani Vidyalayas in Tirora and Kawai, Adani DAV Public School in Dhamra and Navchetan Vidyalaya in Hazira provide subsidised quality education to more than 2,600 students annually
- The Adani Foundation also provides quality education to 100,000 children through 600 schools and balwadis

1.1 NABET Accreditation for Adani schools

NABET under Quality Council of India (QCI) certified Adani Vidya Mandir, Ahmedabad (AVMA) as an 'NABET-Accredited School', thus making AVMA the first cost-free school in India and the first private school in Ahmedabad city to achieve this feat.

AVMs are providing completely cost-free quality education to 2,100 meritorious students from the economically weaker section of the society. These schools are operational in Ahmedabad (Gujarat), Bhadreshwar (Gujarat) and Surguja (Chhattisgarh). The students are also provided with transportation, uniform, textbooks, notebooks and meals, the cost of which are completely borne by the Foundation.

Adani Foundation introduced 'Coding Sandpit' in all the AVMs in partnership with Cambridge University Press, UK. Coding Sandpit is a type of teaching that focuses on problem-solving, computational thinking and critical reasoning skills. This is the first time in India that a structured coding curriculum is being launched in schools.

Adani Public School, Mundra is now the first school in Kutch and Saurashtra regions to receive the NABET Accreditation. With this achievement, Adani Schools have created a benchmark in educational excellence for others to follow.

1.2 Project Utthan

The Government of Gujarat approved Adani Foundation's proposal to adopt 17 Government Primary Schools in the Mundra taluka in Gujarat covering seven villages, namely Zarpara, Navinal, Shiracha, Nanakapaya, Tunda, Wandh and Dhrub on 25th May, 2018. For the academic year 2018-19, 2,598 students benefited directly and are a step closer to better careers.

1.3 Gyanodaya Project

In partnership with the District Administration and Eckovation Solutions Pvt. Ltd., the Foundation launched the Gyanodaya Project in August 2018 to promote e-learning through 'smart' classes. The project covers 157 government schools in nine blocks across 200 villages of Godda district of Jharkhand, reaching out to 65,000 students studying in 8th to 12th standards.

2. Community health

The Adani Foundation firmly believes that ensuring and improving the overall health of the citizens can directly result in the economic growth of the nation. Healthy people can leverage the growth opportunities made available to them and charter a better future, while also contributing to the development of the nation. To bring healthcare to the remotest regions of the country, the Foundation has undertaken the following initiatives:

- 17 Mobile Health Care Units (MHCUs) attending to more than 3,20,000 patients annually
- 12 rural clinics treating more than 30,000 patients annually
- Various medical health camps providing diagnostic and treatment facilities to more than 51,000 patients annually
- Treatments provided to over 4,00,000 people annually

2.1 Mobile health care units

The MHCUs are operated by the Adani Foundation nationally with the objective of providing basic healthcare facilities to the remotest rural areas and underserved communities. These facilities include diagnostics, medicines, free-of-cost consultation and referrals by certified doctors at the doorstep of community members. The efforts made by the Foundation helps patients save cost on consultation fees, medicines and travel, and reduce the possibility of losing livelihood due to weak connectivity to the public healthcare system.

As many as 3,37,853 treatments were provided exclusively through MHCUs.

2.2 Rural clinics

The Adani Foundation also operates numerous Rural Health Clinics where cost-free healthcare services are provided to the needy people on a daily basis. These clinics, operating in Mundra, Anjar and Mandvi in Gujarat, are an important step by the Foundation to ensure that quality medical services are made accessible to the rural populace. 33,674 treatments were provided through these rural clinics.

2.3 Health cards to senior citizens and medical insurance

The Vadil Swasthya Yojana is a scheme under which health cards are provided to senior citizens from socio-economically marginalised sections. The main objective of this scheme is to make timely healthcare services available to senior citizens. Under this scheme, senior citizens with family income of less than ₹ 2,00,000 per annum are provided with green cards through which they can avail free healthcare services amounting to ₹ 50,000 for a period of three years. Senior citizens with family income of more than ₹ 2,00,000 per annum are given blue cards, which allows them to avail healthcare services at the Adani Hospitals at highly subsidised rates. This scheme is currently offered in Mundra, Gujarat. A total of 10,161 treatments were availed by 8,599 cardholders.

2.4 Medical camps

The Adani Foundation regularly conducts various general and

Corporate Social Responsibility

specialised medical camps in and around its operational locations for the benefit of local communities. At these camps, gynaecologists, orthopaedic surgeons, heart specialists, skin specialists, paediatricians, ophthalmologists and ENT surgeons work round the clock to provide related services to the community members at no cost. During the year, 51,779 patients were treated through the Health Camps.

2.5 Gujarat Adani Institute of Medical Sciences (GAIMS) and G. K. General Hospital (GKGH)

On an average, 1,700 patents avail the medical benefits of the hospital every day. In addition, 48 General Health Camps and Specialty Camps were organised in various interior villages of Kutch; these camps created a magical impact and benefited 25,000 patients with specialised treatments. In order to spread awareness about the services available in the hospital, 11 awareness camps and 293 village-level meetings were organised in rural Kutch.

3. Sustainable livelihood development

The Sustainable Livelihood Development programme envisages empowering lives and broadening people's scope for economic opportunities. The programme is based on community-based approaches. In the villages, several communities are economically sidelined and weaker. They depend on a single income source, which is meagre, or are unemployed. Sustainable livelihood projects have been launched to inculcate financial independence among the economically weaker sections by building local partnerships, providing diverse livelihood avenues, embedding the attitude of establishing savings, equipping them to earn and updating their local skills by making use of existing resources to encourage self-reliant lifestyles.

Participation is encouraged by launching specific projects for fishermen communities, farmers and cattle owners, and youth and women. Some of these projects include:

- Over 40,000 person-days of work were provided as supplementary livelihood opportunity to fisherfolk families
- Quality of life of 10,650 fisherfolk families improved with the Adani Foundation's support
- 5,100 farmers benefited from the SRI technique covering 9,200 acres of land, 900 vermi compost beds and 200 home biogas plants, and 600 farmers were supported for drip irrigation covering 1,600 hectares of land
- More than 800 women from 114 Self-Help Groups (SHGs) are earning their livelihood through various income generation activities

3.1 Women's Co-operative Mahila Udayami Bahuddheshiy Sahakari Samiti Limited

When women in the communities get successfully engaged in income-generation activities, their roles in reforming the bad habits among the male members become more successful and effective. In the process, the future of the coming generations is also secured.

Mahila Udayami Bahuddheshiy Sahakari Samiti Limited is a rural co-operative whose members include 250 women from 10 villages of Parsa in Surguja district of Chhattisgarh. The co-operative creates more equitable and sustainable development by increasing control over newly generated resources by local women of this area. It also gives the women an opportunity to achieve financial independence.

Under this project, women connected with the co-operative are trained and supported through various livelihood-earning activities.

The various livelihood activities that have been initiated by the women co-operative are:

- White phenyl production
- Operation of water filtering plant
- Mushroom cultivation
- Stitching uniforms
- Preparing breakfasts and midday meals

3.2 Project Swavlamban

This project was launched with the blessings and goodwill of the differently-abled people of Mundra taluka. The objectives behind the initiative were to increase awareness about government schemes for Divyang people, widows and senior citizens and connect them with the Social Welfare Department. The Adani Foundation also helped the specially-abled people in getting income generation equipment support and proper training to make them self-reliant in the true sense. This year, 154 beneficiaries were linked up with the pension scheme.

A total benefit worth ₹ 15 lakh reached 533 people, including the disabled, widows and senior citizens.

3.3 Machhimar Ajivika Uparjan Yojana

The Ajivika Uparjan Yojana was implemented to promote and support alternative livelihoods among the fisher-folk communities during the non-fishing months. The Adani Foundation introduced Mangrove Nursery Development and Plantation in the area as an alternative income-generating activity for the people of the region. Both men and women received training on mangrove plantation, moss cleaning, and other such areas. The Adani Foundation provided them with employment equivalent to 6,261 person-days. Till date, employment worth 35,787 person-days has been provided.

3.4 Animal husbandry

Cattle are indispensable for a farming community. Most of the families in the villages in and around Hazira keep cows and buffaloes for milk as well as for manure. Since the farmers lacked information about their maintenance and upkeep, the majority of animals in the area had low productivity. This project started with an objective of improving the breed of these animals through various support and services, which include:

- Artificial insemination
- Infertility treatment
- Deworming
- Feedstock demonstration
- Vaccinations

A total of six livestock development centres have been established to reach out to the rural cattle breeders, covering more than 10,000 families across four locations.

3.5 Adani Sarguja Football Academy

The Football Academy is a residential academy that provides free training, coaching and medical facilities to the youth from underprivileged backgrounds so that they get an opportunity to excel in football at the district, state and national levels. These promising players are selected from the district of Surguja by a team of coaches, physiotherapists and support staff at the Academy.

Notable achievements of the Academy this year are:

- 6 players participated in the National Football Tournament in the U-14 age group
- 9 players participated in the National Football Tournament in the U-19 age group
- The Academy was the winner of Surguja Football League for the third time

4. Community infrastructure development

Community infrastructure bears a direct impact on the standard of living and the micro economy of the community. The Adani Foundation has worked towards improving the infrastructure in numerous rural areas.

- 20 check dams built and 320 ponds deepened, increasing water storage capacity to 34,39,235 m^3
- 8 schools constructed and numerous government schools' infrastructure upgraded
- More than 683 residential units constructed and repaired for Below Poverty Line (BPL) families and the fisherfolk community
- Around 330 potable water facilities made available to villagers

Corporate Social Responsibility

4.1 Free residential school for tribal children

The Adani Foundation has joined hands with the Kalinga Institute of Social Sciences (KISS) at Baripada, Odisha in setting up a residential school (from Class I to X) with an aim to provide cost-free quality education for the tribal children of the region. The Foundation has already released its first installment of funds to KISS for the first phase of infrastructure development work. The school is expected to become operational soon.

Special Projects

UDAAN

Project Udaan is an inspiration tour and a learning-based initiative focused on the young minds of our nation. Under this project, an exposure tour is organised where school children are given a chance to visit the Adani Group facilities such as Adani Ports, Adani Power and Adani Wilmar facilities at Mundra, Hazira, Kawai, Tiroda, Dhamra and Udupi, to get an insight into the large-scale business operations and thus get inspired to dream big in life. Around 3,00,000 young students have visited our facilities so far, across all locations. This year, more than 47,124 children took part in the project. The exercise stimulates the young minds to dream big and help them become entrepreneurs, innovators and achievers of tomorrow, and thus play an active role in the process of nation-building.

SAKSHAM

SAKSHAM or the Adani Skill Development Centre (ASDC) is a non-for-profit organisation that was registered in May 2016. It focuses on skill development activities to contribute towards nation-building by bridging the skill gap demand and supply, in the line with Government of India's Skill India Mission. ASDC has partnered with the National Skill Development Corporation (NSDC) and has trained more than 31,030 youth (20,800 in FY19) in over 40 courses at 65 centres across eight states of India. It takes a four-step approach to skilling every individual – Mobilising, Counselling, Training and Post-training support. The job-oriented and hands-on skilling programmes ensured a livelihood generation ratio of about 65%. The Foundation carried out the following activities under SAKSHAM:

- SAKSHAM Udyamiyta Kendra
- A women entrepreneurship group named Saksham Udhyamiyta Kendra (SEC) has been successfully running centres at Motiya, Dumariya and Basantpur villages. These centres provide tailoring techniques to the enrolled members of the sewing group with support from the Adani Foundation. During the year, these groups have made a turnover of ₹ 1.76 lakh from tailoring.
- The District Administration, Godda in Jharkhand has entrusted our SAKSHAM trainees with stitching and delivering 3,02,000 pairs of uniform for government schools students between standards I to X for the academic session 2019-20. This is a big step towards making 1,000 trained women economically independent and this has brought a ray of hope in their lives.
- The Adani Foundation has set up a mass production centre with 100 Industrial Sewing Machines at ITI Siktia to support these women in fulfilling their commitment with the District Education Department. Over 700 women are engaged at 11 Uniform Production cum Training Centres spearheaded by Phoolo Jhano Saksham Aajeevika

Sakhi Mandal. These women have collectively earned over ₹ 10,42,542 in FY19 through this initiative.

SWACHHAGRAHA

Swachhagraha, inspired by the Satyagraha movement, is a project dedicated towards creating a culture of cleanliness by bringing about a behavioural change and promoting anti-littering attitude among the masses. This programme has four major components, the first being the School Intervention Programme (SIP). This component aims at creating a brigade of Swachhagrahis who will influence three generations. Through SIP, we have reached out to 5,700 schools across 19 states and have more than 80,000 swachhagraha dal members, spreading the message further to 26,50,000 students.

The Foundation supports the Youth Intervention Programme in working with university students to spread the Swachhagraha message further.

The integration of Swachhagraha with Adani Group companies and other activities of the Adani Foundation aims at leveraging existing projects and opportunities to reach out to larger masses.

Swachhagraha reached out to 12 crore citizens, encouraging them to take personal responsibility of maintaining cleanliness at public places and be Swachhagrahis.

SUPOSHAN - For a healthy growing nation

Malnutrition and anaemia are intergenerational in nature, which prevents our society from achieving its true potential in many spheres. Malnutrition results from a poor diet, lack of food, poor sanitation and hygiene practices, coupled with low literacy levels, especially among women.

Malnutrition during childhood can lead to long-term health problems and to educational challenges and limited work opportunities in future. Malnutrition and anaemia among children, adolescent girls and women in India is an alarming phenomenon. This warrants an immediate and multi-pronged approach to tackle the issue and break the vicious chain.

SuPoshan targets children under 0-5 years of age, adolescent girls, pregnant women, lactating mothers and women in the reproductive age, with special emphasis on the latter two target groups. 'SuPoshan Sangini' is a village health volunteer who plays a pivotal role in spreading awareness, giving referrals and promoting behavioural change among the target groups to achieve the project objectives.

Currently, 588 Sanginis are working in 1,209 villages and municipal wards across the country and providing services to 3,00,750 households.

Expansion of Project Suposhan

Encouraged by the success of Project SuPoshan at 14 locations covering approximately 5,00,000 population, the Company decided to double the coverage areas by adding six more locations, namely Tharad and Narmada in Gujarat, Varanasi in Uttar Pradesh, Saoner in Maharashtra, Haldia in West Bengal and Bundi in Rajasthan.

Corporate Social Responsibility

Key achievements of Project Suposhan during the year:

Malnutrition

- 3,320 children who were identified as SAM are now in MAM
- 8,562 children who were identified as MAM are now in the Healthy state
- 6,80 SAM children with signs of complications were referred to NRC
- 1,037 SAM children without signs of complication were provided with Energy Dense Nutritious Food

Anaemia

- The anaemia levels of 2,149 adolescent girls has improved
- The anaemia levels of 3,105 women of the reproductive age group improved

Disaster relief activities: Kerala flood relief

APSEZ contributed ₹ 25 crore to the Kerala Chief Minister's Distress Relief Fund to aid the state in its herculean task of reconstruction and rehabilitation in the aftermath of the devastating floods in August 2018. The cheque was handed over to the Kerala Chief Minister on August 23, 2018.

As soon as heavy rains started pouring in unabated, relief kits were distributed to 1,500 flood-affected people in Ranni Taluk of Pathanamthitta. The relief group comprising employees, and Adani Foundation teams and volunteers reached out to the villages of Kokkathode, Mundanplavu, Nellikkampara and Kottampara Kurisadi Junction in Aruvapulam Panchayath; Thekkemala, Vanchipramala, Catholic church and St. George Orthodox Church in Mallappuzhasseri Panchayat; and Mangaram and Maroor villages in Konni. Each relief kit contained rice, rice flakes, biscuits, bathing soap, washing soap, toothpaste, toothbrush, candles, matchbox, lungi, nightclothes and cloth bags.

The Adani Foundation also pressed into service its MUH in Kozhancherry, equipped with a doctor, pharmacist and social worker, besides medicines and stationed it at the relief camps. More than 1,000 patients in different camps were provided medical assistance.

Cleaning residential premises, community places and schools, among others were of paramount importance as the flood water receded. This would prevent spreading of diseases and also help the premises become usable again. Cleaning works were carried out in schools, hospitals and pathways with a team of 52 members, including the Adani Foundation team, Company staff and community volunteers.

Awards and Recognitions

Adani Skill Development Centre received the Special Jury Recognition Award at the **Indian Chamber of Commerce Social Impact Awards** in Kolkata.

Dr. Priti Adani received the **Banas Ratna Award**. The award, held each year, is given to people belonging to or having roots in Banaskantha region and having worked in the area's community service and nation-building process.

GAIMS, Bhuj, received the **Kayakalp Award** by the Health and Family Welfare Department, Government of Gujarat.

Adani Vizhinjam Port Pvt. Ltd. won the **TMA -Terumo Penpol CSR Award 2018** in recognition of its CSR excellence.

SuPoshan won the **BSNL Dainik Jagran CSR Awards** in the Health category.

SuPoshan has been awarded with the esteemed **PublicAffairsAsia (PAA) Gold Standard Award for Corporate Citizenship (Community Relations)**.

SuPoshan won the Silver Award at the **53rd SKOCH State of Governance Summit 2018.**

Adani Vizhinjam Port Pvt. Ltd. won the **Indywood CSR Award.**

Ek Kaam Desh ke Naam organisation in Delhi was awarded the Platinum Award to **Senior Citizen's Health Card Scheme** of Adani Foundation at Mundra.

Adani Skill Development Centre received a commemoration certificate on November 1, 2018 in recognition of its outstanding contribution and a certificate of merit for **Best Vocational Training Provider (VTP) -Training by ASSOCHAM**.

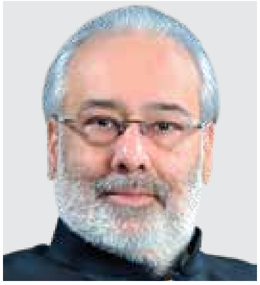
Board of Directors


Mr. Gautam Adani


Mr. Rajesh Adani


Mr. Karan Adani


Dr. Malay Mahadevia


Mr. Sanjay Lalbhai

Mr. Gautam Adani

Chairman and Managing Director

Mr. Gautam Adani has more than 33 years of business experience. Under his leadership, Adani Group has emerged as a global integrated infrastructure player with interest across Resources, Logistics and Energy verticals.

His journey has been marked by his ambitious and entrepreneurial vision, coupled with great vigour and hard work. This has not only enabled the Group to achieve numerous milestones but also resulted in creation of a robust business model which is contributing towards building sound infrastructure in India.

Mr. Rajesh Adani

Non-Independent and Non-Executive Director

Mr. Rajesh Adani has been associated with Adani Group since its inception. He is in-charge of the operations of the Group and has been responsible for developing its business relationships. His proactive, personalised approach to the business and competitive spirit has helped the Group grow and branch out into various businesses.

Mr. Karan Adani

Whole-Time Director

Mr. Karan Adani holds a degree in economics from Purdue University, USA. He started his career by learning the intricacies of the port operations at Mundra. Having accumulated experience throughout all levels of our operations since 2009, he is responsible for the strategic development of the Adani Group and overlooks its day-to-day operations. He aims to build the Adani Group's identity around an integrated business model, backed by his sound understanding of new processes, systems and macro-economic issues, coupled with his growing experience.

Dr. Malay Mahadevia

Whole-Time Director

Dr. Malay Mahadevia holds a master's degree in dental surgery from Nair Hospital Dental College. He was conferred with a Doctor of Philosophy in coastal ecology around Mundra area, Kutch District, Gujarat by the Gujarat University in 2008. He has been working with the Company since 1992 and has worked on the development of the Mundra Port since its conceptualisation. He is Vice President of Ahmedabad Management Association.

Mr. Sanjay Lalbhai

Independent and Non-Executive Director

Mr. Sanjay Lalbhai holds a bachelor's degree in science from Gujarat University and a master's degree in business management from Jamnalal Bajaj Institute of Management Studies. He is the Chairman and Managing Director of Arvind Limited. He is the President of Ahmedabad Education Society and the Ahmedabad University. He is also a member of the board of governors of the Indian Institute of Management, Ahmedabad. He is also Chairman of Ahmedabad Textile Industry's Research Association and a member of the council of management of the Physical Research Laboratory. He is also the Chairman of Center for Environmental Planning and Technology. Mr. Sanjay S. Lalbhai is a member on the governing body of National Institute of Fashion Technology.

Prof. Ganesan Raghuram

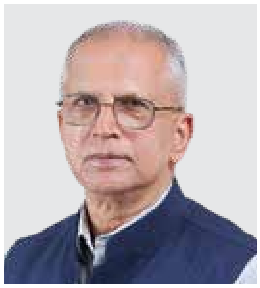
Independent and Non-Executive Director

Prof. Ganesan Raghuram holds a bachelor's degree in technology from the Indian Institute of Technology, Madras and a post graduate diploma in management from the Indian Institute of Management (IIM), Ahmedabad and a doctorate in philosophy from Northwestern University.

He is currently a Director of Indian Institute of Management, Bangalore. Prior to taking over as director of IIM Bangalore, he was professor and chairperson of the Public Systems Group at IIMA. He has been Dean (Faculty), IIMA, Vice-Chancellor of the Indian Maritime University and Indian Railways Chair Professor.

He specialises in infrastructure and transport systems, logistics and supply chain management. He is a Fellow of the Operational Research Society of India and Chartered Institute of Logistics and Transport. He has teaching experience at universities in India, USA, Canada, Yugoslavia, Singapore, Tanzania, UAE and Japan.

Prof. Ganesan Raghuram



Mr. Gopal Krishna Pillai

Mr. Mukesh Kumar, IAS

Ms. Radhika Haribhakti

Ms. Nirupama Rao

Mr. Gopal Krishna Pillai

Independent and Non-Executive Director

Mr. G. K. Pillai retired from the IAS as Union Home Secretary in 2011. He is a distinguished alumnus of IIT Madras.

He worked for the State Government of Kerala, holding various positions including that of District Collector, Quilon, Special Secretary Industries, Secretary Health and Principal Secretary to the Chief Minister.

In the Government of India, he has worked in the Ministries of Defence, Surface Transport, Home and Commerce. He was Chairman of Board of Approvals for SEZ, chief negotiator for India at the WTO and Secretary Commerce, Government of India.

Mr. Mukesh Kumar, IAS

Non-Independent and Non-Executive Director

Mr. Mukesh Kumar is an IAS Officer of 1996 batch. He holds B.Tech in Electrical Engineering from the Indian Institute of Technology (Kanpur) and Executive Masters in Public Administration from the Maxwell School, Syracuse University, USA.

Mr. Mukesh Kumar, IAS is Vice Chairman and Chief Executive Officer of Gujarat Maritime Board. He started his career in civil services as Assistant Collector (Vadodara) and brings with him over 20 years of professional experience in the public administration. Demonstrating a mix of sector vision and business acumen, Mr. Mukesh Kumar has had eminent tenures as Collector of The Dangs (Ahwa), Municipal Commissioner at Bhavnagar, Rajkot and Ahmedabad, Managing Director of Industrial Extension Bureau & Gujarat State Project Director of Universal Education Mission, Director of (Integrated Child Development Scheme-ICDs) and Commissioner of Schools. In all these positions, he has received much acclaim for making noteworthy regulatory, development and strategic initiatives for improvement in administrative efficiency and public welfare.

Ms. Radhika Haribhakti

Independent and Non-Executive Director

Ms. Radhika Haribhakti is a commerce graduate from Gujarat University and holds a Post Graduate Diploma in Management (Finance) from Indian Institute of Management, Ahmedabad.

She has over 30 years of experience in Commercial and Investment Banking with Bank of America, JM Morgan Stanley, DSP Merrill Lynch and RH Financial Services. She is the founder Director of RH Financial Services, a boutique Advisory Firm focused on M&A and raising Private Equity.

Ms. Haribhakti is closely associated with issues of Financial Inclusion & Women Empowerment and is the former Chairperson of Friends of Women's World Banking (FWWB) and current Chairperson, Swadhaar FinAccess. She has served on CII's National Committee on Women Empowerment and the Governing Council of Citigroup Micro Enterprise Award.

Ms. Nirupama Rao

Independent and Non-Executive Director

Ms. Nirupama Rao is a post graduate in English Literature. She was also a Fellow at Harvard University, Fellow at Brown University, a Jawaharlal Nehru Fellow and a recipient of the degree of Doctor of Letters (Honoris Causa) from the Pondicherry University. She was conferred with the Vanitha Ratna by the Government of Kerala in 2016. She is currently a Global Fellow of The Wilson Center in Washington D.C. and a Councillor of the World Refugee Council.

A career diplomat from the Indian Foreign Service from 1973 to 2011, she served the Government of India in several important positions including that of the Foreign Secretary of India. She has represented India in several countries during her career and was the first Indian woman to be appointed High Commissioner to Sri Lanka and Ambassador to China. She was also the first woman spokesperson of the Ministry of External Affairs. After her retirement, she was appointed as the Ambassador of India to the United States for a tenure of two years from 2011 to 2013.

Risk Management

The Company has established processes and guidelines, along with a strong overview and monitoring system at the Board and senior management levels to identify, evaluate and mitigate potential internal and external risks. As an organisation, we encourage strong ethical values and high levels of integrity in all our initiatives, which by itself considerably mitigates risk.

Risk Strategy

Our risk strategy aims to encourage calculated risk-taking throughout the group as we pursue our targeted growth opportunities. Our well-developed risk management framework and clear risk appetite, which describes the levels of risk we are prepared to accept in executing the group strategy, ensures a steady approach to managing risk across the group.

We take a holistic and forward-looking view of the risks we face, continuously assessing both current and emerging risks. This is critical for the long-term sustainability of the business. Risk mapping and mitigation measures are integral to our responsibilities and commitments to all our stakeholders.

Our risk appetite is regularly reviewed in response to changes in our operating environments, and clearly communicated to those responsible for managing risk. We regularly assess and enhance our risk management framework to ensure that it is fit-for-purpose and that we have suitable capacity to manage risks in a largely unpredictable operating environment.

Strategic Risks

Material matters	Definition	Mitigation measures	Movement in risk
Challenging macro-economic environment	The macro-economic environment with unstable demand growth, rising commodity prices and market volatility gives rise to business and credit risks.	As other global competitors grapple with severe geo-political fluctuations, we are in a better position to further business growth given the Indian economy's strength and pace of development.	↓
Evolving regulatory landscape	Trade restrictions and regulatory policies stemming from geo-political events that can curb seamless functioning.	We have focused on building strong quality control mechanisms to govern our operations and our client markets. Our compliant rich operations will ensure robust balance-sheet and operational efficiency.	↑

Financial Risks

Material matters	Definition	Mitigation measures	Movement in risk
Counterparty credit and performance	Financial assets consisting principally of marketable securities, receivables and advances and loans can expose the Company to concentration of credit risk.	We monitor the credit quality of our counterparties and seek to reduce the risk of customer non-performance by requiring credit support from creditworthy financial institutions.	Decreased

Operational Risks

Material matters	Definition	Mitigation measures	Movement in risk
Multi-location operations	Maintaining operational efficiency across all verticals of the business can be a challenge.	We aim to diversify across all verticals to mitigate risk strategically.	Decreased
Fluctuations in demand	Steady fluctuations in demand can interfere with functioning of business operations and disrupt growth.	Our strategic framework enables us to manoeuvre the fluctuations skilfully. We are domestic market leaders with strong presence across verticals.	Unchanged

Sustainable Development

Material matters	Definition	Mitigation measures	Movement in risk
Employee engagement	Failure to attract and retain talent can deter growth and gives rise to reputational risks.	We believe in inclusive growth and employee engagement is an important aspect. Continual efforts are made to improve employee wellbeing and satisfaction levels.	Decreased

Decreased Unchanged Increased

Awards and Recognitions

Golden Peacock Environment Management Award 2018 in the Port category

Adani Ports and Special Economic Zone Limited, Mundra was conferred this award by the jury, under chairmanship of Justice (Dr.) Arijit Pasayat, former judge of the Supreme Court of India.

19 Gold trophies 3 Silver trophies and 1 Bronze trophy

APSEZ bagged these trophies at the 29th Annual Convention on Quality Concepts organised by Quality Circle Forum of India with 23 Case Studies.

The All India Maritime and Logistics Awards (MALA) 2018 in the 'Best Container Handling Terminal of the Year' category

This award was accorded to APSEZ on August 31, 2018 at the St' Regis, Mumbai.

12th ELSC Leadership Awards and 6th Procurement Excellence Awards'

APSEZ won three awards in the following categories on the two platforms:

- Best-in-Class External Collaboration of the Year
- Best Terminals and Ports Operator
- Best Container Handling Port/Terminal)

The Gujarat Junction Award 2019 in the 'Port of the Year – Containerised Cargo' category

This award was accorded to APSEZ at Gandhidham and contributed another feather to the already embellished cap of APSEZ, Mundra.

Behaviour Based Safety Award 2018 in the 'Port' category

This award was conferred to APSEZ, Mundra on January 28, 2019 at the 3rd BBS Conference in New Delhi, organised by the Forum of Behavioural Safety, Mumbai and in collaboration with Indo American Chamber of Commerce and Vision OSH, New Delhi.

Corporate Information

Board of Directors

Mr. Gautam S. Adani
Chairman and Managing Director

Mr. Rajesh S. Adani
Non-Independent and
Non-Executive Director

Mr. Karan Adani
CEO and Whole-Time Director

Dr. Malay Mahadevia
Whole-Time Director

Mr. Mukesh Kumar, IAS
Non-Independent and
Non-Executive Director

Mr. Sanjay Lalbhai
Independent and
Non-Executive Director

Prof. Ganesan Raghuram
Independent and
Non-Executive Director

Mr. Gopal Krishna Pillai
Independent and
Non-Executive Director

Mrs. Radhika Haribhakti
Independent and
Non-Executive Director

Mrs. Nirupama Rao
Independent and
Non-Executive Director

Key Managerial Personnel

Mr. Deepak Maheshwari
Chief Financial Officer

Mr. Kamlesh Bhagia
Company Secretary

Auditors

M/s. Deloitte Haskins & Sells LLP
Chartered Accountants
Ahmedabad, Gujarat

Registered Office

"Adani House", Nr. Mithakhali
Six Roads, Navrangpura,
Ahmedabad-380009 Gujarat
CIN: L63090GJ1998PLC034182

Registrar and Transfer Agent

M/s. Link Intime India Private Limited
C-101, 247 Park, L.B.S. Marg,
Vikhroli (West), Mumbai-400083
Phone: +91-22-49186270
Fax: +91-22-49186060

Bankers and Financial Institutions

Axis Bank Ltd.
Bank of America
Barclays Bank PLC
Citi Bank NA
DZ Bank AG, Germany
Export-Import Bank of India
Export Development Canada
HDFC Bank Ltd.
HSH Nord Bank AG
ICICI Bank Ltd.
IDFC Bank Ltd.
IndusInd Bank Ltd.
Kotak Mahindra Bank Ltd.
Mizuho Bank Ltd.
RBL Bank Ltd.
State Bank of India
MUFG Bank Ltd.
JP Morgan Chase Bank, N.A.
Yes Bank Ltd.

IMPORTANT COMMUNICATION TO MEMBERS

The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies and has issued circulars stating that service of notice / documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respects of electronic holding with the Depository through their concerned Depository Participants.

Directors' Report

Dear Shareholders,

Your Directors are pleased to present the 20th Annual Report along with the audited financial statements of your Company for the financial year ended on March 31, 2019.

Financial Performance

The audited financial statements of the Company as on March 31, 2019 are prepared in accordance with the relevant applicable Ind AS and Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and provisions of the Companies Act, 2013 ("Act").

The summarised financial highlight is depicted below:

(₹ in crore)

Particulars	Consolidated		Standalone	
	2018-19	2017-18	2018-19	2017-18
Revenue from operations	10,925.44	11,322.96	5,336.38	6,533.82
Other Income	1,362.34	1,010.93	2,342.90	1,607.32
Total Income	**12,287.78**	**12,333.89**	**7,679.28**	**8,141.14**
Expenditure other than Depreciation and Finance cost	3,857.96	4,177.55	1,552.34	2,024.96
Depreciation and Amortisation Expenses	1,373.48	1,188.37	474.21	470.52
Foreign Exchange (Gain) / Loss (net)	475.92	83.29	445.35	62.22
Finance Cost				
- Interest and Bank Charges	1,428.30	1,257.35	1,477.22	1,218.08
- Derivative (Gain)/Loss	(43.11)	238.02	(55.38)	238.80
Total Expenditure	**7,092.55**	**6,944.58**	**3,893.74**	**4,014.58**
Profit before share of profit from joint ventures, exceptional items and tax	**5,195.23**	**5,389.31**	**3,785.54**	**4,126.56**
Add/(Less):- Exceptional Items	(68.95)	(155.18)	(121.90)	(297.38)
Total Tax Expense	1,081.47	1,544.18	1,025.92	1,421.08
Profit after tax and before share of profit from joint ventures	**4,044.81**	**3,689.95**	**2,637.72**	**2,408.10**
Share of Profit from Joint Ventures	(0.06)	-	-	-
Net Profit for the year	**4,044.75**	**3,689.95**	**2,637.72**	**2,408.10**
Other Comprehensive income (net of tax)	**15.41**	**9.85**	**18.82**	**8.61**
Total Comprehensive Income for the year (net of tax)	**4,060.16**	**3,699.80**	**2,656.54**	**2,416.71**
Attributable to:				
Equity holders of the parent	4,006.07	3,683.02	-	-
Non-controlling interests	54.09	16.78	-	-

There are no material changes and commitments affecting the financial position of the Company between the end of the financial year and the date of this report.

Performance Highlights

Your Company handled record cargo throughput of 208 MMT in FY 2018-19. Mundra Port continues to rank 1st in terms of total cargo handling and 2nd in terms of container cargo handling during the year under review. The other ports developed and being operated by your Company at Dahej, Hazira, Tuna, Dhamra, Murmugao, Vizag, Ennore and Kattupalli have performed well.

The key aspects of your Company's consolidated performance during the financial year 2018-19 are as follows:

- Handled cargo of 208 MMT, a growth of 15% YOY surpassing all India cargo growth of 5%.
- Container volume crossed 5.76 million TEUs an increase of 13% on YOY basis, surpassing all India container growth of 10%.
- Consolidated revenue from operations stood at ₹ 10,925 crore in FY 2018-19.
- Profit after tax for the FY 2018-19 stood at ₹ 4,045 crore.

The detailed operational performance of the Company has been comprehensively discussed in the Management Discussion and Analysis Report which forms part of this Report.

Dividend on Preference Shares

Your Directors have recommended 0.01% dividend on 0.01% Non-Cumulative Redeemable Preference Shares of ₹ 10 each for the financial year 2018-19. The said dividend, if approved by the members, would involve a cash outflow of ₹ 3,389 including tax thereon.

Transfer to Reserves

The Company proposes to transfer ₹ 167.33 crore to Debenture Redemption Reserve out of the amount available for appropriation.

Fixed Deposits

During the year under review, your Company has not accepted any fixed deposits within the meaning of Section 73 of the Act read with rules made there under.

Non-Convertible Debentures

During the year under review, your Company has redeemed 5,000 Listed, Secured Redeemable Non-Convertible Debentures of face value of ₹ 10 lakh each aggregating to ₹ 500 crore and bought-back 7,500 Listed, Secured Redeemable Non-Convertible Debentures of face value of ₹ 10 lakh each aggregating to ₹ 750 crore which were listed on the Wholesale Debt Market of BSE Limited.

Particulars of loans, guarantees or investments

The provisions of Section 186 of the Act, with respect to a loan, guarantee, investment or security is not applicable to the Company, as the Company is engaged in providing infrastructural facilities which is exempted under Section 186 of the Act. The details of investments made during the year under review are disclosed in the financial statements.

Subsidiaries, Joint Ventures and Associate Companies

Your Company has 58 subsidiary companies (including step-down subsidiaries), 2 joint ventures and 1 associate company as on March 31, 2019.

The following changes have taken place in Subsidiaries/ Joint Ventures:

Subsidiary Companies formed/acquired

- Adani Bhavanapadu Port Pvt. Ltd.
- Marine Infrastructure Developer Pvt. Ltd.
- Adani Mundra Port Holding Pte Ltd., Singapore

Step down Subsidiary Companies formed/ acquired

- Adani Abbot Port Pte Ltd., Singapore
- Adani Mundra Port Pte Ltd, Singapore
- Adani Yangon International Terminal Company Ltd, Myanmar
- Adani Agri Logistics Ltd.
- Adani Agri Logistics (Samastipur) Ltd.
- Adani Agri Logistics (Darbhanga) Ltd.
- Adani Agri Logistics (Dahod) Ltd.
- Adani Agri Logistics (MP) Ltd.
- Adani Agri Logistics (Dewas) Ltd.
- Adani Agri Logistics (Harda) Ltd.
- Adani Agri Logistics (Hoshangabad) Ltd.
- Adani Agri Logistics (Satna) Ltd.
- Adani Agri Logistics (Ujjain) Ltd.
- Adani Agri Logistics (Panipat) Ltd.
- Adani Agri Logistics (Kannauj) Ltd.
- Adani Agri Logistics (Katihar) Ltd.
- Adani Agri Logistics (Kotkapura) Ltd.
- Adani Agri Logistics (Mansa) Ltd.
- Adani Agri Logistics (Bathinda) Ltd.
- Adani Agri Logistics (Moga) Ltd.
- Adani Agri Logistics (Barnala) Ltd.
- Adani Agri Logistics (Nakodar) Ltd.
- Adani Agri Logistics (Raman) Ltd.
- Adani Agri Logistics (Dhamora) Ltd.
- Adani Agri Logistics (Borivali) Ltd.
- Blue Star Realtors Pvt. Ltd.
- Dermot Infracon Pvt. Ltd.
- Welspun Orissa Steel Pvt. Ltd.

Cessation of Subsidiary Companies

- Adani Total Pvt. Ltd. (Formerly, Adani Petroleum Terminal Pvt. Ltd.)
- Dhamra LNG Terminal Pvt. Ltd.
- Mundra LPG Terminal Pvt. Ltd.
- Adani Dhamra LPG Terminal Pvt. Ltd.

Joint Venture formed by Subsidiary Company

- Adani NYK Auto Logistics Solutions Pvt. Ltd., joint venture of Adani Logistics Ltd. and NYK Auto Logistics (India) Pvt. Ltd.
- Adani Total Pvt. Ltd., joint venture of Adani Logistics Ltd. and Total Holdings SAS

Pursuant to the provisions of Section 129, 134 and 136 of the Act read with rules made thereunder and Regulation 33 of the Listing Regulations, the Company has prepared consolidated financial statements of the Company and a separate statement containing the salient features of financial statement of subsidiaries, joint ventures and associates in Form AOC-1 forms part of this Annual Report.

The annual financial statements and related detailed information of the subsidiary companies shall be made available to the members of the holding and subsidiary companies seeking such information on all working days during business hours. The financial statements of the subsidiary companies shall also be kept for inspection by any members during working hours at the Company's registered office and that of the respective subsidiary companies concerned. In accordance with Section 136 of the Act, the audited financial statements, including consolidated financial statements and related information of the Company and audited accounts of each of its subsidiaries, are available on website, www.adaniports.com. Pursuant to Section 134 of the Act read with rules made thereunder, the details of developments of subsidiaries of the Company are covered in the Management Discussion and Analysis Report which forms part of this Report.

Directors and Key Managerial Personnel

Mr. Mukesh Kumar, IAS (DIN: 06811311), Vice Chairman & CEO, Gujarat Maritime Board was appointed as an Additional Director of the Company w.e.f October 23, 2018 to hold office upto the ensuing Annual General Meeting.

Mrs. Nirupama Rao (DIN: 06954879) was appointed as an Additional Director and also an Independent Director for period of five consecutive years w.e.f April 22, 2019, subject to approval of members at the ensuing Annual General Meeting. She holds office upto the ensuing Annual General Meeting.

Dr. Malay Mahadevia (DIN: 00064110) was re-appointed as Whole Time Director of the Company for a period of five years w.e.f May 15, 2019, subject to approval of members at the ensuing Annual General Meeting.

Pursuant to the provisions of Section 149 of the Act, Prof. G. Raghuram (DIN: 01099026) and Mr. G. K. Pillai (DIN: 02340756) were appointed as Independent Directors of the Company for a period of five years w.e.f August 9, 2014. The Board of Directors on recommendation of Nomination and Remuneration Committee have re-appointed them as an Independent Directors for a second term of five consecutive year w.e.f August 9, 2019, subject to approval of members at the ensuing Annual General Meeting. The terms and conditions of appointment of Independent Directors are as per Schedule IV of the Act and Listing Regulations.

The Company has received declarations from all the Independent Directors of the Company confirming that they meet with the criteria of independence as prescribed in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and there has been no change in the circumstances which may affect their status as Independent Director.

Pursuant to the requirements of the Act and Articles of Association of the Company, Mr. Rajesh S. Adani (DIN: 00006322) is liable to retire by rotation and being eligible offers himself for re-appointment.

The Board recommends the appointment/re-appointment of above Directors for your approval.

Brief details of Directors proposed to be appointed/ re-appointed as required under Regulation 36 of the Listing Regulations are provided in the Notice of the Annual General Meeting.

Mrs. Dipti Shah ceased to be Company Secretary of the Company on attaining the age of superannuation w.e.f July 31, 2018. The Board has appointed Mr. Kamlesh Bhagia as Company Secretary and Key Managerial Personnel of the Company w.e.f August 6, 2018.

Directors' Responsibility Statement

Pursuant to Section 134(5) of the Act, the Board of Directors, to the best of their knowledge and ability, state the following:

a. that in the preparation of the annual financial statements, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b. that such accounting policies have been selected and applied consistently and judgements and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2019 and of the profit of the Company for the year ended on that date;

c. that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d. that the annual financial statements have been prepared on a going concern basis;

e. that proper internal financial controls were in place and that the financial control were adequate and were operating effectively;

f. that proper systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

Policies

During the year under review, the Board of Directors of the Company has amended /approved changes in Corporate Social Responsibility policy; Nomination and Remuneration Policy of Directors, Key Managerial Personnel and Other Employees; Policy for determining Material Subsidiaries; Related Party Transaction Policy; Vigil Mechanism / Whistle Blower Policy; Code of Conduct for Board of Directors and Senior Management of the Company; Material Events Policy; Website Content Archival Policy and Code of internal procedures and conduct for regulating, monitoring and reporting of Trading by Insiders to comply with the recent amendments in the Act and Listing Regulations. Accordingly, the updated policies are uploaded on website of the Company at https://www.adaniports.com/ Investors/ Corporate-Governance.

Number of Board Meetings

The Board of Directors met 5 (five) times during the year under review. The details of board meetings and the attendance of the Directors are provided in the Corporate Governance Report which forms part of this Report.

Independent Directors' Meeting

The Independent Directors met on March 6, 2019, without the attendance of Non-Independent Directors and members of the Management. The Independent Directors reviewed the performance of Non-Independent Directors and the Board as a whole, the performance of the Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors and assessed the quality, quantity and timeliness of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

Board Evaluation

The Board adopted a formal mechanism for evaluating its performance as well as that of its Committees and individual Directors, including the Chairman of the Board. The exercise was carried out through a structured evaluation process covering various aspects of the Board functioning such as composition of the Board & Committees, experience & competencies, performance of specific duties & obligations, contribution at the meetings and otherwise, independent judgement, governance issues etc.

A structured questionnaire was circulated to the Board members in this connection. The Directors participated in the evaluation survey and review was carried out through a peer-evaluation excluding the Director being evaluated. The result of evaluation was discussed at the Independent Director's meeting held on March 6, 2019, Nomination and Remuneration Committee meeting and in the Board meeting held on May 27, 2019.

Policy on Directors' appointment and remuneration

The Company's policy on Directors' appointment and remuneration and other matters provided in Section 178(3) of the Act is available on the website of the Company at https://www.adaniports.com/ Investors/Corporate-Governance.

Internal Financial control system and their adequacy

The details in respect of internal financial control and their adequacy are included in Management Discussion and Analysis Report which forms part of this report.

Risk Management

The Board of the Company has formed a Risk Management Committee to frame, implement and monitor the risk management plan for the Company. The committee is responsible for reviewing the risk management plan and ensuring its effectiveness. The audit committee has additional oversight in the area of financial risks and controls. The major risks identified by the businesses are systematically addressed through mitigation actions on a continual basis.

Committees of Board

Details of various committees constituted by the Board of Directors as per the provisions of the Act and Listing Regulations are given in the Corporate Governance Report which forms part of this report.

Sustainability and Corporate Social Responsibility

The Company has constituted a Sustainability and Corporate Social Responsibility Committee and has framed a Policy. The brief details of Committee are provided in the Corporate Governance Report. The Annual Report on CSR activities is annexed and forms part of this report. The updated policy is available on the website of the Company at https://www.adaniports.com/ Investors/Corporate-Governance.

Corporate Governance and Management Discussion and Analysis

Separate reports on Corporate Governance compliance and Management Discussion and Analysis as stipulated by Listing Regulations forms part of this Annual Report along with the required Certificate from a Practising Company Secretary regarding compliance of the conditions of Corporate Governance as stipulated.

In compliance with Corporate Governance requirements as per the Listing Regulations, your Company has formulated and implemented a Code of Conduct for all Board members and senior management personnel of the Company, who have affirmed the compliance thereto.

Business Responsibility Report

The Business Responsibility Report for the year ended March 31, 2019 as stipulated under Regulation 34 of Listing Regulations is annexed which forms part of this Annual Report.

Prevention of Sexual Harassment at Workplace

As per the requirement of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and rules made thereunder, your Company has constituted Internal Complaints Committee which is responsible for redressal of complaints related to sexual harassment. During the year under review, there were no complaints pertaining to sexual harassment.

Extract of Annual Return

The details forming part of the extract of the Annual Return in Form MGT-9 is annexed to this report as Annexure-A.

Related Party Transactions

All the related party transactions entered into during the financial year were on an arm's length basis and were in the ordinary course of business. Your Company has not entered into any transactions with related parties which could be considered material in terms of Section 188 of the Act.

Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Act in Form AOC 2 is not applicable.

Significant and material orders passed by the regulators or courts or tribunals impacting the going concern status of the Company

There are no significant and material orders passed by the Regulators or Courts or Tribunals which would impact the going concern status and the Company's future operations.

Insurance

Your Company has taken appropriate insurance for all assets against foreseeable perils.

Quality, Health, Safety and Environment

At Adani Ports and Special Economic Zone Ltd. (APSEZ), Quality, Health, Safety and Environmental (QHSE) responsibilities are integral to operations. Your Company has acquired International Standards ISO 9001:2015, ISO 14001:2004, OHSAS 18001:2007, ISO 28000:2007 certifications specifying the requirements for an Integrated Management System (IMS) as part of its objective to improve quality, health, safety and environment in the work place.

Apart from the ISO certification, your Company has adopted its own Safety Management System (SMS) which is based on the philosophy that safety is primarily line of management's responsibility. The SMS is divided into 20 elements, with each element being owned by an element owner who is from the line management at Port. These element owners are accountable for implementation, monitoring and sustenance of their respective element.

Your Company aspires to be globally admired Occupational, Health and Safety (OHS) leader in infrastructure space. The life saving safety rules are non-negotiable and sacrosanct.

The HSE policy, OHS vision & mission and 10 Life Saving Rules have been communicated to all the stakeholders. Further, to give impetus to organisation's HSE & well-being, messages have been issued by the senior leadership team emphasising the "Safety First" culture.

The Company has taken following major initiatives to advance the HSE commitment:

Significant Safety Initiatives

1. Successfully completed IMS surveillance audit for Ports / Terminals at Dahej, Mundra, Dhamra, Goa, Hazira and Tuna.
2. Business wide implementation of Adani Group Safety Management System. Till date total 5 Port Sites are certified as Level 1 and 3 Port Sites are Level 0 certified.
3. Have clocked more than 94 million man hours, inducted more than 1,73,661 workers and trained more than 79,951 workers and employees.
4. Have implemented online OHS – ERP solution – Adani Gensuite, through which any employee / worker can report a safety concern using his / her mobile phone. In last two years, more than 80,000 concerns have been reported across the Group through Adani Gensuite.
5. Have implemented a Behaviour Based Safety tool called - Suraksha Samwaad, wherein the leaders interact with the workforce regularly to engage them on safety.

Your Company released its maiden sustainability report for FY 2015-16 as per GRI-G4 guidelines and is continued for every following year. With this, the Company has become the leader in port sector for disclosing its sustainability performance in the country.

Your Company believes stakeholder engagement finds its place at the core of business strategies which thrives for inclusive development therefore the Company has outlined its commitment in stakeholder engagement policy and developed the stakeholder engagement procedure.

Your Company ensures compliance to environment and related applicable regulations and continually improves its performance.

Your Company acknowledges its responsibility towards the environment and has initiated numerous initiatives to reduce impact on environment. The Company has developed a vision for "Zero Waste to landfill" and is working towards making APSEZ – a Zero Waste Company.

Your Company has again succeeded to avoid waste disposal through landfilling for its Mundra location.

Water is being an important resource, its management is always a key concern for the Company. Your Company is putting best efforts for effective water management practices for reduction in water consumptions and thereby reducing the water withdrawal as part of the water management plan. Your Company's other operational site Hazira has laid down 14 kilometre pipeline to channelised treated wastewater from KRIBHCO to meet its industrial water requirements. Your Company has reduced its water consumption by 10% and other operational sites' water consumption has increased by 8%. Your Company has met its water requirements by desalination of seawater. However, all our operational sites have saved 2,481 ML of fresh water by withdrawing water from desalination of seawater and other industries treated wastewater during financial year.

Energy is an important indicator for port operations as it contributes to GHG emissions. Your Company is taking several initiatives for energy conservation through various energy efficiency enhancement programmes, which not only results in environmental benefits but also reduces the operational costs.

Your Company and other subsidiaries have commissioned 3.8 MW solar rooftop and 18 MW wind turbines as part of renewable energy project. APSEZ has decreased its energy consumption by 32% and including all operational sites energy consumption has reduced by 19%. APSEZ has decreased its emission by 25% and including all operational sites emissions has reduced by 7% and saved 12038 tCO_2e emissions through renewable energy projects.

Total cumulative terrestrial greenbelt development done till date is about 673.40 hectares across all port locations, cumulative mangrove afforestation is done in an approx. 2889 hectares along with conservation of 2340 hectare at Mundra and a unique pilot project of development of bio-shield for protection of coastal areas is in progress at Jambusar, Gujarat.

Auditors & Auditors' Report

Pursuant to the provisions of Section 139 of the Act read with rules made thereunder, as amended, M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Registration No 117366W/W-100018), were appointed as Statutory Auditors of the Company to hold office till the conclusion of the Annual General Meeting of the Company to be held in the calendar year 2022. They have confirmed that they are not disqualified from continuing as Statutory Auditors of the Company for financial year 2019-20.

The Notes to the financial statements referred in the Auditors Report are self-explanatory. There are no qualifications or reservations or adverse remarks or disclaimers given by Statutory Auditors' of the Company and therefore do not call for any comments under Section 134 of the Act. The Auditors' Report is enclosed with the financial statements in this Annual Report.

Secretarial Audit Report

Pursuant to the provisions of Section 204 of the Act read with the rules made thereunder, your Company has re-appointed Mr. Ashwin Shah, Practising Company Secretary to undertake the Secretarial Audit of the Company. The Secretarial Audit Report for financial year 2018-19 is annexed which forms part of this report as Annexure-B. There were no qualifications, reservations or adverse remarks in the Secretarial Audit Report of the Company except delay in appointment of Independent Director. The Company has appointed Mrs. Nirupama Rao as an Independent Director w.e.f April 22, 2019 and has complied with the provisions of Listing Regulations.

Information Technology

Your Company is managing and maintaining assets, facilities, utility networks and utility consumption. To be effective, we realise the value of information and a robust platform which can provide the framework for information integration. We have initiated the journey to develop the tools which will enable business to manage, share, analyse and act on this information and promote cross departmental awareness and collaboration.

Through advanced technology, business is enabled to maximise their efficiency and improve performance and they are being used in different spheres of operations – integrating real time vessel movement, land-based transport movements, and berth occupancy and port business systems to show port wide view of all current activities.

As a responsible corporate citizen, we strive to work towards mitigating environmental impact while growing profitability and performance and sustaining positive community relationship. Technologies are being used to make our port "green" by minimising congestion, pollution, emissions and more. Spatial technology is being used to streamline workflows through visualisation and analysis of port information to make it easier to manage new dredging and development.

Particulars of Employees

The information required under Section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided in separate annexure forming part of this report as Annexure-C.

The statement containing particulars of employees as required under Section 197 of the Act read with rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, will be provided upon request. In terms of Section 136 of the Act, the Report and Accounts are being sent to the members and others entitled thereto, excluding the information on employees' particulars which is available for inspection by the members at the Registered Office of the Company during business hours on working days of the Company. If any member is interested in obtaining a copy thereof, such member may write to the Company Secretary in this regard.

Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Act read with rule 8 of The Companies (Accounts) Rules, 2014, as amended from time to time is annexed to this report as Annexure-D.

Acknowledgement

Your Directors are highly grateful for all the guidance, support and assistance received from the Government of India, Government of Gujarat, Gujarat Maritime Board, Financial Institutions and Banks. Your Directors thank all members, esteemed customers, suppliers and business associates for their faith, trust and confidence reposed in the Company.

Your Directors wish to place on record their sincere appreciation for the dedicated efforts and consistent contribution made by the employees at all levels, to ensure that the Company continues to grow and excel.

For and on behalf of the Board of Directors

Gautam S. Adani
Chairman and Managing Director
(DIN: 00006273)

Place: Ahmedabad
Date: May 27, 2019

Annexure – A to the Directors' Report

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
as on the financial year ended March 31, 2019
[Pursuant to Section 92(3) of the Companies Act, 2013, and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. Registration and other details

CIN	L63090GJ1998PLC034182
Registration Date	May 26, 1998
Name of the Company	Adani Ports and Special Economic Zone Ltd.
Category / Sub-Category of the Company	Company Limited by share
Address of the Registered office and contact details	Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009, Gujarat Phone No.: 91-79-26565555
Whether listed Company	Yes
Name, Registered Address and Contact details of Registrar and Transfer Agent, if any	Link Intime India Pvt. Ltd. C-101, 247 Park, L.B.S Marg, Vikhroli (West), Mumbai-400083, Maharashtra Phone No. : 91-22-49186270

II. Principal business activities of the Company

All the business activities contributing 10% or more of the total turnover of the Company shall be stated:

Name and description of main Products/ Services	NIC Code of the Product/Service	% to total turnover of the Company
Cargo handling incidental to water transport	52242	100%

III. Particulars of holding, subsidiary and associate companies

Sr No	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1.	Adani Murmugao Port Terminal Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U61100GJ2009PTC057727	Subsidiary	100	2(87)
2.	Adani Kandla Bulk Terminal Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63090GJ2012PTC069305	Subsidiary	100	2(87)
3.	Adani Vizag Coal Terminal Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U45203GJ2011PTC064976	Subsidiary	100	2(87)
4.	Adani Hazira Port Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U45209GJ2009PTC058789	Subsidiary	100	2(87)
5.	MPSEZ Utilities Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U45209GJ2007PTC051323	Subsidiary	100	2(87)
6.	Adani Logistics Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63090GJ2005PLC046419	Subsidiary	100	2(87)
7.	Adani Ennore Container Terminal Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U61200GJ2014PTC078795	Subsidiary	100	2(87)

Sr No	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
8.	Mundra International Airport Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U62200GJ2009PTC057726	Subsidiary	100	2(87)
9.	Karnavati Aviation Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63090GJ2007PTC051309	Subsidiary	100	2(87)
10.	Adani Warehousing Services Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63020GJ2012PTC069972	Subsidiary	100	2(87)
11.	Adani Hospitals Mundra Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U85110GJ2013PTC077422	Subsidiary	100	2(87)
12.	The Dhamra Port Company Ltd. HIG-20 BDA Colony, Jayadev Vihar Bhubaneswar, Odisha-751013	U45205OR1998PLC005448	Subsidiary	100	2(87)
13.	Madurai Infrastructure Pvt. Ltd. (Formerly, Mundra LPG Infrastructure Pvt. Ltd.) Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U45200GJ2010PTC062503	Subsidiary	100	2(87)
14.	Shanti Sagar International Dredging Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U01403GJ2015PTC083090	Subsidiary	100	2(87)
15.	Adani Kattupalli Port Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U61100GJ2015PTC084219	Subsidiary	100	2(87)
16.	Adani Vizhinjam Port Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U61200GJ2015PTC083954	Subsidiary	100	2(87)
17.	The Adani Harbour Services Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U61100GJ2009FTC095953	Subsidiary	100	2(87)
18.	Mundra International Gateway Terminal Pvt. Ltd. Adani House, 56, Shrimali Society Navrangpura, Ahmedabad-380009	U61100GJ2017PTC097358	Subsidiary	100	2(87)
19.	Adani Bhavanapadu Port Pvt. Ltd. Adani House, 56, Shrimali Society Navrangpura, Ahmedabad-380009	U61200GJ2018PTC102451	Subsidiary	100	2(87)
20.	Adinath Polyfills Pvt. Ltd. 303, Kaling Complex, Near Mount Carmel School, Ashram Road, Ahmedabad-380009	U25209GJ1987PTC009481	Subsidiary	100	2(87)
21.	Marine Infrastructure Developer Pvt. Ltd Ramcon Fortuna Towers, 4th Floor, No. 1/2, Kodambakkam High Road, Nungampakkam, Chennai- 600034	U74999TN2016PTC103769	Subsidiary	97	2(87)
22.	Adani Petronet (Dahej) Port Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63012GJ2003PTC041919	Subsidiary	74	2(87)
23.	Mundra SEZ Textile and Apparel Park Pvt. Ltd.* Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U74999GJ2005PTC046978	Subsidiary	55.29	2(87)

Sr No	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
24.	Hazira Infrastructure Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U45203GJ2010PTC061029	Step down Subsidiary	100	2(87)
25.	Adani Total Pvt. Ltd.** (Formerly, Adani Petroleum Terminal Pvt. Ltd.) Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U11201GJ2016PTC091695	Step down Subsidiary	100	2(87)
26.	Dhamra LNG Terminal Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U11200GJ2015PTC081996	Step down Subsidiary	100	2(87)
27.	Adani NYK Auto Logistics Solutions Pvt. Ltd Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U60221GJ2018PTC104101	Step down Subsidiary	51	2(87)
28.	Blue Star Realtors Pvt. Ltd. Dewan Towerstation Road, Vasai (West), Thane- 401202	U45200MH1990PTC055968	Step down Subsidiary	100	2(87)
29.	Dermot Infracon Pvt. Ltd. 802, Shikhar Complex, Shrimali Society, Navrangpura, Ahmedabad-380009	U45500GJ2016PTC094337	Step down Subsidiary	100	2(87)
30.	Adani Agri Logistics Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63090GJ2005PLC045356	Step down Subsidiary	100	2(87)
31.	Adani Agri Logistics (Samastipur) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63090GJ2018PLC103908	Step down Subsidiary	100	2(87)
32.	Adani Agri Logistics (Darbhanga) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63090GJ2018PLC104685	Step down Subsidiary	100	2(87)
33.	Adani Agri Logistics (Dahod) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U74999GJ2018PLC103504	Step down Subsidiary	100	2(87)
34.	Adani Agri Logistics (MP) Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U74120GJ2014PLC079278	Step down Subsidiary	100	2(87)
35.	Adani Agri Logistics (Dewas) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63090GJ2014PLC079629	Step down Subsidiary	100	2(87)
36.	Adani Agri Logistics (Harda) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63023GJ2014PLC079601	Step down Subsidiary	100	2(87)
37.	Adani Agri Logistics (Hoshangabad) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63000GJ2014PLC079611	Step down Subsidiary	100	2(87)
38.	Adani Agri Logistics (Satna) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63000GJ2014PLC079612	Step down Subsidiary	100	2(87)

Sr No	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
39.	Adani Agri Logistics (Ujjain) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63000GJ2014PLC079619	Step down Subsidiary	100	2(87)
40.	Adani Agri Logistics (Panipat) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63030GJ2017PLC095073	Step down Subsidiary	100	2(87)
41.	Adani Agri Logistics (Kannauj) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63030GJ2017PLC095059	Step down Subsidiary	100	2(87)
42.	Adani Agri Logistics (Katihar) Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63090GJ2016PLC086566	Step down Subsidiary	100	2(87)
43.	Adani Agri Logistics (Kotkapura) Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63090GJ2016PLC086571	Step down Subsidiary	100	2(87)
44.	Adani Agri Logistics (Mansa) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63030GJ2017PLC095203	Step down Subsidiary	100	2(87)
45.	Adani Agri Logistics (Bathinda) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63030GJ2017PLC095224	Step down Subsidiary	100	2(87)
46.	Adani Agri Logistics (Moga) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63030GJ2017PLC095190	Step down Subsidiary	100	2(87)
47.	Adani Agri Logistics (Barnala) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63090GJ2017PLC095187	Step down Subsidiary	100	2(87)
48.	Adani Agri Logistics (Nakodar) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63030GJ2017PLC095202	Step down Subsidiary	100	2(87)
49.	Adani Agri Logistics (Raman) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63030GJ2017PLC095188	Step down Subsidiary	100	2(87)
50.	Adani Agri Logistics (Dhamora) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U74999GJ2018PLC103574	Step down Subsidiary	100	2(87)
51.	Adani Agri Logistics (Borivali) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63030GJ2018PLC103573	Step down Subsidiary	100	2(87)
52.	Abbot Point Operations Pty Ltd. 'AMP Place' Level 30, 10 Eagle Street, Brisbane City, QLD 4000	Foreign Company	Subsidiary	100	2(87)
53.	Adani International Terminals Pte Ltd 80. Raffles Place #33-20, UOB Plaza, Singapore 048624	Foreign Company	Subsidiary	100	2(87)

Sr No	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
54.	Adani Mundra Port Holding Pte Ltd 80. Raffles Place #33-20, UOB Plaza, Singapore 048624	Foreign Company	Subsidiary	100	2(87)
55.	Abbot Point Bulkcoal Pty Ltd. Level 25, 10 Eagle Street, Brisbane City, QLD 4000	Foreign Company	Step down Subsidiary	100	2(87)
56.	Adani Abbot Port Pte Ltd. 80. Raffles Place #33-20, UOB Plaza, Singapore 048624	Foreign Company	Step down Subsidiary	100	2(87)
57.	Adani Mundra Port Pte Ltd. 80. Raffles Place #33-20, UOB Plaza, Singapore 048624	Foreign Company	Step down Subsidiary	100	2(87)
58.	Adani Yangon International Terminal Company Ltd. Unit 15, Level 10, Tower 2, HAGL Myanmar Centre No. 192, Kaba Aye Pagoda Road, Bahan Township, Yangon, Myanmar	Foreign Company	Step down Subsidiary	100	2(87)
59.	Adani International Container Terminal Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U61200GJ2011PTC065095	Joint Venture	50	2(6)
60.	Adani CMA Mundra Terminal Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U61200GJ2014PTC080300	Joint Venture	50	2(6)
61.	Dholera Infrastructure Pvt. Ltd. 51, Geekni House, 5th Floor, Near Law Garden, Ahmedabad- 390006	U45203GJ2006PTC049426	Associate	49	2(6)

* Including shares held by Adani Logistics Ltd.
**Became Joint venture entity w.e.f May 3, 2019

IV. **Share Holding Pattern** (equity share capital breakup as percentage of total equity as on March 31, 2019)

i) Category-wise Share Holding

SN	Category of Shareholders	No of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
		Demat	Physical	Total	% of total Shares	Demat	Physical	Total	% of total Shares	
A.	**Promoter**									
1	**Indian**									
a)	Individuals/HUF	2	-	2	0.00	2	-	2	0.00	-
b)	Central Govt./State Govt.	-	-	-	-	-	-	-	-	-
c)	Bodies Corporate	14,05,12,153	-	14,05,12,153	6.78	14,05,12,153	-	14,05,12,153	6.78	-
d)	Banks/FI	-	-	-	-	-	-	-	-	-
e)	Any Others									
	Family Trust	88,98,27,949	-	88,98,27,949	42.97	81,27,95,189	-	81,27,95,189	39.25	(3.27)
Sub Total(A)(1)		**1,03,03,40,104**	**-**	**1,03,03,40,104**	**49.75**	**95,33,07,344**	**-**	**95,33,07,344**	**46.03**	**(3.27)**
2	**Foreign**									
a)	NRIs-Individuals	-	-	-	-	-	-	-	-	-
b)	Other-Individuals	-	-	-	-	-	-	-	-	-
c)	Bodies Corporate	34,21,30,972	-	34,21,30,972	16.52	33,69,22,410	-	33,69,22,410	16.27	(0.25)
d)	Banks/FI	-	-	-	-	-	-	-	-	-
e)	Any Other	-	-	-	-	-	-	-	-	-
Sub Total(A)(2)		**34,21,30,972**	**-**	**34,21,30,972**	**16.52**	**33,69,22,410**	**-**	**33,69,22,410**	**16.27**	**(0.25)**
Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)		**1,37,24,71,076**	**-**	**1,37,24,71,076**	**66.27**	**1,29,02,29,754**	**-**	**1,29,02,29,754**	**62.30**	**(3.97)**

SN	Category of Shareholders	No of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
		Demat	Physical	Total	% of total Shares	Demat	Physical	Total	% of total Shares	
B.	**Public shareholding**									
1	**Institutions**									
a)	Mutual Funds/ UTI	4,61,02,624	-	4,61,02,624	2.23	4,34,42,965	-	4,34,42,965	2.10	(1.13)
b)	Banks/FI	47,41,394	-	47,41,394	0.23	42,41,909	-	42,41,909	0.20	(0.03)
c)	Central Govt./ State Govt.	14,24,194	-	14,24,194	0.07	17,02,429	-	17,02,429	0.08	0.01
d)	Venture Capital Funds	-	-	-	-	-	-	-	-	-
e)	Insurance Companies	19,57,05,645	-	19,57,05,645	9.45	21,18,83,362	-	21,18,83,362	10.23	0.78
f)	FII	54,97,526	-	54,97,526	0.26	31,50,948	-	31,50,948	0.15	(0.11)
g)	Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
h)	Any Other									
	Foreign Portfolio Investor	37,31,87,615	-	37,31,87,615	18.02	44,87,57,688		44,87,57,688	21.67	3.65
	Alternate Investment Funds	3,000	-	3,000	0.00	1,448	-	1,448	0.00	0.00
Sub-Total (B)(1)		**62,66,61,998**	**-**	**62,66,61,998**	**30.26**	**71,31,80,749**	**-**	**71,31,80,749**	**34.44**	**4.18**
2	**Non-institutions**									
a)	Bodies Corporate									
i	Indian	1,75,12,603	5,648	1,75,18,251	0.85	1,46,74,105	5,648	1,46,79,753	0.71	(0.14)
ii	Overseas	-	-	-	-	-	-	-	-	-
b)	Individuals									
i	Individuals shareholders holding nominal share capital up to ₹ 1 lakh	3,75,96,498	6,09,808	3,82,06,306	1.84	3,45,97,148	4,61,295	3,50,58,443	1.69	(0.15)
ii	Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	1,05,77,062	-	1,05,77,062	0.51	1,01,16,692	-	1,01,16,692	0.49	(0.02)
c)	NBFCs registered with RBI	-	-	-	-	8,918	-	8,918	0.00	0.00
d)	Other (specify)									
	Clearing Member	7,87,145	-	7,87,145	0.04	27,83,513	-	27,83,513	0.13	(0.09)
	Non Resident Indian (Repat)	8,25,350	-	8,25,350	0.04	8,15,819	-	8,15,819	0.04	-
	Non Resident Indian (Non Repat)	3,40,565	-	3,40,565	0.02	3,73,539	-	3,73,539	0.02	-
	Foreign Portfolio Investor (Individual)	-	-	-	-	8,800	-	8,800	0.00	0.00
	Trusts	2,10,457	-	2,10,457	0.01	3,06,947	-	3,06,947	0.01	-
	Foreign Nationals	14,123	-	14,123	0.00	14,123	-	14,123	0.00	-
	Hindu Undivided Family	32,04,121	-	32,04,121	0.15	32,24,653	-	32,24,653	0.16	(0.01)
	IEPF	1,35,307	-	1,35,307	0.01	1,50,058	-	1,50,058	0.01	-
Sub-Total (B)(2)		**7,12,03,231**	**6,15,456**	**7,18,18,687**	**3.47**	**6,70,74,315**	**4,66,943**	**6,75,41,258**	**3.26**	**0.21**
Total Public Shareholding (B)= (B)(1)+(B)(2)		**69,78,65,229**	**6,15,456**	**69,84,80,685**	**33.73**	**78,02,55,064**	**4,66,943**	**78,07,22,007**	**37.70**	**3.97**
-	Shares held by Custodians for GDRs & ADRs	-	-	-	-	-	-	-	-	-
GRAND TOTAL (A)+(B)+(C)		**2,07,03,36,305**	**6,15,456**	**2,07,09,51,761**	**100.00**	**2,07,04,84,818**	**4,66,943**	**2,07,09,51,761**	**100.00**	**-**

ii) Shareholding of Promoters/Promoters Group

Sr No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% Change in shareholding during the year
		No. of Shares	% of total shares of the company	% shares pledged/ encumbered to total shares	No. of Shares	% of total shares of the company	% shares pledged/ encumbered to total shares	
1	Gautambhai Shantilal Adani & Rajeshbhai Shantilal Adani (on behalf of S. B. Adani Family Trust)	87,73,17,807	42.36	22.54	81,27,65,189	39.25	24.97	(3.12)
2	Gautambhai Shantilal Adani & Pritiben Gautambhai Adani (on behalf of Gautam S. Adani Family Trust)	1,24,80,142	0.60	-	-	-	-	(0.60)
3	Rajeshbhai Shantilal Adani & Shilin Rajeshbhai Adani (on behalf of Rajesh S. Adani Family Trust)	30,000	0.00	-	30,000	0.00	-	-
4	Adani Tradeline LLP	14,05,12,153	6.78	0.21	14,05,12,153	6.78	1.39	-
5	Pan Asia Trade & Investment Pvt. Ltd.	52,08,562	0.25	-	-	-	-	(0.25)
6	Worldwide Emerging Market Holding Ltd.	7,90,46,818	3.83	-	7,90,46,818	3.83	-	-
7	Universal Trade And Investments Ltd.	8,08,61,339	3.90	-	8,08,61,339	3.90	-	-
8	Afro Asia Trade and Investments Ltd.	9,14,37,969	4.42	-	9,14,37,969	4.42	-	-
9	Emerging Market Investment DMCC	8,55,76,284	4.13	-	8,55,76,284	4.13	-	-
10	Gautambhai Shantilal Adani	1	0.00	-	1	0.00	-	-
11	Rajeshbhai Shantilal Adani	1	0.00	-	1	0.00	-	-
Total		**1,37,24,71,076**	**66.27**	**22.75**	**1,29,02,29,754**	**62.30**	**26.36**	**(3.97)**

iii) Change in Promoters'/Promoters' Group Shareholding

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
At the beginning of the year	1,37,24,71,076	66.27	-	-
- Market Sale#	(8,22,41,322)	(3.97)	-	-
At the end of the year	-	-	1,29,02,29,754	62.30

#Details of shares sold by Promoter/Promoter's Group companies during the year is as under:

Sr No	Name	Shareholding at the beginning of the year		Date	Increase/ (Decrease) in shareholding	Reason	Cumulative Shareholding during the year	
		No. of Share	% of total shares of the Company				No. of Shares	% of total shares of the Company
1	Gautambhai Shantilal Adani & Rajeshbhai Shantilal Adani (on behalf of S. B. Adani Family Trust)	87,73,17,807	42.36	21.06.18	(3,75,00,000)	Market Sale	83,98,17,807	40.55
				29.06.18	(2,70,52,618)	Market Sale	81,27,65,189	39.25
2	Gautambhai Shantilal Adani & Pritiben Gautambhai Adani (on behalf of Gautam S. Adani Family Trust)	1,24,80,142	0.60	21.06.18	(1,24,80,142)	Market Sale	-	-
3	Pan Asia Trade and Investment Pvt. Ltd.	52,08,562	0.25	21.06.18	(52,08,562)	Market Sale	-	-

iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoter and Holders of GDRs and ADRs)

Sr No	Name of Shareholder*	Shareholding at the beginning of the year		Change in Shareholding (No. of Shares)		Shareholding at the end of the year	
		No. of Shares	% of total shares of the Company	Decrease	Increase	No. of Shares	% of total shares of the Company
1.	Life Insurance Corporation of India	19,95,10,265	9.63	-	1,61,77,641	21,56,87,906	10.41
2.	Europacific Growth Fund	-	-	-	8,38,26,574	8,38,26,574	4.05
3.	New World Fund INC	58,60,000	0.28	-	4,19,44,782	4,78,04,782	2.31
4.	Camas Investments Pte Ltd	-	-	-	2,70,52,618	2,70,52,618	1.31
5.	Baytree Investments (Mauritius) Pte Ltd	2,07,56,910	1.00	-	-	2,07,56,910	1.00
6.	Government Pension Fund Global	1,40,27,162	0.68	-	6,72,969	1,47,00,131	0.71
7.	American Funds Insurance Series International Fund	-	-	-	1,46,43,483	1,46,43,483	0.71
8.	Vanguard Emerging Markets Stock Index Fund, a Series of Vanguard International Equity Index Funds	1,45,65,328	0.70	34,73,666	-	1,10,91,662	0.54
9.	Vanguard Total International Stock Index Fund	1,11,20,926	0.54	3,03,605	-	1,08,17,321	0.52
10.	Government of Singapore	1,42,19,009	0.69	36,18,500	-	1,06,00,509	0.51

*The shares of the Company are traded on a daily basis and hence the date wise increase / decrease in shareholding is not indicated. Shareholding is consolidated based on permanent account number (PAN) of the shareholder.

v) Shareholding of Directors and Key Managerial Personnel

Name	Shareholding at the beginning of the year		Date	Change in Shareholding (No. of Shares)		Shareholding at the end of the year	
	No. of Shares	% of total shares of the Company		Increase	Decrease	No. of Shares	% of total shares of the Company
Directors:							
Mr. Gautam S. Adani	1	0.00	-	-	-	1	0.00
Mr. Rajesh S. Adani	1	0.00	-	-	-	1	0.00
Dr. Malay Mahadevia	-	-	-	-	-	-	-
Mr. Karan Adani	-	-	-	-	-	-	-
Prof. G. Raghuram	-	-	-	-	-	-	-
Mr. G. K. Pillai	-	-	-	-	-	-	-
Mr. Sanjay Lalbhai	-	-	-	-	-	-	-
Mrs. Radhika Haribhakti	-	-	-	-	-	-	-
Mr. Mukesh Kumar, IAS	-	-	-	-	-	-	-
Key Managerial Personnel:							
Mr. Deepak Maheshwari[1]	-	-	09.08.18	10,000	-	-	-
			29.03.19	-	10,000		
Ms. Dipti Shah[2]	3,600	0.00	-	-	-	N.A.[2]	N.A.[2]
Mr. Kamlesh Bhagia[3]	108	0.00	-	-	-	108	0.00

[1]Appointed as Chief Financial Officer w.e.f May 3, 2018
[2]Ceased as Company Secretary w.e.f July 31, 2018
[3]Appointed as Company Secretary w.e.f August 6, 2018

V. Indebtedness

Indebtedness of the Company including interest outstanding/accrued but not due for payment

(₹ in crore)

	Secured Loans excluding deposits	Unsecured	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	7,575.52	11,829.62	-	19,405.14
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	229.92	73.99	-	303.91
Total (i+ii+iii)	**7,805.44**	**11,903.61**	**-**	**19,709.05**
Change in Indebtedness during the financial year				
• Addition(Principal & Interest)	725.94	38,240.67	-	38,966.61
• Reduction(Principal & Interest)	2,680.50	31,820.55	-	34,501.05
• Exchange Difference	(13.29)	(722.46)	-	(735.75)
Net Change	**(1,967.85)**	**5697.66**	**-**	**3,729.81**
Indebtedness at the end of the financial year				
i) Principal Amount	5,687.82	18,948.83	-	24,636.65
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	176.34	97.37	-	273.71
Total (i+ii+iii)	**5,864.16**	**19,046.20**	**-**	**24,910.36**

VI. Remuneration of Directors and Key Managerial Personnel

A. Remuneration to Managing Director, Whole-time Directors and/or Manager

(₹ in lakh)

Sr No	Particulars of Remuneration	**Gautam S. Adani** Managing Director	**Malay Mahadevia** Whole Time Director	**Karan Adani** Whole Time Director & CEO	Total Amount
1	Gross salary				
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	180.00	927.61	150.00	1,257.61
	b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	3.50	-	3.50
	c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission				
	- as % of profit	100.00	-	-	100.00
	- others, specify	-	-	-	-
5	Others-contribution towards PF etc.	-	30.56	-	30.56
	Total	**280.00**	**961.67**	**150.00**	**1,391.67**
	Ceiling as per the Act	₹ 36,661.60 lakh (@ 10% of profits calculated as per Section 198 of the Act).			

B. Remuneration to other Directors

(₹ in lakh)

Sr No	Particulars of Remuneration	Fee for attending board/ committee meetings	Commission	Others, please specify	Total Amount
1.	**Independent Directors**				
	Prof. G. Raghuram	6.05	12.00	-	18.05
	Mr. G. K. Pillai	4.40	12.00	-	16.40
	Mr. Sanjay Lalbhai	1.10	-	-	1.10
	Mrs. Radhika Haribhakti	6.05	12.00	-	18.05
	Total (1)	**17.60**	**36.00**	**-**	**53.60**
2.	**Other Non-Executive Directors**				
	Mr. Rajesh S. Adani	9.30	-	-	9.30
	Mr. Mukesh Kumar, IAS	-	-	-	-
	Total (2)	**9.30**	**-**	**-**	**9.30**
	Total (1+2)	**26.90**	**36.00**	**-**	**62.90**
	Overall ceiling as per the Act	₹ 3,666.16 lakh (@ 1% of profits calculated as per Section 198 of the Act).			

C. Remuneration to key managerial personnel other than MD/WTD/Manager

(₹ in lakh)

Sr No	Particulars of Remuneration	**Deepak Maheshwari** Chief Financial Officer[1]	**Dipti Shah** Company Secretary[2]	**Kamlesh Bhagia** Company Secretary[3]	Total Amount
1	Gross salary				
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	533.95	7.69	29.76	571.40
	b) Value of perquisites u/s 17(2) Income-tax Act, 1961	3.50	0.59	0.38	4.47
	c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission				
	- as % of profit	-	-	-	-
5	Others- contribution towards PF etc.	30.40	20.02	1.70	52.12
	Total	**567.85**	**28.30**	**31.84**	**627.99**

[1]Appointed as Chief Financial Officer w.e.f May 3, 2018
[2]Ceased as Company Secretary w.e.f July 31, 2018. The remuneration includes retirement benefits.
[3]Appointed as Company Secretary w.e.f August 6, 2018

VII. Penalties / Punishment/ Compounding of Offences

Type	Section of the Companies Act	Brief Description	Details of penalty/ punishment/ compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give details)
A. Company					
Penalty	None				
Punishment					
Compounding					
B. Directors					
Penalty	None				
Punishment					
Compounding					
C. Other Officers in default					
Penalty	None				
Punishment					
Compounding					

Annexure – B to the Directors' Report

Form No. MR-3

SECRETARIAL AUDIT REPORT

for the financial year ended March 31, 2019

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To
The Members
Adani Ports and Special Economic Zone Limited

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Adani Ports and Special Economic Zone Limited (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing my opinion thereon.

Based on my verification of books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on March 31, 2019 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2019 according to the provisions of:

i) The Companies Act, 2013 (the Act) and the rules made thereunder;

ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):

  a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

  b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

  c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (Not Applicable to the Company during the Audit Period);

  d. The Securities and Exchange Board of India (Share Based Employee Benefit) Regulation, 2014 (Not Applicable to the Company during the Audit Period);

  e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

  f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

  g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not Applicable to the Company during the Audit Period); and;

  h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (Not Applicable to the Company during the Audit Period);

vi) Laws specifically applicable to the industry to which the Company belongs, as identified by the management, that is to say:

  a. The Explosives Act, 1884 and Gas Cylinder Rules, 2004

  b. The Legal Metrology Act, 2009 & The Gujarat Legal Metrology (Enforcement) Rules, 2011

  c. The Petroleum Act, 1934 and The Petroleum Rules, 2002

  d. The Gujarat Special Economic Zone Act, 2004 & The Gujarat Special Economic Zone Rules, 2005

  e. The Merchant Shipping Act, 1958

  f. International Convention for The Safety of Life At Sea, 2002

  g. Gujarat Maritime Board Act, 1981

  h. The Indian Railways Act, 1989 & Wagon Investment Scheme

I have also examined compliance with the applicable clauses of the following:

a. Secretarial Standards issued by the Institute of Company Secretaries of India.

b. The Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015.("LODR")

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to filing of certain e-forms with additional fees. The BSE Limited and National Stock Exchange of India Limited have imposed fine for non-compliance of provisions of LODR pertaining to composition of Board of Directors in relation to appointment of one Independent Director during the quarter ended March 31, 2019.

I further report that

During the year under report, one Independent Director was required to be appointed to make the composition of the Board of Directors in conformity with LODR. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period the Company has:

1. Passed a special resolution for approval of offer or invitation to subscribe to Securities for an amount not exceeding ₹ 5,000 crore.

2. Passed a special resolution for approval of offer or invitation to subscribe to Non-Convertible Debentures on private placement basis.

CS Ashwin Shah
Company Secretary
C. P. No. 1640

Place: Ahmedabad
Date: May 27, 2019

Note: This report is to be read with our letter of even date which is annexed as 'Annexure-A' and forms an integral part of this report.

'Annexure-A'

To
The Members
Adani Ports and Special Economic Zone Limited

Our report of even date is to be read along with this letter

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

CS Ashwin Shah
Company Secretary
C. P. No. 1640

Place: Ahmedabad
Date: May 27, 2019

Annexure – C to the Directors' Report

Information pursuant to Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

i) The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2018-19 and the percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary in the financial year 2018-19:

Name of Directors/KMP	Ratio of remuneration to median remuneration of employees	% increase in remuneration in the financial year
Executive Directors:		
Mr. Gautam S. Adani	36.75:1	-
Dr. Malay Mahadevia	126.20:1	(13.51)
Mr. Karan Adani	19.69:1	-
Non-Executive Directors:		
Mr. Rajesh S. Adani[1]	1.22:1	55.00
Mr. Mukesh Kumar, IAS[1]	-	-
Mr. Sanjay Lalbhai[1]	0.14:1	83.00
Prof. G. Raghuram[2]	2.37:1	18.75
Mr. G. K. Pillai[2]	2.15:1	28.13
Mrs. Radhika Haribhakti[2]	2.37:1	23.63
Key Managerial Personnel:		
Mr. Deepak Maheshwari[3]	N.A.	N.A.
Ms. Dipti Shah[4]	N.A.	N.A.
Mr. Kamlesh Bhagia[5]	N.A.	N.A.

[1]Reflects sitting fees
[2]Reflects sitting fees and commission
[3]Appointed as Chief Financial Officer w.e.f May 3, 2018
[4]Ceased as Company Secretary w.e.f July 31, 2018
[5]Appointed as Company Secretary w.e.f August 6, 2018

ii) The percentage increase in the median remuneration of employees in the financial year: 9.01%

iii) The number of permanent employees on the rolls of Company: 1,240 as on March 31, 2019.

iv) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

- Average increase in remuneration of employees excluding KMPs: 1.40%
- Average increase in remuneration of KMPs: 2.71%
- KMP salary increases are decided based on the Company's performance, individual performance, inflation, prevailing industry trends and benchmarks.

v) Affirmation that the remuneration is as per the Remuneration Policy of the Company:

The Company affirms remuneration is as per the Remuneration Policy of the Company.

Annexure – D to the Directors' Report

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

Information as required under Section 134(3)(m) of the Companies Act, 2013 read with rule 8(3) of the Companies (Accounts) Rules, 2014 are set out as under:

A. Conservation of Energy

I) Steps taken or impact on conservation of energy

- Average power factor of the system has been maintained up to 0.974 for west port.
- Average power factor of the system has been maintained up to 0.96 for Multi-purpose Terminal (MPT).
- Optimum use of lights at platform and conveyor area while non-operational hours with PLC (programmable logic controller) based control.
- Power saving through compressor house run hour optimisation with Adani Power (Mundra) Limited & Wagon loading System run hours.

II) Steps taken by the Company for utilising alternate sources of energy

- Installation and commissioning of 1.7 MW Solar PV (photovoltaic system) on roof tops at various locations (Cover Storage Area, Adani Hospital, Water Treatment Plant, 4ML Pumping Station, Project store and Shantivan colony) at Mundra, will generate annual electricity of 2.68 million units.
- Installation and commissioning of 12 MW Wind Turbine Generator in SEZ area by MPSEZ Utilities Private Limited (Distribution Licensee), a subsidiary of APSEZL, will generate annual electricity of 42.15 million units.

III) Capital investment on energy conservation equipment

- Investment of ₹ 7.43 crore for vendor finance model for replacement of HPSV light fittings by LED lights.

B. Technology Absorption

I) Efforts made towards technology absorption

A number of automation and technological initiatives have been undertaken during the year. Some of these include:

- Automation of back-up diesel generation set installed at various gates & offices in out-port & SEZ area to ON/OFF in case of failure/restoration of mains supply.
- Use of battery operated bicycles in Samudra Township & Shantivan colony for internal movements by technicians.
- Remote monitoring & operation of 66KV South Basin GIS, MPT S/s & South Zone GIS through SCADA from Central Control Room.
- Use of power cable with water sealable tap & HDPE outer sheath considering higher water table in coastal area.
- Hot line (Live line) maintenance of electrical system in 66KV Switchyard at MPT.
- Pilot for real time remote monitoring of earth pit at 220KV MRSs.
- Introduced electricity power demand monitoring software developed in house and given training to control room operator to optimise the same as per requirement.
- Rip detection system installed in long distance and critical conveyors at 500 meter interval to avoid long distance belt damage.
- Enhancement of operation efficiency by TLS (Truck loading System) by increasing batch quantity.
- Truck positioning sensor installation in road Weigh Bridge for avoiding cargo loss or theft of cargo.
- Sub Station auto fire prevention system installation for auto fire prevention in high voltage and low voltage panel by aerosol system.
- Integration of each installed Energy Meter into in "Energy Management System (EMS)" for energy consumption monitoring purpose.
- Introduced GSM based technology to on/off the Capacitor Bank in Sub-Stations through mobile.

- Astro base timer installed in all lighting tower to control the lighting based on sunrise and sunset.
- Reverse parking camera system installed in Reach stacker with warning to operator in case of object detection.
- For Crane to Crane Collision system due to limitation of System replaced existing system with Radar Based technology in RTG cranes.

II) Benefits derived like product improvement, cost reduction, product development or import substitution:

- Grab Ship Unloader (GSU) Crane monitoring system (CMS) computer replaced by indigenous make & program converted to windows 7.
- Addition of 3 nos. GSU in operational from non-operational area to increase to productivity of receiving side.

III) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year): Not applicable

IV) Expenditure incurred on Research and Development: Not applicable

C. Foreign Exchange Earnings and Outgo

The particulars relating to foreign exchange earnings and outgo during the year under review are as under:

(₹ in crore)

Particulars	2018-19	2017-18
Foreign exchange earned	-	-
Foreign exchange outgo	620.57	541.64

Annexure to the Directors' Report

Annual Report on Corporate Social Responsibility (CSR) activities for the financial year 2018-19 as per Section 135 of the Companies Act, 2013

1. A brief outline of the Company's CSR policy, including overview of projects or programmes proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programmes:

The Company has framed Corporate Social Responsibility (CSR) Policy which encompasses its philosophy and guides its sustained efforts for undertaking and supporting socially useful programs for the welfare & sustainable development of the society.

The Company carried out/ implemented its CSR activities/ projects directly and through Adani Foundation. The Company has identified Education, Community Health, Sustainable Livelihood and Rural Infrastructure as the core sectors for CSR activities. The CSR Policy has been uploaded on the website of the Company at https://www.adaniports.com/ Investors/Corporate-Governance.

2. The Composition of the CSR Committee

- Mr. Rajesh S. Adani, Chairman
- Mr. Sanjay Lalbhai, Member
- Dr. Malay Mahadevia, Member

3. Average net profit of the Company for last three financial years: ₹ 3,418.41 crore

4. Prescribed CSR Expenditure (two percent of the amount as in item 3 above): ₹ 68.37 crore

5. Details of CSR spent during the financial year:

a) Total amount spent for the financial year 2018-19: ₹ 6,837.19 lakh

b) Amount unspent, if any: Nil

c) Manner in which the amount spent during the financial year: Details are as under :

(₹ in lakh)

1	2	3	4	5	6		7	8
Sr No	CSR project or activity identified	Sector in which the Project is covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Sub-heads: (1) Direct expenditure on projects or programs	(2) Overheads	Cumulative expenditure upto to reporting period.	Amount spent: Direct or through implementing agency
1.	Adani Vidya Mandir – operating CBSE School	Education	Ahmedabad & Bhadreshwar, Gujarat Surguja, Chhattisgarh	317.20	317.27	-	1,548.58	Through Adani Foundation
2.	Adani DAV Public School and Adani - KISS building cost		Mundra, Gujarat Dhamra & Baripada, Odisha	628.00	627.85	-	3,128.93	
3.	Encouraging Education by distributing scholarships, school kits and enable teachers by giving trainings		Mundra & Ahmedabad, Gujarat Udupi, Karnataka Tiroda, Maharashtra Kattupalli, Tamilnadu	320.50	320.36	-	1,017.12	
4.	Project - Udaan with Other programmes		Mundra, Gujarat Tiroda, Maharashtra	485.30	485.14	-	1,695.58	
5.	Education and Social development		Ahmedabad & Bhuj, Gujarat	55.00	55.27	-	173.27	Direct
6.	Providing Infrastructure support to Gujarat Adani Institute of Medical Sciences	Community Health	Bhuj, Gujarat	-	-	-	751.00	Direct
				-	-	-	254.26	Through Adani Foundation
7.	Swachhagraha – An initiative to create culture of cleaniness		Across India	174.50	174.43	-	532.20	
8.	Catering Medical Help through Mobile Health Care Units		Mundra, Gujarat Tiroda, Maharashtra Dhamra, Orissa Udupi, Karnataka	62.22	62.22	-	155.97	

(₹ in lakh)

1	2	3	4	5	6		7	8
Sr No	CSR project or activity identified	Sector in which the Project is covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Sub-heads: (1) Direct expenditure on projects or programs	(2) Overheads	Cumulative expenditure upto to reporting period.	Amount spent: Direct or through implementing agency
9.	Medical Support to needy and poor patients including senior citizen by rural clinics and medical camps and de-addiction camps		Ahmedabad & Mundra, Gujarat Tiroda, Maharashtra Dhamra, Orissa Udupi, Karnataka	144.50	144.62	-	521.73	Through Adani Foundation
10.	Collaborative Actions in Lowering Maternity Encounters Death (CALMED)		Mundra, Gujarat	-	-	-	5.54	
11.	Dead body carrier vehicle support		Mundra, Gujarat	16.75	16.72	-	35.01	
12.	Health Card to Senior citizens and Truck Drivers		Mundra, Gujarat	98.00	98.19	-	637.16	
13.	Anaemia Reduction and Prevention Programme & Support to ICDC to reduce Malnutrition		Mundra, Gujarat Tiroda, Maharashtra	0.05	0.04	-	12.61	
14.	Establishing multi-specialty Charusat Hospital		Anand, Gujarat	-	-	-	120.00	Direct
15.	Health, sanitation and education related awareness activity		Ahmedabad & Mundra, Gujarat	-	-	-	19.65	Through Adani Foundation
16.	Health Services			1.88	1.69	-	513.77	Direct
17.	Eradicating extreme hunger and poverty	Sustainable Livelihood Development	Mundra, Gujarat Mumbai & Pune, Maharashtra	2.20	2.12	-	288.88	Direct
18.	Old Age Home & shelter to elderly people		Mumbai, Maharashtra	100.00	100.00	-	100.00	Direct
19	Self-sustainability and career development		Mundra, Gujarat	7.50	7.87	-	7.87	Direct
20.	Self-sustainability and career development of youth through enhancing skill		Mundra, Gujarat	716.50	716.59	-	2,152.31	Through Adani Foundation
21.	Improving agricultural production using technology by providing training to farmers at local level		Mundra, Gujarat Tiroda, Maharashtra Dhamra, Orissa Murmugao, Goa	76.75	76.56	-	173.62	
22.	Support to Om Creation Trust		Mumbai, Maharashtra	-	-	-	306.58	
23.	G-Auto Project		Ahmedabad, Gujarat	-	-	-	30.66	
24.	Ensuring environmental sustainability			20.25	20.24	-	45.01	Direct

(₹ in lakh)

1	2	3	4	5	6		7	8
Sr No	CSR project or activity identified	Sector in which the Project is covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Sub-heads: (1) Direct expenditure on projects or programs	(2) Overheads	Cumulative expenditure upto to reporting period.	Amount spent: Direct or through implementing agency
25.	Support provided to improve rural infrastructure works such as community hall, pond deepening, repairing and constructing houses, bore well repairing, safe drinking water etc.	Rural Infrastructure Development	Mundra & Hazira, Gujarat Tiroda, Maharashtra, Chhindwara, Madhya Pradesh, Udupi, Karnataka, Vizhinjam, Kerala Murmugao, Goa	704.90	704.49	-	3,512.44	Through Adani Foundation
26.	Promoting Rural Sport and mobilising youth	Rural Sports	Mundra, Gujarat Udupi, Karnataka Vizhinjham, Kerela	11.00	11.21	-	187.68	
27.	Disaster Management – Flood relief work	Disaster Management	Banaskantha, Gujarat	-	-	-	75.63	
28.	Disaster Management – Flood relief work & Ockhi Cyclone		Kerala & Odisha	2,750	2,750	-	2,750	Direct
29.	Environment Awareness and maintenance of Ecological balance	Environment	Pan India	144.00	144.31	-	594.31	Through Adani Foundation
30.	Support Olympics Athletes	Supporting Athletes	Gujarat	-	-	-	67.50	
	Total			**6,837.00**	**6,837.19**	-	**21,414.87**	

6. In case the Company has failed to spend the two percent of the average net profit of the last three financial years or any part thereof, the Company shall provide the reasons for not spending the amount in its Board Report: Not applicable

7. CSR Committee Responsibility Statement

The CSR Committee confirms that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and policy of the Company.

Gautam S. Adani
Chairman and Managing Director
(DIN: 00006273)

Rajesh S. Adani
Chairman - CSR Committee
(DIN: 00006322)

Addendum to Directors' Report

Dear Shareholders,

The Board of Directors at its meeting held on May 27, 2019, had approved the Directors' Report for the financial year ended March 31, 2019. Subsequently, the Board at its meeting held on June 4, 2019, had recommended the final dividend on the equity shares for the financial year ended March 31, 2019 and also approved the proposal of buy-back of equity shares of the Company.

Accordingly, the Board has approved this Addendum to Directors' Report dated May 27, 2019 which shall be deemed to be a part of the original Directors' Report and shall be read along with it.

Dividend on Equity Shares

Your Directors have recommended a final dividend of 10% (₹ 0.20 per equity share of ₹ 2 each) on the equity shares for the financial year 2018-19. The said dividend, if approved by the members, would involve a cash outflow of ₹ 49.93 crore including tax thereon.

Buyback of equity shares

Your Directors at its meeting held on June 4, 2019, approved the proposal for buy-back of upto 3,92,00,000 equity shares (being 1.89% of the total paid-up equity share capital of the Company) from the equity shareholders of the Company as on June 21, 2019 (the "Record Date") at a price of ₹ 500 per equity share for an aggregate amount not exceeding ₹ 1,960 crore on a proportionate basis through Tender Offer route in accordance with the provisions of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 and the Companies Act, 2013 and rules made thereunder.

For and on behalf of the Board of Directors

Gautam S. Adani
Chairman and Managing Director
(DIN: 00006273)

Place: Ahmedabad
Date: June 4, 2019

Management Discussion and Analysis

1. Company Overview

Adani Ports and Special Economic Zone Limited (APSEZ) is India's largest private commercial ports developer and operator company. Promoted by the Adani Group, the Company has a seamless integration of three verticals – Ports, Logistics and Special Economic Zones (SEZs). In less than two decades, it has built, acquired and developed an unparalleled portfolio of ports infrastructure and services across India. Currently, it has 9 strategically located ports and terminals in operation and one under construction at Vizhinjam,

The Company operates three logistics parks in Haryana, Punjab and Rajasthan through its subsidiary, Adani Logistics Limited (ALL). When it comes to servicing core national needs, APSEZ is prepared with scale, scope and speed.

Highlights of FY19

- Became the first port operator in India to handle the 208 MMT cargo on consolidated basis
- Cargo growth seen across all cargo segments in all ports and regions; rate of growth outpaced all India ports and major ports
- Restarted operations at Vizag terminal and commenced commercial operations at Ennore port with regular weekly calls by Maersk Line
- Acquired Adani Agri Logistics Limited (AALL), which will add 28 locations and seven trains to Adani's logistics network
- ALL has confirmed its intent to acquire Innovative B2B Logistics Solutions Pvt. Ltd.

2. Economy Review

2.1 Global Economy

Global economic activity markedly slowed in the second half of 2018 after strong growth in 2017 and early 2018, mainly on account of factors emanating from advanced economies. After expanding to 4% in 2017, global growth remained somewhat strong at 3.8% in the first half of 2018, only to significantly drop to 3.2% in the second half. Global activity softened in the midst of a rise in trade and tariff tensions between the US and China, along with tight financial conditions globally.

Growth in China weakened due to regulatory tightening and an increase in trade tensions with the US. However, diminished consumer spending and reduced business investment weakened this growth towards the end of the year. Fading consumer and business confidence, and depleting external demand slowed down economic growth in the eurozone.

Outlook

The International Monetary Fund (IMF) estimates world output to slow down from 3.6% in 2018 to 3.3% in 2019, before normalising back to 3.6% in 2020. Also, the global trade volume in goods and services will slowdown from 3.9% in 2018 to 3.4% in 2019, before growing to 3.9% in 2020.

Global Growth (%)

Particulars	Actual	Projections	
	2018	2019	2020
World Output	3.6	3.3	3.6
Advanced Economies	2.2	1.8	1.7
US	2.9	2.3	1.9
Eurozone	1.8	1.3	1.5
Japan	0.8	1.0	0.5
UK	1.4	1.2	1.4
Other Advanced Economies	2.6	2.2	2.5
Emerging Markets and Developing Economies	4.5	4.4	4.8
China	6.6	6.3	6.1

Source: The IMF

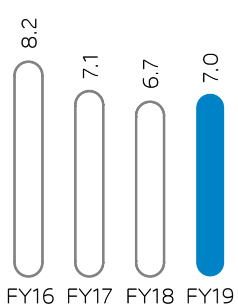
2.2 Indian Economy

India continued to perform exceedingly well in comparison to its global counterparts. India's Central Statistics Office (CSO) has estimated the growth rate for the economy in FY19 at 7.2%, a tad higher than last financial year's 6.7%. Growth was primarily led by consumption and investment. Consumption remained the larger driver, supported by rising disposable income and subsequent increases in spending. Domestic demand strengthened on the back of structural reforms such as the Goods and Services Tax (GST) rollout and bank recapitalisation. In the last five years (FY15 to FY19), the average GDP growth rate has been at 7.7%.

Outlook

Business cycle in India remains in an expansion phase. The output gap is negative as headwinds, especially on the global front, continue. In FY19, there is also a likelihood of policy uncertainties around a strong national and important provincial election calendar. Growth outlook ahead remains positive: GDP growth in FY19 is projected at 7.1-7.4% compared to 7.0% in FY18. Higher financial flows to the commercial sector, boost to consumption from rural public spending and a rise in household disposable incomes on account of tax cuts are seen as the growth drivers ahead.

Annual GDP Growth Rate (%)



Source: The CSO

3. Industry Review

3.1 Ports

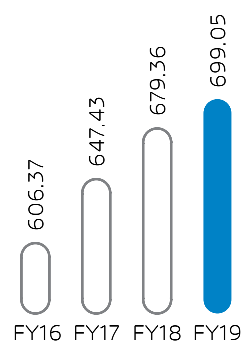
Global seaborne trade volume grew by 4% in FY18, the fastest in five years. Outlook for global port-handling activity remains positive, supported by regional economic growth and port infrastructure development plans. Muted outlook on global demand and related uncertainties constitute the downside risks on global port volume.

Trading between different nations has always been a significant contributor in terms of increasing wealth and growing economy. Ports are the gateways for EXIM trade and play a crucial role in India's trade. According to the Ministry of Shipping, approximately 95% of India's trade by volume and 70% by value moves through maritime transport, which clearly highlights the importance of ports and their contribution in backing the growth and development of the Indian economy.

In spite of the good potential to boost cargo volumes, Indian ports have not seen remarkable growth in recent years. According to Indian Ports Association (IPA), in FY19, estimated cargo volumes handled at Indian ports was around 1,275 MMT (699 MMT by major ports and 576 MMT by non-major ports, including the coastal and transhipment cargo), translating into a growth of 5.5% over 1,209 MMT handled in FY18. In the current fiscal year, non-major ports witnessed a healthy growth of 9.0%, while growth of major ports was subdued at 3.0%. Share of non-major ports in overall cargo handled in FY19 was 45.2% against 43.8% in FY 18. Key growth commodities in FY19 were containers and coal, as usual. Along with crude and Petroleum Oil Lubricants (POL), the three constitute majority of India's commodity basket of trade volumes. In minerals, iron ores reduced substantially in FY19 compared to the previous year.

Cargo volumes handled by 12 major ports was 699 MMT in FY19. Out of these, nine ports witnessed growth and the remaining three – V.O. Chidambaranar, Mormugao and Mumbai –contracted in cargo volumes compared to last year. Mormugao Port registered the highest decline in cargo traffic (-34.3%), mainly due to substantial reduction in iron ore volumes (-59.3%). Highest growth was registered at Kamarajar Port (13.3%) followed by Kolkata (10.1%), Cochin (9.9%), Jawaharlal Nehru Port Trust - JNPT (7.1%) and Paradip (7.1%). Cargo wise, Deendayal Port (Kandla) handled the highest traffic (115.4 MMT) in FY19, followed by Paradip (109.3 MMT), JNPT (70.7MMT), Vizag (65.3 MMT) and Kolkata/Haldia (63.7 MMT). Together, these five ports handled around 60% of major ports volume in FY19.

Cargo traffic at major ports (million tonnes)



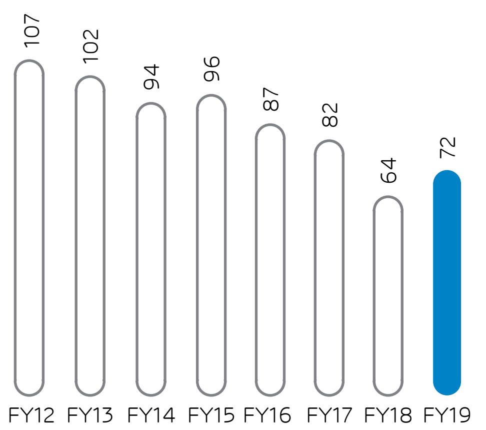
FY 17 Major port volume was 648.3 MMT(IPA)
Source: Ministry of Shipping, Indian Ports Association

Estimated traffic handled by non-major ports is 576.5 MMT in FY19, reflecting a growth of 9.0% over last year. At 137 MMT in FY19, Mundra Port ranked No. 1 in commercial cargo handling at all-India level. Arguably, Mundra Port also has the most diversified commodity profile among all important ports in India.

Improvement and Efficiency

While increasing the capacity of major ports, the Ministry of Shipping has also been focusing on improving their operational capabilities through policy and procedural changes and mechanisation. As a result, key efficiency parameters have improved considerably. The Average Turnaround Time has reduced by 25% to 64 hours in FY18 from 87 hours in FY17. The higher efficiency and productivity had translated into net profit for major ports increasing by nearly 75% to 34 billion. Also, two major ports — Kandla and Paradip — achieved the milestone of handling more than 100 MT of cargo in FY18.

Average turnaround time for major ports (hours)



Note: Turnaround time is the time spent by a ship at the port until departure
P – Provisional – Up to September 2018
Source: Ministry of Shipping, Indian Ports Association

Government Initiatives

To meet the ever-increasing trade requirements of the country, the Indian Government has taken multiple initiatives to improve infrastructure development linked to ports.

1. **Multi-modal terminal under the Jal Marg Vikas Project (JMVP)**
   The JMVP is being executed on the Haldia- Varanasi stretch of National Waterway-1 (NW-1) with the technical assistance and investment support of the World Bank, at an estimated cost of 53 billion on a 50:50 sharing basis between the Government of India and the World Bank. The project involves the construction of three multi-modal terminals (Varanasi, Sahibganj, and Haldia); two inter-modal terminals; five Roll On – Roll Off (Ro-Ro) terminal pairs, integrated vessel repair and maintenance facilities; a Differential Global Positioning System (DGPS); a River Information System (RIS); and river training and river conservancy works.

2. **Port-based multi-product SEZ: JNPT**
   India's No.1 port, JNPT, plans to develop the SEZ in 277 hectares and expand it under the Engineering, Procurement and Construction (EPC) model. The SEZ will be as a Self-sustainable Integrated Development Project, having a potential of generating over 1.5 lakh direct and indirect jobs. At present, JNPT has leased a 44-acre plot to Hindustan Infra Pvt. Ltd., the Indian arm of Dubai-based DP World. A dedicated team, comprising infrastructure experts and consultants, is deployed at the site where work is progressing rapidly. The mega-project has notched 35% financial progress so far and is due to be completed by July 2019. The cost of the project is estimated at 40 billion.

3. **Sagarmala Pariyojana**
   Sagarmala Pariyojana, launched in 2015, focuses on enhancing the performance of the logistics sector in India by setting up new mega ports, modernising existing ports, and developing 14 Coastal Employment Zones (CEZs) and Coastal Employment Units. More than 605 projects having a total cost of ₹ 8.8 lakh crore have been identified under Sagarmala. Of these, 89 projects worth ₹ 0.14 lakh crore are completed and 443 projects worth ₹ 4.32 lakh crore are under various stages of implementation and development. The project aims to promote port-led development with a view to reduce logistics cost for EXIM and domestic trade.

4. **Port capacity target**
   The Ministry of Shipping, along with the State Governments, is striving to increase the overall port capacity to 3,500+ Million Metric Tonnes Per Annum (MMTPA) to cater to the projected traffic of 2,500 MMTPA by 2025. Towards this end, 249 port modernisation projects have been identified. Out of these, 107 port capacity expansion projects (costing ₹ 67,962 crore) were identified from the port master plans of 12 major ports and are expected to add 794 MMTPA to the major port capacity over the next 20 years.

Outlook

Ports are the drivers of socio-economic change and aid the long-term growth trajectory of the economy. The government is striving to develop ports into manufacturing ecosystems that attract trade as well as investments. The industry has undergone significant changes with the introduction of new policies, amendments to existing policies, increase in cargo traffic, spurt in private participation and development of new greenfield ports. Given Sagarmala's scope and the huge investment requirement, the key lies in effective and timely project execution.

3.2 Logistics Industry

Currently, the Indian logistics industry is highly fragmented and unorganised, with organised players accounting for approx. 10% of the total market share. With the customer base including a wide range of industries such as retail, automobile, telecom, pharmaceuticals and heavy industries, the logistics industry requires significant investments. There is a need for an organised logistics policy that removes approvals and communications with multiple agencies, ensures effective monitoring and follows a complete tech-driven approach. This is turn will help India's logistics sector leap into becoming one of the most promising sectors of the Indian economy.

Outlook

According to CARE Ratings, India's logistics industry is projected to be worth $215 billion by FY21, recording a 10% Compounded Annual Growth Rate (CAGR) over its approximate size of $160 billion in FY17.

The industry's growth is expected to be driven by the strides in the manufacturing, retail, Fast-Moving Consumer Goods (FMCG) and e-commerce sectors. Development of logistics-related infrastructure, such as dedicated freight corridors, logistics parks, free trade warehousing zones and container freight stations, are expected to improve efficiency.

4. Performance Overview

During the year under review, the performance of the Company is encouraging. We have been leading across all the fronts and Mundra Port continues to be the largest commercial port in India, handling 137 MMT of cargo in FY19. The total cargo handled across all Adani Ports is 208 MMT.

We maintained a growth record that was better than the rest of the industry and registered a 15% growth in cargo volumes in FY19 compared to FY18. We will continue to lead innovative practices, adopt technology and set examples of efficient port operations.

Performance Highlights

We operate nine ports and terminals across the coastline of India. APSEZ facilities have a pan-India footprint, with presence in five maritime states of India, viz. Gujarat, Goa, Andhra Pradesh, Tamil Nadu and Odisha. Our Vizhinjam Port is in the project phase. It will be India's first transshipment port and is expected to be operational by 2022.

The nine ports and terminals consist of 47 berths spanning across 14,000+ metres of quay length and two single-point moorings to facilitate the handling of Dry Bulk, Liquid Cargo, Crude Oil, Containers, Ro-Ro and Project Cargo. Our operational facilities are equipped with the latest cargo-handling facilities, which are not only best in class but are also capable of handling the largest vessels calling at Indian ports.

APSEZ formed a strategic collaboration with CMA Terminals and with Mediterranean Shipping Company to jointly operate two container terminals with a combined capacity of 4.2 million TEU's at Mundra port.

Both these terminals put together handled 2.68 million TEU's achieving a growth rate of 30% over last year.

APSEZ, along with its subsidiary Adani Logistics Ltd. (Adani Logistics), has been a pioneer in investing in the recently launched General Purpose Wagon Investment Scheme of Indian Railways, which allows private players to own general-purpose rakes. The combination of ports and general-purpose rakes will enable us to achieve the objective of providing end-to-end logistics solution to customers, including port operations and hinterland logistics for bulk cargo. During the year Adani Logistics continued to acquire container rakes and general purpose wagon rakes.

Adani Logistics in March, 2019 acquired Adani Agri Logistics Limited (AALL), which is India's largest Company in modern grain storage infrastructure. The acquisition of AALL has added 28 locations and 7 trains to the Adani logistics portfolio.

Adani Logistics has confirmed its intent to acquire Innovative B2B Logistics Solutions Pvt. Ltd., which would add 14 container rakes to our existing fleet of rakes and one logistic park. Adani Logistics will be operating five logistics parks and more than 60 rakes, which include the existing fleets, fleets on order and newly acquired ones. The Company is also in the process of doubling its warehousing capacity in this fiscal year.

Adani Logistics operates logistics parks at Patli, Kishangarh and Kila-Raipur. It also operates CFS / EXIM yards at Mundra, Hazira and Kattupalli. The Company will be adding more facilities during the coming fiscal. Adani Logistics also extends trucking solutions, first/ last mile transport and domestic movements.

Shanti Sagar International Dredging Pvt. Ltd. (SSIDPL) has a total fleet of 18 dredgers, the largest in India. SSIDPL has ordered for four more dredgers, which will be operational in FY20. By the end of FY20, its dredging fleet will stand at 22 dredgers.

Our port services include marine, intra-port transport, storage, and other value-added and evacuation services for a diverse range of customers, primarily terminal operators, shipping lines and agents, exporters, importers and other port users. This helps us diversify income sources, eliminate revenue leakage, reduce financial risk and compete more effectively. Consequently, our cargo and service mix has a significant effect on the results of operations.

Special Economic Zone

The multi-product SEZ at Mundra is the largest notified SEZ in India, with notified area of 8,481.28 hectares. Exports from Mundra SEZ up to March 2019 was about ₹ 18,957 crore (cumulative). With its multi-modal connectivity, including road, rail, seaport and airport, Mundra SEZ is expected to attract an increasing amount of investments in the coming years.

In addition to the 16 codevelopers approved by the Government of India for providing various infrastructure facilities, as on March 31, 2019, total 46 entities have obtained approval for setting up their units in the SEZ. Some of them have already started operations and export activities. Some are under construction. These units have already invested about ₹ 9,288 crore.

As part of the growth strategy that relies on cluster-based development, a chemical cluster, including propane dehydrogenation and its downstream ancillary units, is also being developed within the industrial estate at Mundra.

Strategy

- Continue to add capacity at appropriate ports and target new ports in other states like Maharashtra, Andhra Pradesh and West Bengal

- Expand portfolio of logistics services and assets and become a one-stop solution provider
- Aim to have logistics parks at over 15 locations, operating 100 rakes by 2023
- Digitise the logistics value chain to the extent that customers and other stakeholders not only get to view cargo movement and transactions on their screens, but also get to control them
- Commit to conserve and improve our environment and take steps towards building a vibrant, secure and resilient society

Outlook

By consistently growing in double digit in terms of cargo volumes, APSEZ has positioned itself as a market leader in the Indian port industry. Port modernisation and capacity addition projects at major ports through Sagarmala and other initiatives have lately given rise to competition. However, factors such as deep draught berths, minimum pre-berthing delays and fast turnaround of vessels make APSEZ stand out. Additional features such as state-of-the-art port infrastructure facilities, domain expertise in the port services industry, specialised infrastructure constructed to handle specific commodities, established customer relationships, ability to facilitate port-based development, consistent high-quality service and the ability to flexibly meet our customers' requirements (including in tariffs) equip APSEZ to compete strongly with state-run as well as private ports.

To pave way for the next round of growth at APSEZ, thrust on comprehensive logistics services is essential. In order to achieve this, logistic parks will be developed across the country. Similarly, the number of rake fleet will be increased substantially in the coming years. Exchange to Exchange (E2E) logistics, Third-party Logistics (3PL), warehousing, and other similar facilities and services shall be offered to customers to enhance the competitiveness of APSEZ. Focus on next-generation technology adoption and innovation culture development will cement APSEZ's position as a market leader. New avenues for international expansion of ports at selective locations are in the exploratory stage to create value to the organisation and its stakeholders.

5. Risks, Opportunities and Threats

Over-capacity at regional levels is one of the key concerns in the port industry. Through various initiatives, the government and private players have continuously added new capacities, even as cargo volumes have not matched up accordingly. Resulting inter-port competitions have become challenging, leading port operators to rethink business strategies. For example, overcapacities in container terminals at the Chennai port cluster (ports of Chennai, Kattupalli, Ennore and Krishnapatnam) will likely result in stiff competition for common hinterland container cargo. In the western region, operationalisation of JNPT 4th CT by PSA International Pte. Ltd. has resulted in competition among western ports for the NCR region cargo. Apart from port infrastructure, there are also challenges on the commodity front. With the government's focus on domestic thermal coal production and fertiliser manufacturing, import of these commodities might witness substantial fall in the long run.

Connectivity and operational efficiency improvement at major ports pose a challenge to APSEZ ports. However, APSEZ has developed a formal risk assessment and management system that periodically identifies such risks, evaluates their consequences, initiates risk mitigation strategies and implements corrective actions wherever required. The APSEZ Audit Committee reviews the report on risk management on a quarterly basis and recommends corrective actions for implementation. The risk assessment developed at APSEZ as per OHSAS 18001 standards are reviewed regularly or as and when any change in system/ process takes place or any incident takes place. APSEZ has been making steady progress in addressing specific risks and threats through cargo diversification, strategic capacities at ports, long-term customer contracts, enhancement in operational efficiencies, cost optimisation and provision of integrated logistics services.

In recent times, various new policy initiatives have generated new business opportunities in the ports and logistic sector in India. The government's thrust on adoption of cleaner and greener energy has meant new business opportunities in the LPG + LNG business. Opportunities also exist for Ship-to-Ship (STS) cargo-handling operations at certain ports. APSEZ has started STS at Dhamra in order to feed regional ports. However, nearly a third of India-bound container cargo still follows transhipment route, especially from Colombo, Singapore and other regional countries' ports. Substantial opportunity thus exists for the development of transhipment port on the Indian coast. APSEZ's strategic investment in Vizhinjam port, close to the global container trunk route, presents an excellent business opportunity.

Recent trends in upsizing of cargo vessels to achieve economies of scale require next-generation infrastructure at ports. Infrastructure and super-infrastructure available at APSEZ ports, such as deep draft, longer quay lengths, and high mechanisation and evacuation facilities, has made the Company the first choice among many customers. Superior and reliable services as well as long-term relationships with the customers give an edge to APSEZ in the market. New opportunities in coastal shipping, inland waterways and dredging are being evaluated. APSEZ is keenly following these markets to leverage and aid future growth with key infrastructure projects in pipeline to capture value at the opportune time. Efficient and reliable multi-modal port connectivity is a decisive factor in the successful journey of ports. APSEZ is hence making serious efforts to increase multi-modal connectivity (new connectivity + capacity augmentation). For an integrated logistics business like APSEZ, there is ample opportunity to grow organically as well as inorganically in future.

6. Human Resource Development

At APSEZ, people are our competitive advantage. It is our employees who create extraordinary results for our customers on a continuous basis. Growth and speed are a way of life at APSEZ. Exponential growth, expansion and exploring new territories have created a wide range of career opportunities, which not only fuel the passion of people, but also meet their professional aspirations.

APSEZ provides an open and dynamic work environment where the organisation believes in its people and also recognises that its success and growth are driven by them. It is the competence and capability of our people that sets us apart from other players in the industry and lends us the competitive edge to build tomorrow's enterprise, today.

We understand the strategic importance of organisational and employee capability building in achieving our vision and business result. Therefore, all systems, processes and people practices are designed and executed to enhance organisational performance.

We pride ourselves in our people management processes that help us meet commitments consistently. We offer not just a job, but a satisfying career and a workplace of the future. APSEZ is a young and vibrant company where the average workforce age is 39 years. We respect our people and value the strength of each and every employee.

By acquiring the right talent, providing a motivating work environment, empowering employees to be proactive, encouraging informed risk taking, offering growth opportunities and developing future leaders, we have built a strong team culture.

At APSEZ, our people always come first; profits naturally follow. We strive to be not merely another employer, but an employer that empowers its people to experience and celebrate the success of businesses.

7. Financial Review

Consolidated Financial Performance

The Company recorded total income to the tune of ₹ 12,287.78 crore during FY19 compared to ₹ 12,333.89 crore in the corresponding previous financial year.

The Company generated Earnings before Interest, Depreciation and Tax (EBIDTA) of ₹ 8,429.82 crore during FY19 compared to ₹ 8,156.34 crore in the previous year (excluding foreign exchange gain/loss).

Profit before Tax (PBT) for FY19 stood at ₹ 5,126.28 crore compared to ₹ 5,234.13 crore in the previous year.

Net profit for FY19 is ₹ 4,044.75 crore compared to ₹ 3,689.95 crore in the previous financial year.

Earnings per Share (EPS) stood at ₹ 19.27 on face value of ₹ 2 each.

Key Financial Ratios and Return on Net Worth

The key financial ratios compared to the last financial year are as under:

Sr. No.	Particulars	Current FY ended March 31, 2019	Previous FY ended March 31, 2018	Changes %
1	Debtors Turnover (Days)	100	89	12%
2	Inventory Turnover (Days)	22	19	17%
3	Interest Coverage Ratio	6.09	5.45	12%
4	Current Ratio	1.58	4.45	-64%
5	Debt Equity Ratio	0.85	1.01	-16%
6	Operating Profit Margin (%)	65%	63%	3%
7	Net Profit Margin (%)	33%	30%	10%
8	Return on Average Net Worth (%)	18%	19%	-7%

Notes:

a. Above ratios are based on consolidated financial statements of the company.

b. Current Ratio : There is a change of approx. 64% in current ratio due to increase in short term borrowings to fund certain acquisitions planned for the month of March, 2019 and to hold liquidity for certain debt maturities due April, 2019.

c. Definitions of Ratios :

1. Debtors Turnover : average trade receivable by revenue from operations for the year.
2. Inventory Turnover : average inventory by revenue from operations for the year.
3. Interest Coverage Ratio : total EBIDTA by finance cost for the year.
4. Current Ratio : current assets by current liabilities (excluding current maturity of long term borrowings).
5. Debt Equity Ratio :total debt (excluding working capital borrowings) by total equity at the end of the year.
6. Operating Profit Margin : operating EBIDTA by operating revenue for the year.
7. Net Profit Margin :profit for the year by total income for the year.
8. Return on Average Net Worth : profit for the year by average net worth for the year.

Where, Operating EBIDTA means Operating Income less operating expenses, employee costs and other/administrative expenses, excluding foreign exchange gain/loss.

8. Internal Control Systems and Their Adequacy

The Company has put in place strong internal control systems and best-in-class processes commensurate with its size and scale of operations.

There is a well-established multidisciplinary Management Audit & Assurance Services (MA&AS) that consists of professionally qualified accountants, engineers and SAP-experienced executives. It carries out extensive audit throughout the year, across all functional areas and submits its reports to the Management and Audit Committee about the compliance with internal controls, efficiency and effectiveness of operations and key process risks.

Some key features of the Company's internal controls system are:

- Adequate documentation of policies and guidelines.
- Preparation and monitoring of Annual Budgets through monthly review for all operating and service functions.
- The MA&AS department prepares a Risk-based Internal Audit scope with the frequency of audit being decided by risk ratings of areas/functions. Risk-based scope is discussed among the MA&AS team, functional heads / process owners / CEO & CFO. The audit plan is formally reviewed and approved by the Audit Committee of the Board.
- The entire internal audit processes are web-enabled and managed on-line by the Audit Management System.
- The Company has a strong compliance management system, which runs on an online monitoring system.
- The Company has a well-defined delegation of power with authority limits for approving revenue and capex expenditure, which is reviewed and suitably amended on an annual basis.
- The Company uses an Enterprise Resource Planning (ERP) system (SAP) to record data for accounting, consolidation and management information purposes and connects to different locations for efficient exchange of information.
- Apart from having all policies, procedures and an internal audit mechanism in place, the Company periodically engages outside experts to carry out an independent review of the effectiveness of various business processes.
- Internal audit is carried out in accordance with the auditing standards to review design effectiveness of the internal control system and procedures to manage risks, operation of monitoring control and compliance with relevant policies and procedures, and recommend improvement in the processes and procedures.

The Audit Committee of the Board of Directors regularly reviews the execution of the Audit Plan and the adequacy and effectiveness of internal audit systems, and monitors the implementation of internal audit recommendations, including those relating to the strengthening of the Company's risk management policies and systems.

9. Cautionary Statement

The discussion hereunder covers the performance of APSEZ and its business outlook for the future. This outlook is based on assessment of the current business environment and government policies. The change in future economic and other developments are likely to cause variation in this outlook.

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations and others may constitute 'forward-looking statements' within the meaning of applicable securities, laws and regulations. Actual results may differ from those expressed or implied. Several factors that could significantly impact the Company's operations include economic conditions affecting demand, supply and price conditions in the domestic and overseas markets, changes in the government regulations, tax laws and other statutes, climatic conditions and such incidental factors over which the Company does not have any control.

The Company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

Corporate Governance Report

1. Company's Philosophy on Code of Governance

Corporate Governance is about meeting our strategic goals responsibly and transparently, while being accountable to our stakeholders. The Company is equipped with a robust framework of corporate governance that considers the long-term interest of every stakeholder as we operate with a commitment to integrity, fairness, equity, transparency, accountability and commitment to values. The framework lays down procedures and mechanisms for enhancing leadership for smooth administration and productive collaboration among employees, value chain, community, investors and the Government.

Courage, Trust and Commitment are the main tenets of our Corporate Governance Philosophy:

- **Courage:** we shall embrace new ideas and businesses.
- **Trust:** we shall believe in our employees and other stakeholders.
- **Commitment:** we shall stand by our promises and adhere to high standard of business.

The Company believes that sustainable and long-term growth of every stakeholder depends upon the judicious and effective use of available resources and consistent endeavour to achieve excellence in business along with active participation in the growth of society, building of environmental balances and significant contribution in economic growth.

The Company is in compliance with the conditions of corporate governance as required under the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 ("Listing Regulations"), as applicable.

2. Board of Directors

At the helm of the Company's Corporate Governance practice is its Board. The Board provides strategic guidance and independent views to the Company's senior management while discharging its fiduciary responsibilities. The Board also provides direction and exercises appropriate control to ensure that the Company is managed in a manner that fulfils stakeholder's aspirations and societal expectations.

Composition of the Board

The Company has a balanced Board with optimum combination of Executive and Non-Executive Directors, including independent professionals, which plays a crucial role in Board processes and provides independent judgment on issues of strategy and performance.

The Board currently comprises of 10 (ten) Directors out of which 3 (three) Directors are Executive Directors, 2 (two) are Non-Executive, Non-Independent Director and remaining 5 (five) are Independent Directors. Independent Directors are Non-Executive Directors as defined under Regulation 16(1)(b) of the Listing Regulations. The maximum tenure of the Independent Directors is in compliance with the Companies Act, 2013 ("Act"). All the Independent Directors have confirmed that they meet the criteria as mentioned under regulation 16(1)(b) of the Listing Regulations and Section 149 of the Act. The present strength of the Board reflects judicious mix of professionalism, competence and sound knowledge which enables the Board to provide effective leadership to the Company.

No Director is related to each other except Mr. Gautam S. Adani and Mr. Rajesh S. Adani, who are related to each other as brothers and Mr. Karan Adani who is son of Mr. Gautam S. Adani.

None of the Directors on the Company's Board is a Member of more than 10 (ten) Committees and Chairman of more than 5 (five) Committees (Committees being, Audit Committee and Stakeholders' Relationship Committee) across all the companies in which he/she is Director. All the Directors have made necessary disclosures regarding Committee positions held by them in other companies and do not hold the office of Director in more than 10 (ten) public companies as on March 31, 2019.

The current composition of the Board is in conformity with the Regulation 17 of the Listing Regulations.

The composition of the Board of Directors as on May 27, 2019 and the number of other Directorship and Committee positions held by them as on March 31, 2019 are as under.

Name, Designation & DIN of Director	Category of Directorship	No. of other Directorship held[3] (other than APSEZL)	Details of Committee[4] (other than APSEZL)	
			Chairman	Member
Mr. Gautam S. Adani, Chairman & Managing Director DIN: 00006273	Promoter & Executive	5	-	-
Mr. Rajesh S. Adani, Director DIN: 00006322	Promoter & Non-Executive	6	1	7
Dr. Malay Mahadevia, Whole-Time Director DIN: 00064110	Executive	4	-	1
Mr. Karan Adani, Whole-Time Director & CEO DIN: 03088095	Executive	8	-	-
Mr. Mukesh Kumar, IAS[1] Director DIN: 06811311	Non-Independent & Non-Executive	9	-	-
Prof. G. Raghuram, Director DIN: 01099026	Independent & Non-Executive	1	-	-
Mr. G. K. Pillai, Director DIN: 02340756	Independent & Non-Executive	4	1	3
Mr. Sanjay Lalbhai, Director DIN: 00008329	Independent & Non-Executive	4	1	1
Mrs. Radhika Haribhakti, Director DIN: 02409519	Independent & Non-Executive	5	-	5
Mrs. Nirupama Rao[2], Director DIN: 06954879	Independent & Non-Executive	N.A.	N.A.	N.A.

[1]Appointed as Director w.e.f. October 23, 2018
[2]Appointed as Director w.e.f. April 22, 2019
[3]Excluding Private Ltd. Companies, which are not the subsidiaries of Public Ltd. Companies, Foreign Companies, Section 8 Companies and Alternate Directorships.
[4]Includes only Audit Committee and Stakeholders' Relationship Committee.

Details of name of other listed entities where Directors of the Company are Directors and the category of Directorship are as under:

Name of Director	Name of other Listed entities in which the concerned Director is a Director	Category of Directorship
Mr. Gautam S. Adani, DIN: 00006273	Adani Enterprises Ltd.	Promoter & Executive
	Adani Transmission Ltd.	Promoter & Executive
	Adani Gas Ltd.	Promoter & Non-Executive
	Adani Power Ltd.	Promoter & Non-Executive
	Adani Green Energy Ltd.	Promoter & Non-Executive
Mr. Rajesh S. Adani, DIN: 00006322	Adani Enterprises Ltd.	Promoter & Executive
	Adani Transmission Ltd.	Promoter & Executive
	Adani Power Ltd.	Promoter & Executive
	Adani Green Energy Ltd.	Promoter & Non-Executive
Dr. Malay Mahadevia, DIN: 00064110	Vadilal Industries Ltd.	Non-Executive & Independent Director
Mr. Karan Adani, DIN: 03088095	-	-
Mr. Mukesh Kumar, IAS DIN: 06811311	Gujarat Pipavav Port Ltd.	Non-Executive & Non-Independent Director
Prof. G. Raghuram, DIN: 01099026	Take Solutions Ltd.	Non-Executive & Independent Director
Mr. G. K. Pillai, DIN: 02340756	Zuari Agro Chemicals Ltd.	Non-Executive & Independent Director
	Berger Paints India Ltd.	Non-Executive & Independent Director
Mr. Sanjay Lalbhai, DIN: 00008329	Arvind Ltd.	Promoter & Executive
	Arvind SmartSpaces Ltd.	Promoter & Non-Executive
	Arvind Fashions Ltd.	Promoter & Non-Executive
	The Anup Engineering Ltd.	Promoter & Non-Executive
Mrs. Radhika Haribhakti, DIN: 02409519	Navin Fluorine International Ltd.	Non-Executive & Independent Director
	Rain Industries Ltd.	Non-Executive & Independent Director
	Mahanagar Gas Ltd.	Non-Executive & Independent Director
	ICRA Ltd.	Non-Executive & Independent Director
	EIH Associated Hotels Ltd.	Non-Executive & Independent Director
Mrs. Nirupama Rao, DIN: 06954879	ITC Ltd.	Non-Executive & Independent Director
	KEC International Ltd.	Non-Executive & Independent Director
	JSW Steel Ltd.	Non-Executive & Independent Director

Board Meeting and Procedure

The internal guidelines for Board/Committee meetings facilitate the decision making process at the meetings of the Board/Committees in an informed and efficient manner.

Board Meetings are governed by structured agenda. All major agenda items are backed by comprehensive background information to enable the Board to take informed decisions. The Company Secretary in consultation with the Senior Management prepares the detailed agenda for the meetings.

Agenda papers and Notes on Agenda are circulated to the Directors, in advance, in the defined Agenda format. All material informations are being circulated along with Agenda papers for facilitating meaningful and focused discussions at the meeting. Where it is not practicable to attach any document to the Agenda, the same is tabled before the meeting with specific reference to this effect in the Agenda. In special and exceptional circumstances, additional or supplementary item(s) on the Agenda are permitted. In order to transact some urgent business, which may come up after circulation agenda papers, the same is placed before the Board by way of Table Agenda or Chairman's Agenda. Frequent and detailed deliberation on the agenda provides the strategic roadmap for the future growth of the Company.

Minimum 4 (four) pre-scheduled Board meetings are held every year. Apart from the above, additional Board meetings are convened by giving appropriate notice to address the specific needs of the Company. In case of business exigencies or urgency of matters, resolutions are also passed by way of circulation.

Detailed presentations are made at the Board / Committee meetings covering finance and operations of the Company, global business environment, all business areas of the Company including business opportunities, business strategy and the risk management practices before taking on record the quarterly / half yearly / annual financial results of the Company.

The required information as enumerated in Part A of Schedule II of Listing Regulations is made available to the Board of Directors for discussions and consideration at every Board Meetings. The Board periodically reviews compliance reports of all laws applicable to the Company as required under Regulation 17(3) of the Listing Regulations.

The important decisions taken at the Board / Committee meetings are communicated to departments concerned promptly. Action taken report on the decisions taken at the meeting(s) is placed at the immediately succeeding meeting of the Board / Committee for noting by the Board/Committee.

During the year under review, Board met five times on May 3, 2018, August 6, 2018, October 23, 2018, February 6, 2019 and March 18, 2019. The Board meets at least once in every quarter to review the Company's operations and financial performance. The maximum time gap between any two meetings is not more than 120 days. The necessary quorum was present in all the meetings.

The Act read with the relevant rules made thereunder, now facilitates the participation of a Director in Board/ Committee Meetings through video conferencing or other audio-visual mode. Accordingly, the option to participate in the Meeting through video conferencing was made available for the Directors in compliance with the provisions of the Act.

The details of attendance of Directors at the Board Meetings and at the last Annual General Meeting are as under:

Name of Director	No. of Meetings		Attendance at last AGM
	Held during the tenure	Attended	
Mr. Gautam S. Adani	5	4	Yes
Mr. Rajesh S. Adani	5	4	Yes
Dr. Malay Mahadevia	5	5	Yes
Mr. Karan Adani	5	4	Yes
Prof. G. Raghuram	5	5	Yes
Mr. G. K. Pillai	5	5	Yes
Mr. Sanjay Lalbhai	5	2	No
Mrs. Radhika Haribhakti	5	5	Yes
Mr. Mukesh Kumar, IAS[1]	2	-	N.A
Mrs. Nirupama Rao[2]	N.A.	N.A.	N.A.

[1]Appoitned as Director w.e.f. October 23, 2018
[2]Appointed as Director w.e.f. April 22, 2019

Skills / expertise competencies of the Board of Directors

The following is the list of core skills / competencies identified by the Board of Directors as required in the context of the Company's business and that the said skills are available within the Board Members:

1) Embrace the shared vision, mission and values of the organisation;
2) Knowledge of industry / sector, policies, major risks / threats and potential opportunities in which the Company operates;
3) Technical skills / experience in accounting / finance / government or public policy / economy / human resource management / strategy development and implementation / Capital planning;
4) Governance competencies like Director in large organisation, compliance focus, leadership, risk management experience, Business judgement.

Confirmation as regards independence of Independent Directors

In the opinion of the Board, both the existing Independent Directors and those who are proposed to be appointed/ re-appointed at the Annual General Meeting, fulfil the conditions specified in the Listing Regulations and are independent of the Management.

Note on appointment/re-appointment of Director

Mr. Rajesh S. Adani, Director is retiring at the ensuing Annual General Meeting and being eligible, has offered himself for re-appointment.

Mr. Mukesh Kumar, IAS and Mrs. Nirupama Rao were appointed as Additional Directors w.e.f October 23, 2018 and April 22, 2019 respectively. The Company has received notice from the member of the Company signifying its intention for their appointment as Directors of the Company.

The Board had re-appointed Dr. Malay Mahadevia as Whole Time Director for tenure of five years w.e.f May 15, 2019 subject to approval of members at the ensuing Annual General Meeting of the Company.

The Board had also re-appointed Prof. G. Raghuram and Mr. G. K. Pillai as Independent Directors for a second term of five consecutive years w.e.f. August 9, 2019 subject to approval of members at the ensuing Annual General Meeting of the Company.

The brief resume and other information required to be disclosed under this section is provided in the Notice convening the Annual General Meeting.

Code of Conduct

The Board has laid down a Code of Conduct for all the Board Members and Senior Management of the Company (the "Code"). The Code is available on the website of the Company www.adaniports.com. All Board Members and Senior Management Personnel have affirmed compliance of the Code. A declaration signed by the Whole Time Director & CEO to this effect is attached to this report.

3. Committees of the Board

The Board Committees play a vital role in ensuring sound Corporate Governance practices. The Committees are constituted to handle specific activities and ensure speedy resolution of the diverse matters. The Board Committees are set up under the formal approval of the Board to carry out clearly defined roles which are considered to be performed by members of the Board, as a part of good governance practice. The Board supervises the execution of its responsibilities by the Committees and is responsible for their action. The minutes of the meetings of all the Committees are placed before the Board for review.

A) Audit Committee

The Audit Committee of the Company was constituted on September 22, 2001 and subsequently reconstituted from time to time to comply with statutory requirement.

The Audit Committee acts as a link among the Management, the Statutory Auditors, Internal Auditors and the Board of Directors to oversee the financial reporting process of the Company. The Committee's purpose is to oversee the quality and integrity of accounting, auditing and financial reporting process including review of the internal audit reports and action taken report.

Terms of reference

The powers, role and terms of reference of the Audit Committee covers the areas as contemplated under Listing Regulations and Section 177 of the Act. The brief terms of reference of Audit Committee are as under:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
    a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013;
    b. Changes, if any, in accounting policies and practices and reasons for the same;
    c. Major accounting entries involving estimates based on the exercise of judgment by management;
    d. Significant adjustments made in the financial statements arising out of audit findings;
    e. Compliance with listing and other legal requirements relating to financial statements;
    f. Disclosure of any related party transactions;
    g. Modified opinion(s) in the draft audit report.
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
7. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the Company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the Company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, the performance of statutory and internal auditors, adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with internal auditors of any significant findings and follow up there on;

15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. To look into the reasons for substantial defaults, if any, in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
18. To review the functioning of the Whistle Blower mechanism;
19. Approval of appointment of Chief Financial Officer after assessing the qualifications, experience and background, etc. of the candidate;
20. Reviewing financial statements, in particular the investments made by the Company's unlisted subsidiaries;
21. Reviewing the utilisation of loans and/ or advances from/investment by the holding company in the subsidiary exceeding ₹ 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments;
22. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

Review of Information by Audit Committee

1. The management discussion and analysis of financial condition and results of operations;
2. Statement of significant related party transactions submitted by management;
3. Management letters / letters of internal control weaknesses issued by the statutory auditors;
4. Internal audit reports relating to internal control weaknesses;
5. The appointment, removal and terms of remuneration of the Chief Internal Auditor.
6. Statement of deviations:
   a) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s).
   b) annual statement of funds utilised for purposes other than those stated in the offer document / prospectus / notice.

Meeting, Attendance & Composition of the Audit Committee

During the year under review, Audit Committee met five times on May 3, 2018, August 6, 2018, October 23, 2018, February 6, 2019 and March 18, 2019. The intervening gap between two meetings did not exceed 120 days.

The Composition of the Audit Committee and details of attendance of the members at the meetings held during the year are given below:

Name and designation	Category	No. of Meetings	
		Held during the tenure	Attended
Mr. G. K. Pillai, Chairman	Non-Executive & Independent Director	5	5
Prof. G. Raghuram, Member	Non-Executive & Independent Director	5	5
Mr. Rajesh S. Adani, Member	Non-Executive & Non-Independent Director	5	4
Mrs. Radhika Haribhakti, Member	Non-Executive & Independent Director	5	5

All members of the Audit Committee have accounting and financial management knowledge and expertise / exposure. The Audit Committee meetings are attended by the Chief Financial Officer, representatives of Statutory Auditors, Internal Auditor and Finance & Accounts department.

The Board of Directors review the Minutes of the Audit Committee Meetings at its subsequent Board Meetings.

The Company Secretary and Compliance Officer act as Secretary of the Committee.

Mr. G. K. Pillai, Chairman of the Audit Committee was present at the last Annual General Meeting to answer shareholder queries.

B) Nomination and Remuneration Committee

The Nomination and Remuneration Committee of the Company was constituted on September 3, 2005 and subsequently reconstituted from time to time to comply with statutory requirement.

Terms of reference

The powers, role and terms of reference of Nomination and Remuneration Committee covers the areas as contemplated under the Listing Regulations and Section 178 of the Act. The brief terms of reference of Nomination and Remuneration Committee are as under:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
2. Formulation of criteria for evaluation of Independent Directors and Directors and the Board;
3. Devising a policy on Board diversity;

4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal;
5. To extend or continue the terms of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;
6. To recommend / review remuneration of the Managing Director(s) and Whole-time Director(s) based on their performance and defined assessment criteria;
7. To recommend to the board, all remuneration, in whatever form, payable to senior management;
8. Carrying out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.

Meeting, Attendance & Composition of the Nomination and Remuneration Committee

During the year under review, Nomination and Remuneration Committee met three times on May 3, 2018, August 6, 2018 and October 23, 2018.

The composition of the Nomination and Remuneration Committee and details of attendance of the member at the meetings held during the year are given below:

Name and designation	Category	No. of Meetings	
		Held during the tenure	Attended
Prof. G. Raghuram, Chairman	Non-Executive & Independent Director	3	3
Mr. Rajesh S. Adani, Member	Non-Executive & Non-Independent Director	3	3
Mrs. Radhika Haribhakti, Member	Non-Executive & Independent Director	3	3

The Board of Directors review the Minutes of the Nomination and Remuneration Committee Meetings at its subsequent Board Meetings.

The Company Secretary and Compliance Officer act as Secretary of the Committee.

Remuneration Policy

The remuneration policy of the Company is directed towards rewarding performance, based on review of achievements on a periodic basis. The Company endeavours to attract, retain, develop and motivate the high-caliber executives and to incentivise them to develop and implement the Group's Strategy, thereby enhancing the business value and maintain a high-performance workforce. The policy ensures that the level and composition of remuneration of the Directors is optimum.

i) **Remuneration to Non-Executive Directors**

The remuneration by way of commission to the non-executive directors is decided by the Board of Directors. The members at the Annual General Meeting held on August 11, 2015 approved the payment of remuneration by way of commission to the non-executive directors of the Company, of a sum not exceeding 1% per annum of the net profits of the Company, calculated in accordance with the provisions of the Act for a period of 5 years commencing April 1, 2015. In addition to commission, non-executive directors are paid sitting fees of ₹ 50,000 for attending Board and Audit Committee and ₹ 25,000 for attending other Committees and actual reimbursement of expenses incurred for attending each meeting of the Board and Committee.

The Company has also taken a Directors' & Officers' Liability Insurance Policy.

ii) **Performance Evaluation Criteria for Independent Directors**

The performance evaluation criteria for independent directors are determined by the Nomination and Remuneration Committee. An indicative list of factors that may be evaluated include participation and contribution by a director, commitment, effective deployment of knowledge and expertise, effective management of relationship with stakeholders, integrity and maintenance of confidentiality and independence of behaviour and judgement.

iii) **Remuneration to Executive Directors**

The remuneration of the Executive Directors is recommended by the Nomination and Remuneration Committee to the Board based on criteria such as industry benchmarks, the Company's performance vis-à-vis the industry, responsibilities shouldered, performance/track record, macro-economic review on remuneration packages of heads of other organisations. On the recommendation of the Nomination and Remuneration Committee, the remuneration paid/payable by way of salary, perquisites and allowances (fixed component), incentive and/or commission (variable components) to its Executive Directors within the limits prescribed under the Act is approved by the Board of Directors and by the members in the General Meeting.

The Executive Directors are not being paid sitting fees for attending meetings of the Board of Directors and its Committee.

Details of Remuneration

i) Non-Executive Directors

The details of sitting fees and commission paid to Non-Executive Directors during the financial year 2018-19 is as under:

(₹ in lakh)

Name	Commission	Sitting Fees	Total
Mr. Rajesh S. Adani	-	9.30	9.30
Prof. G. Raghuram	12.00	6.05	18.05
Mr. G. K. Pillai	12.00	4.40	16.40
Mr. Sanjay Lalbhai	-	1.10	1.10
Mrs. Radhika Haribhakti	12.00	6.05	18.05

Other than sitting fees and commission paid to Non-Executive Directors, there were no pecuniary relationships or transactions by the Company with any of the Non-Executive Directors of the Company. The Company has not granted stock options to Non-Executive Directors.

ii) Executive Directors

Details of remuneration paid/payable to Chairman & Managing Director and Whole Time Director during the financial year 2018-19 are as under:

(₹ in lakh)

Name	Salary	Perquisites, Allowances & other Benefits	Commission*	Total
Mr. Gautam S. Adani	180.00	-	100.00	280.00
Dr. Malay Mahadevia	184.75	776.92	-	961.67
Mr. Karan Adani	150.00	-	-	150.00

*Payable in financial year 2019-20

iii) Details of shares of the Company held by Directors as on March 31, 2019 are as under:

Name	No. of shares held
Mr. Gautam S. Adani	1
Mr. Rajesh S. Adani	1

Except above, none of Directors of the Company holds equity shares of the Company in their individual capacity. The Company does not have any Employees' Stock Option Scheme and there is no separate provision for payment of Severance Fees.

C) Stakeholders' Relationship Committee

The Stakeholders Relationship Committee of Directors was constituted on January 30, 2007 and subsequently reconstituted from time to time to comply with statutory requirement.

Terms of reference

The powers, role and terms of reference of Stakeholders Relationship Committee covers the areas as contemplated under the Listing Regulations and Section 178 of the Act. The brief terms of reference of Stakeholders Relationship Committee are as under:

1. Resolving the grievances of the security holders including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.;
2. Reviewing the measures taken for effective exercise of voting rights by shareholders;
3. Reviewing of adherence to the service standards adopted in respect of various services being rendered by the Registrar & Share Transfer Agent;
4. Reviewing the various measures and initiatives taken for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company;
5. Carrying out any other function as is referred by the Board from time to time or enforced by any statutory notification / amendment or modification as may be applicable.

Meeting, Attendance & Composition of the Stakeholders' Relationship Committee

During the year under review, Stakeholders Relationship Committee met four times on May 3, 2018, August 6, 2018, October 23, 2018 and February 6, 2019.

The composition of the Stakeholders Relationship Committee and details of attendance of the members at the meetings held during the year are given below:

Name and designation	Category	No. of Meetings	
		Held during the tenure	Attended
Mr. Rajesh S. Adani, Chairman	Non-Executive & Non-Independent Director	4	4
Prof. G. Raghuram, Member	Non-Executive & Independent Director	4	4
Mrs. Radhika Haribhakti, Member	Non-Executive & Independent Director	4	4

The Board of Directors review the Minutes of the Stakeholders Relationship Committee Meetings at its subsequent Board Meetings.

Mr. Kamlesh Bhagia, Company Secretary and Compliance Officer act as Secretary of the Committee.

Details of complaints received and redressed during the year

Opening Balance	During the year		Pending Complaints
	Received	Resolved	
1*	7	8	Nil

*The complaint was received on March 31, 2018 and the same was resolved on April 5, 2018

All complaints have been resolved to the satisfaction of shareholders.

D) Sustainability and Corporate Social Responsibility Committee

The Sustainability and Corporate Social Responsibility Committee of the Company was constituted on May 15, 2014 and subsequently reconstituted from time to time to comply with statutory requirement.

Terms of reference

The powers, role and terms of reference of Sustainability and Corporate Social Responsibility Committee covers the areas as contemplated under Section 135 of the Act. The brief terms of reference of Sustainability and Corporate Social Responsibility Committee are as under:

1. To review from time to time Corporate Social Responsibility (CSR) policy in the light of emergent situation and statutory framework;
2. To recommend the amount of investment to be made on CSR activities;
3. To monitor the implementation of CSR policy and review overall performance in CSR Programmes;
4. To review from time to time Sustainability policy in the global context and evolving statutory framework such as BRR;
5. To review overall Sustainability performance and Sustainability Reporting of the Company;
6. To review from time to time different aspect of Sustainability Performance such as ethical governance, environmental stewardship, safety performance at sites, water and energy use etc.;
7. The authority to decide on Disclosure on Management Approach in Sustainability Reporting and to steer Sustainability Performance is hereby delegated to CEO of the Company.

Meeting, Attendance & Composition of the Sustainability and Corporate Social Responsibility Committee

During the year under review, Committee met two times on May 3, 2018 and August 6, 2018.

The composition of the Committee and details of the attendance of the members at the meetings held during the year are given below:

Name and designation	Category	No. of Meetings	
		Held	Attended
Mr. Rajesh S. Adani, Chairman	Non-Executive & Non-Independent Director	2	2
Dr. Malay Mahadevia, Member	Executive Director	2	2
Mr. Sanjay Lalbhai, Member	Non-Executive & Independent Director	2	1

The Board of Directors review the Minutes of the Sustainability and Corporate Social Responsibility Committee Meetings at its subsequent Board Meetings.

The Company Secretary and Compliance Officer act as Secretary of the Committee.

CSR Policy

The CSR Policy of the Company is available on the website of the Company at https://www.adaniports.com /Investors/Corporate-Governance.

E) Risk Management Committee

The Risk Management Committee of the Company was constituted on October 1, 2014 and subsequently reconstituted from time to time to comply with statutory requirement.

Terms of reference

The powers, role and terms of reference of Risk Management Committee covers the areas as contemplated under Regulation 21 of the Listing Regulations. The brief terms of reference of Risk Management Committee are as under:

1. To review the Company's risk governance structure, risk assessment and minimisation procedures and the guidelines, strategies and policies for risk mitigation on short term as well as long term basis;
2. To monitor and review the risk management plan of the Company;
3. To review the current and expected risk exposures of the organisation, to ensure the same are identified, qualitatively and quantitatively evaluated, analysed and appropriately managed;
4. To carry out any other function as is referred by the Board from time to time or enforced by any statutory notification / amendment or modification as may be applicable.

Meeting, Attendance & Composition of the Risk Management Committee

During the year under review, Risk Management Committee met on May 3, 2018.

The composition of the Committee and details of attendance of the members at the meetings held during the year are given below:

Name	Category	No. of Meetings	
		Held during the tenure	Attended
Mr. Rajesh S. Adani, Chairman	Non-Executive & Non-Independent Director	1	1
Mr. Sanjay Lalbhai, Member	Non-Executive & Independent Director	1	1
Dr. Malay Mahadevia, Member	Executive Director	1	1
Capt. Unmesh Abhyankar, Member	Member of Management	1	1
Mr. Deepak Maheshwari[1], Member	Member of Management	N.A.	N.A

[1]Appointed as member w.e.f May 3, 2018

The Board of Directors review the Minutes of the Risk Management Committee Meetings at its subsequent Board Meetings.

The Company Secretary and Compliance Officer act as Secretary of the Committee.

F) Transfer Committee

The Transfer Committee of the Company was constituted on September 25, 2000 and subsequently reconstituted from time to time to comply with statutory requirement.

Terms of reference

1. To approve and register transfer and/or transmission of equity and preference shares and debentures;
2. To subdivide, consolidate and issue equity and preference share certificates and/or debenture certificate on behalf of the Company;
3. To affix or authorise fixation of common seal of the Company on the equity, preference share certificates and debenture certificate of the Company;
4. To issue duplicate equity and preference share certificates and debenture certificate;
5. To apply for dematerialisation of the equity, preference shares and debentures;
6. To do all such acts, deeds or things as may be necessary or incidental to the exercise of above powers.

Meeting, Attendance & Composition of the Transfer Committee

During the year under review, Transfer Committee met four times on January 2, 2019, February 13, 2019, March 4, 2019 and March 16, 2019.

The composition of the Transfer Committee and details of attendance of the members at the meetings held during the year are given below:

Name and designation	Category	No. of Meetings	
		Held during the tenure	Attended
Mr. Gautam S. Adani, Chairman	Executive Director	4	4
Mr. Rajesh S. Adani, Member	Non-Executive & Non-Independent Director	4	2
Dr. Malay Mahadevia, Member	Executive Director	4	4

The Board of Directors review the Minutes of the Transfer Committee Meetings at its subsequent Board Meetings.

The Company Secretary and Compliance Officer act as Secretary of the Committee.

4. Subsidiary Companies

The Company does not have any material non-listed subsidiary, and hence, the Company is not required to nominate an Independent Director of the Company on the Board of any subsidiary. The subsidiaries of the Company function with an adequately empowered Board of Directors and sufficient resources.

For more effective governance, the Company monitors performance of subsidiary companies, inter alia, by following means:

1. Financial statements, in particular investments made by unlisted subsidiary companies, are reviewed quarterly by the Company's Audit Committee.
2. Minutes of unlisted subsidiary companies are placed before the Board of the Company regularly.
3. A statement, wherever applicable, of all significant transactions and arrangements entered into by the Company's subsidiaries is presented to the Board of the Company at its meetings.

   The Company has a policy for determining 'material subsidiaries' which is uploaded on the website of the Company at https://www.adaniports.com/Investors/Corporate-Governance.

5. Whistle Blower Policy

The Company has adopted a whistle blower policy and has established the necessary vigil mechanism for employees and directors to report concerns about unethical behaviour. No person has been denied access to the Chairman of the Audit Committee. The said policy is uploaded on the website of the Company at https://www.adaniports.com/Investors/Corporate-Governance. The Audit Committee monitored and reviewed investigations of the whistle blower complaints received during the year.

6. General Body Meetings

a) Annual General Meetings

The date, time and location of the Annual General Meetings held during the preceding 3 years and special resolutions passed thereat are as follows:

Financial Year	Date	Location of Meeting	Time	No. of special resolutions passed
2015-16	09-08-2016	J. B. Auditorium, Ahmedabad Management Association, AMA Complex, Atira, Dr. Vikram Sarabhai Marg, Ahmedabad-380015.	10.30 a.m.	3
2016-17	09-08-2017	J. B. Auditorium, Ahmedabad Management Association, AMA Complex, Atira, Dr. Vikram Sarabhai Marg, Ahmedabad-380015.	9.30 a.m.	2
2017-18	06-08-2018	J. B. Auditorium, Ahmedabad Management Association, AMA Complex, Atira, Dr. Vikram Sarabhai Marg, Ahmedabad-380015.	9.30 a.m.	2

b) Whether special resolutions were put through postal ballot last year, details of voting pattern: No

c) Whether any resolutions are proposed to be conducted through postal ballot

No Special Resolution requiring a postal ballot is being proposed at the ensuing Annual General Meeting of the Company.

d) Procedure for postal ballot

Prescribed procedure for postal ballot as per the provisions contained in this behalf in the Act read with rules made thereunder as amended from time to time shall be complied with whenever necessary.

7. Means of Communication

a) Financial Results

The quarterly/half-yearly and annual results of the Company are normally published in the Indian Express (English) and Financial Express (a regional daily published from Gujarat). These results are not sent individually to the shareholders but are put on the website of the Company.

The Company's financial results, press release, official news and presentations to investors are displayed on the Company's website www.adaniports.com.

b) Intimation to Stock Exchanges

The Company also regularly intimates to the Stock Exchanges all price sensitive and other information which are material and relevant to the investors.

c) Earnings Calls and Presentations to Analysts

At the end of each quarter, the Company organises meetings / conference call with analysts and investors and the presentations made to analysts and transcripts of earnings calls are uploaded on the website thereafter.

Your Company has maintained consistent communication with investors at various forums organised by investment bankers and by organising investors visit to the port and SEZ site.

8. General Shareholders Information

a) Company Registration details

The Company is registered in the State of Gujarat, India. The Corporate Identity Number allotted to the Company by the Ministry of Corporate Affairs is L63090GJ1998PLC034182.

b) Annual General Meeting

Day and Date	Time	Venue
Tuesday, August 6, 2019	10:30 am	H.T. Parekh Hall, AMA Complex, ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad - 380015

c) Registered Office

"Adani House", Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009.

d) Financial Calendar for 2019-20

Financial year is 1st April to 31st March and financial results will be declared as per the following schedule.

Particulars	: Tentative Schedule
Quarterly Results	
Quarter ending on June 30, 2019	: Mid August, 2019
Quarter ending on September 30, 2019	: Mid November, 2019
Quarter ending on December 31, 2019	: Mid February, 2020
Annual Result of 2019-20	: End May, 2020

e) Book closure date

The Register of Members and Share Transfer Books of the Company will be closed from Tuesday, July 30, 2019 to Tuesday, August 6, 2019 (both days inclusive) for the purpose of entitlement of dividend and 20th Annual General Meeting.

f) Divined payment date

Dividend of ₹ 0.20 per share (10%) will be paid on or after August 7, 2019, if approved by the members at the ensuing Annual General Meeting.

g) Dividend Distribution Policy

The Dividend Distribution Policy of the Company is available on the website of the Company at https://www.adaniports.com/Investors/Corporate-Governance.

h) Listing on Stock Exchanges

The Company's shares are listed on the following stock exchanges:

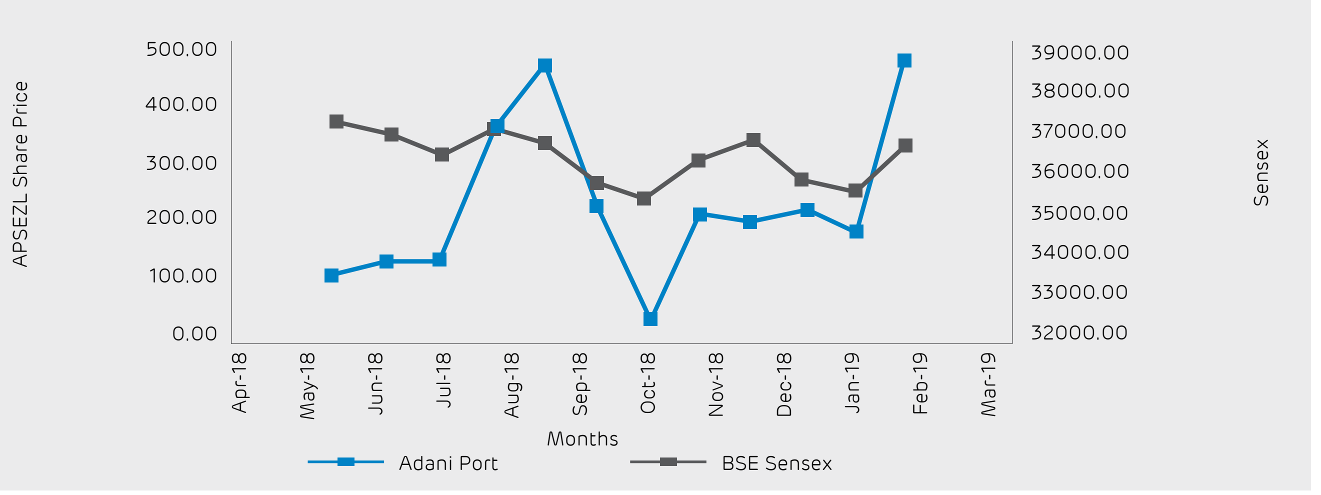
Name of Stock Exchange	Address	Code
BSE Limited (BSE)	Floor 25, P. J Towers, Dalal Street, Mumbai - 400001	532921
National Stock Exchange of India Limited (NSE)	Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai - 400051	ADANIPORTS

Annual listing fees for the year 2019-20 have been paid by the Company to BSE and NSE.

i) Market Price Data

Month	BSE			NSE		
	High (₹)	Low (₹)	Volume (No. of shares)	High (₹)	Low (₹)	Volume (No. of shares)
April, 2018	410.80	354.20	33,72,997	411.30	356.00	7,22,62,375
May, 2018	418.00	365.00	1,33,71,928	415.65	364.70	6,60,24,227
June, 2018	394.95	356.00	9,08,68,614	395.40	355.15	6,72,66,667
July, 2018	404.00	356.10	44,79,534	402.45	355.60	4,64,42,874
August, 2018	406.35	368.00	44,15,897	406.40	367.30	5,74,26,811
September, 2018	397.00	320.75	73,06,000	392.95	316.55	5,47,68,118
October, 2018	340.00	293.95	78,73,443	339.30	294.10	9,41,45,410
November, 2018	374.40	314.30	1,17,90,204	374.60	313.90	7,64,72,473
December, 2018	390.00	348.50	54,70,162	390.75	347.00	7,62,46,687
January, 2019	402.60	299.80	74,59,641	402.70	292.10	8,45,34,851
February, 2019	359.00	316.00	1,31,15,039	359.25	315.75	13,35,58,828
March, 2019	385.90	327.20	32,84,698	385.90	327.00	7,00,90,763

j) Performance in comparison to broad-based indices such as BSE Sensex:



k) Registrar & Transfer Agents

M/s. Link Intime India Pvt. Ltd. are appointed as Registrar and Transfer (R&T) Agents of the Company for both Physical and Demat Shares. The registered office address is given below:

C-101, 247 Park, L B S Marg, Vikhroli West, Mumbai-400083
Tel: +91-22-4918 6270 | Fax: +91-22-4918 6060
E-mail: rnt.helpdesk@linkintime.co.in
Website: www.linkintime.co.in

Shareholders are requested to correspond directly with the R&T Agent for transfer/transmission of shares, change of address, queries pertaining to their shares, dividend etc.

l) Transfer to Investor Education and Protection Fund (IEPF)

In terms of the Section 125 of the Act, the amount that remained unclaimed for a period of seven years is required to be transferred to the Investor Education and Protection Fund (IEPF) administered by the Central Government.

During the year under review, the unclaimed dividend amount for the year 2010-11 (2nd interim) and 2011-12 (interim) was transferred to the IEPF established by the Central Government under applicable provisions of the Act.

In terms of Section 124(6) of the Act read with Investor Education and Protection Fund Authority (Accounting, Auditing, Transfer and Refund Rules, 2016), the Company has transferred the shares in respect of which the dividend has not been claimed for a period of seven years or more to the demat account of IEPF Authority. The Company had communicated to all the concerned shareholders individually whose shares were liable to be transferred to IEPF. The Company had also given newspaper advertisements, before such transfer in favour of IEPF. The Company had also uploaded the details of such shareholders and shares transferred to IEPF on the website of the Company at https://www.adaniports.com/Investors/Corporate-Governance.

Shareholders may note that both the unclaimed dividend and corresponding shares transferred to the IEPF Authority including all benefits accruing on such shares, if any, can be claimed back by them from IEPF Authority after following the procedure (i.e. an application in E-form No. IEPF-5) prescribed in the Rules. Shareholders may refer Rule 7 of the said Rules for Refund of shares / dividend etc.

m) Share Transfer System

The Company's shares are compulsorily traded in the demat segment on stock exchanges, bulk of the transfers take place in the electronic form. The share transfers received in physical form are processed through R&T Agent, within seven days from the date of receipt, subject to the documents being valid and complete in all respects. The Board has delegated the authority for approving transfer, transmission, issue of duplicate share certificate, dematerialisation etc. to the Transfer Committee. All the physical transfers received are processed by the R&T Agent and are approved by the Transfer Committee well within the statutory period of one month. The Transfer Committee meets for approval of the transfer, transmission, issue of duplicate share certificate, dematerialisation/ rematerialisation of shares etc. and all valid share transfers received during the year ended March 31, 2019 have been acted upon. The share certificates duly endorsed are returned immediately to the shareholders by the R&T Agent.

The Company obtained following certificate(s) from a Practising Company Secretary and submitted the same to the stock exchanges within stipulated time:

1. Certificate confirming due compliance of share transfer formalities by the Company pursuant to Regulation 40(9) of the Listing Regulations for half year ended September 30, 2018 and March 31, 2019 respectively with the Stock Exchanges; and
2. Certificate regarding reconciliation of the share capital audit of the Company on quarterly basis.

All share transfer and other communication regarding share certificates, change of address, dividend etc. should be addressed to R&T Agent of the Company at the address given above.

n) Shareholding as on March 31, 2019

(a) Distribution of Shareholding as on March 31, 2019

No. of shares	Equity Shares in each category		Number of shareholders	
	Total Shares	% of total	Holders	% of total
1-500	2,01,43,743	0.97	2,45,815	96.45
501-1000	32,73,993	0.16	4,400	1.73
1001-2000	27,71,892	0.13	1,908	0.75
2001-3000	18,17,502	0.09	710	0.28
3001-4000	10,01,100	0.05	287	0.11
4001-5000	11,18,513	0.05	241	0.09
5001-10000	33,14,315	0.16	472	0.19
10001 & above	2,03,75,10,703	98.39	1,024	0.40
Total	**2,07,09,51,761**	**100.00**	**2,54,857**	**100.00**

(b) Shareholding Pattern as on March 31, 2019

Category	Total No. of Shares	% of holding
Promoter and Promoter Group	1,29,02,29,754	62.30
Foreign Institutional Investors / Portfolio Investor	45,19,17,436	21.82
Insurance Companies	21,18,83,362	10.23
Mutual Funds/Banks/Financial Institutions	4,76,95,240	2.30
NRI/Foreign Nationals	12,03,481	0.06
IEPF/Clearing Member	29,33,571	0.14
Bodies Corporate	1,46,79,753	0.71
Indian Public and others	5,04,09,164	2.44
Total	**2,07,09,51,761**	**100.00**

o) Dematerialisation of Shares and Liquidity

The Equity Shares of the Company are tradable in compulsory dematerialised segment of the Stock Exchanges and are available in depository system of National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). The demat security (ISIN) code for the equity share is INE742F01042.

The equity shares of the Company representing 99.98% of the Company's share capital are dematerialised as on March 31, 2019.

The Company's shares are regularly traded on the 'BSE Limited' and 'National Stock Exchange of India Limited'.

p) Listing of Debt Securities

The Rated, Listed, Secured, Redeemable, Non-Convertible Debentures issued on private placement basis by the Company are listed on the Wholesale Debt Market (WDM) of BSE Limited.

q) Debenture Trustee (for privately placed debentures)

IDBI Trusteeship Services Ltd.
Asian Building, Ground Floor, 17, R. Kamani Marg,
Ballard Estate, Mumbai - 400001
Phone No. +91-22-4080 7000 | Fax: +91-22-6631 1776
E-mail ID: itsl@idbitrustee.com
Website: www.idbitrustee.com

r) Outstanding GDRs/ADRs/Warrants or any convertible instrument, conversion and likely impact on equity: Nil

s) Commodity Price Risk/Foreign Exchange Risk and Hedging

In the ordinary course of business, the Company is exposed to risks resulting from exchange rate fluctuation and interest rate movements. It manages its exposure to these risks through derivative financial instruments. The Company's risk management activities are subject to the management, direction and control of Treasury

Team of the Company under the framework of Risk Management Policy for Currency and Interest rate risk as approved by the Board of Directors of the Company. The Company's Treasury Team ensures appropriate financial risk governance framework for the Company through appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken.

The decision of whether and when to execute derivative financial instruments along with its tenure can vary from period to period depending on market conditions and the relative costs of the instruments. The tenure is linked to the timing of the underlying exposure, with the connection between the two being regularly monitored.

t) Site location

"Adani House", Navinal Island, Mundra - 370421, Kutch, Gujarat.

u) Address for Correspondence

Mr. Kamlesh Bhagia, Company Secretary & Compliance Officer "Adani House", Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad - 380009 Tel.: +91-79-2656 5555 Fax: +91-79-2656 5500 E-mail: investor.apsezl@adani.com	For transfer/dematerialisation of shares, change of address of members and other queries. Link Intime India Pvt. Ltd. C-101, 247 Park, L B S Marg, Vikhroli West, Mumbai - 400083 Tel.: +91-22-4918 6270 Fax.: +91-22-4918 6060 E-mail: rnt.helpdesk@linkintime.co.in

v) Credit Rating

International Rating

Rating Agency	Facility	Rating/Outlook
Standard & Poor's	Long-term Foreign Currency Issuer Credit Rating	BBB -/ Stable
Moody's	Long-term Foreign Currency Issuer Rating	Baa3 / Stable
Fitch	Long-term Foreign Currency Issuer Default Rating	BBB - / Stable

Domestic Rating

Rating Agency	Facility	Rating/Outlook
ICRA, India Ratings & Research, CARE	Long Term Facilities and NCDs	AA +/ Stable
ICRA, India Ratings & Research	Short Term Facilities – Commercial Papers	A1+

w) Non-mandatory Requirements

The non-mandatory requirements have been adopted to the extent and in the manner as stated under the appropriate headings detailed below:

1. The Board

Your Company has an Executive Chairman and hence, the need for implementing this non mandatory requirement does not arise.

2. Shareholders Right

The quarterly, half-yearly and annual financial results of your Company are published in newspapers and posted on Company's website www.adaniports.com. The same are also available on the sites of stock exchanges where the shares of the Company are listed i.e. www.bseindia.com and www.nseindia.com.

3. Modified opinion(s) audit report

The Company already has a regime of unqualified financial statements. Auditors have raised no qualification on the financial statements.

4. Separate posts of Chairperson and Chief Executive Officer

Mr. Gautam S. Adani is a Chairman and Mr. Karan Adani is a CEO & WTD of the Company.

5. Reporting of Internal Auditor

The Internal Auditor of the Company is a permanent invitee to the Audit Committee Meeting and regularly attends the Meeting for reporting their findings of the internal audit to the Audit Committee Members.

9. Other Disclosures

a) There were no materially significant Related Party Transactions and pecuniary transactions that may have potential conflict with the interest of the Company at large. The details of Related Party Transactions are disclosed in financial section of this Annual Report.

The Company has developed a policy on materiality of Related Party Transactions and also on dealing with Related Party Transactions.

The Company has developed a Related Party Transaction Policy which is uploaded on the website of the Company at https://www.adaniports.com/Investors/Corporate-Governance.

b) In the preparation of the financial statements, the Company has followed the accounting policies and practices as prescribed in the Accounting Standards.

c) The Company has complied with all the requirements of the Stock Exchanges as well as the regulations and guidelines prescribed by the Securities and Exchange Board of India (SEBI). There were no penalties or strictures imposed on the Company by Stock Exchanges or SEBI or any statutory authority on any matter related to capital markets during the last three years.

d) The Chief Executive Officer and the Chief Financial Officer have furnished a Certificate to the Board for the year ended on March 31, 2019 in compliance with Regulation 17(8) of Listing Regulations. They have also provided quarterly certificate on financial results while placing the same before the Board pursuant to Regulation 33 of Listing Regulations.

e) The Company discloses to the Audit Committee, the uses/application of proceeds/funds raised from Rights Issue, Preferential Issue as part of the quarterly review of financial results as applicable.

f) The designated Senior Management Personnel of the Company have disclosed to the Board that no material, financial and commercial transactions have been made during the year under review in which they have personal interest, which may have a potential conflict with the interest of the Company at large.

g) The Company has adopted Material Events Policy which is uploaded on the website of the Company at https://www.adaniports.com/Investors/Corporate-Governance.

h) Details of the familiarisation programmes imparted to the independent directors are available on the website of the Company at https://www.adaniports.com/Investors/Corporate-Governance.

i) With a view to regulate trading in securities by the directors and designated employees, the Company has adopted a Code of Conduct for Prohibition of Insider Trading.

j) The Company has put in place succession plan for appointment to the Board and to senior management.

k) The Company complies with all applicable secretarial standards.

l) The Company has complied with all the mandatory requirements specified in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) of the Listing Regulations except delay in appointment of Independent Director. The Company has appointed Mrs. Nirupama Rao as an Independent Director w.e.f April 22, 2019 and has complied with the provisions of Listing Regulations.

m) As required under Regulation 36(3) of the Listing Regulations, particulars of Director seeking appointment/ re-appointment at the ensuing Annual General Meeting are given in the Annexure to the Notice of the 20th Annual General Meeting to be held on August 6, 2019.

n) The Company has obtained certificate from CS Chirag Shah, Practising Company Secretary confirming that none of the Directors of the Company is debarred or disqualified by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such authority from being appointed or continuing as Director of the Company and the same is also attached to this Report.

o) Total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm / network entity of which the statutory auditor is a part, is given below:

M/s. Deloitte Haskins & Sells LLP

(₹ in crore)

Payment to Statutory Auditor	FY 2018-19
Audit Fees	1.60
Limited Review	0.45
Certification Fees	0.18
Other Services	0.11
Reimbursement of Expenses	0.04
Total	**2.37**

p) As per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and rules made thereunder, your Company has constituted Internal Complaints Committee which is responsible for redressal of complaints related to sexual harassment. During the year under review, there were no complaints pertaining to sexual harassment.

Declaration

I, Karan Adani, Whole Time Director & CEO of Adani Ports and Special Economic Zone Limited hereby declare that as of March 31, 2019, all the Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct and Ethics for Board of Directors and Senior Management Personnel laid down by the Company.

For and on behalf of the Board of Directors

Place: Ahmedabad
Date: May 27, 2019

Karan Adani
Whole Time Director & CEO

Certificate on Corporate Governance

To,
The Members of
Adani Ports and Special Economic Zone Limited

We have examined the compliance of Corporate Governance by Adani Ports and Special Economic Zone Limited ("the Company") for the year ended on March 31, 2019 as stipulated in the applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the said Company with the Stock Exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to a review of procedures and implementations thereof adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. However, one Independent Director was required to be appointed during the quarter ended March 31, 2019 to make the composition of the Board of Directors in conformity with LODR.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

CS Ashwin Shah
Company Secretary
C. P. No. 1640

Place: Ahmedabad
Date: May 27, 2019

Certificate of Non-Disqualification of Directors

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members of
Adani Ports and Special Economic Zone Limited
Adani House,
Nr. Mithakhali Six Roads,
Navrangpura,
Ahmedabad – 380009

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Adani Ports and Special Economic Zone Limited having CIN L63090GJ1998PLC034182 and having registered office at Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad 380009 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the financial year ending on March 31, 2019 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of appointment in Company
1.	Mr. Gautam S. Adani	00006273	26/05/1998
2.	Mr. Rajesh S. Adani	00006322	26/05/1998
3.	Dr. Malay Mahadevia	00064110	20/05/2009
4.	Mr. Karan Adani	03088095	24/05/2017
5.	Mr. Mukesh Kumar, IAS	06811311	23/10/2018
6.	Mr. Sanjay Lalbhai	00008329	24/12/2012
7.	Prof. G. Raghuram	01099026	14/05/2012
8.	Mr. G. K. Pillai	02340756	19/10/2012
9.	Mrs. Radhika Haribhakti	02409519	30/03/2015
10.	Mrs. Nirupama Rao	06954879	22/04/2019

Ensuring the eligibility of appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Chirag Shah & Associates

Chirag Shah
Partner
Membership No. 5545
C P No.: 3498

Place: Ahmedabad
Date: May 27, 2019

Chief Executive Officer and Chief Financial Officer Certification

The Board of Directors
Adani Ports and Special Economic Zone Limited

We, Karan Adani, Whole Time Director & CEO and Deepak Maheshwari, Chief Financial Officer of Adani Ports and Special Economic Zone Limited ("the Company"), to the best of our knowledge and belief, hereby certify that;

a) We have reviewed the financial statements and the cash flow statements of the Company for the year ended March 31, 2019 and:

  i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

  ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

b) There are no transactions entered into by the Company during the year ended March 31, 2019, which are fraudulent, illegal or violative of the Company's Code of Conduct.

c) We are responsible for establishing and maintaining disclosure controls and procedures and internal controls over financial reporting for the Company and we have:

  i) designed such disclosure controls and procedures or caused such disclosure controls and procedures to be designed under our supervision to ensure that material information relating to the Company, including its subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

  ii) designed such internal control over financial reporting or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements of external purpose in accordance with Indian Accounting Standards (Ind AS);

  iii) evaluated the effectiveness of the Company's disclosure, controls and procedure;

  iv) disclosed in this report, changes, if any, in the Company's internal control over financial reporting that occurred during the Company's most recent fiscal year that has materially affected or is reasonable likely to materially affect, the Company's internal control over financial reporting.

d) We have indicated to the Auditors and the Audit Committee, wherever applicable:

  i) significant changes, if any, in internal control over financial reporting during the year;

  ii) all significant changes in accounting policies during the year, if any, and the same have been disclosed in the notes to the financial statements;

  iii) there have been no instances of significant fraud of which we have become aware and involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Place: Ahmedabad	**Karan Adani**	**Deepak Maheshwari**
Date: May 27, 2019	Whole Time Director & CEO	Chief Financial Officer

Business Responsibility Report

Section A: General Information about the Company

1.	**Corporate Identity Number (CIN)**	: L63090GJ1998PLC034182
2.	**Name of the Company**	: Adani Ports and Special Economic Zone Ltd.
3.	**Registered Address**	: "Adani House", Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad - 380009 Gujarat, India
4.	**Website**	: www.adaniports.com
5.	**Email id**	: investor.apsezl@adani.com
6.	**Financial year reported**	: April 1, 2018 to March 31, 2019

7. **Sector(s) that the Company is engaged in (industrial activity code-wise):**

Service category (ITC 4 digit) code	9967
Service category (ITC 8 digit) code	99675111
Description of service category	Port Services

As per National Industrial Classification - Ministry of Statistics and Programme Implementation.

8. **List three key products that the Company manufactures/provides (as in balance sheet)**

The Company is in the business of development, operations and maintenance of port infrastructure facilities and has linked multi product Special Economic Zone (SEZ), integrated logistics and related infrastructure contiguous to Mundra Port.

9. **Total number of locations where business activity is undertaken by the Company**

The Company's main business activity is undertaken at Mundra Port (in Kutch, Gujarat).

Adani Ports and Special Economic Zone Ltd operates a dry bulk terminal at the ports of Dahej & Kandla in Gujarat and at port of Dhamra in east coast; a bulk and container handling terminal at the port of Hazira, Gujarat; coal handling terminals at the ports of Mormugao, Goa and Visakhapatnam, Andhra Pradesh; and a container terminal at the ports of Ennore & Kattupalli, Tamil Nadu. The Company is developing port infrastructure at Vizhinjam, Kerala. Adani Logistics Ltd., subsidiary of the Company offer logistics solution across western and northern region.

10. **Markets served by the Company:** State, National, International

Section B: Financial Details of the Company

1.	**Paid up capital (INR)**	: ₹ 417.00 crore (Equity & Preference Capital)
2.	**Total turnover (INR)**	: ₹ 7,679.28 crore
3.	**Total profit after tax (INR)**	: ₹ 2,637.72 crore

4. **Total spending on Corporate Social Responsibility (CSR) as percentage of profit after tax**
The Company has spent ₹ 68.37 crore on CSR activities. This amount is 2% of average profit for the three previous years with respect to standalone financial statements.

5. **List of activities in which expenditure in 4 above has been incurred**
The major activities in which CSR was undertaken are primary education, community health, sustainable livelihood, disaster management and community infrastructure. Please refer page 73 to 75 for detail activities carried out for CSR.

Section C: Other Details

1. **Does the Company have any subsidiary company / companies?**
Yes, the Company has 58 subsidiary companies (including step-down subsidiaries) as on March 31, 2019.

2. **Do the subsidiary company / companies participate in the Business Responsibility (BR) initiatives of the parent Company?**
Business Responsibility initiatives of the parent Company are applicable to the subsidiary companies to the extent that they are material in relation to the business activities of the subsidiaries.

3. Do any other entity / entities that the Company does business with participate in the BR initiatives of the Company?

No other entity / entities participate in the BR initiatives of the Company.

Section D: BR Information

1. Details of Director / Directors responsible for BR:

a) Details of the Director / Directors responsible for implementation of the BR policy/ policies:

DIN Number: 00064110

Name: Dr. Malay Mahadevia

Designation: Whole Time Director

b) Details of the BR head:

DIN Number (if applicable): NA

Name: Capt. Unmesh Abhyankar

Designation: Joint President - CEO office

Telephone Number: 079 – 25555378

Email id: unmesh.abhyankar@adani.com

2. Principle-wise (as per NVGs) BR Policy / policies (Reply in Y/N):

Sr. No.	Questions	Business Ethics	Product Life Responsibility	Employee Well-being	Stakeholder Engagement	Human Rights	Environment	Policy Advocacy	Inclusive Growth	Customer Value
		P1	P2	P3	P4	P5	P6	P7	P8	P9
1	Do you have policy/policies for....	Y	Y	Y	Y	Y	Y	Y	Y	Y
2	Has the policy been formulated in consultation with the relevant stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
3	Does the policy conform to any national /international standards? If yes, specify?	The policies reflect the intent of the United Nations Global Compact, GRI guidelines and international standards such as ISO 14001, ISO 45001: 2018 and NVG Guidelines issued by Ministry of Corporate Affairs, Government of India.								
4	Has the policy been approved by the Board? If yes, has it been signed by MD/owner/CEO/ appropriate Board Director?	Y	-	-	Y	-	-	-	-	-
5	Does the Company have a specified committee of the Board/ Director/ Official to oversee the implementation of the policy?	Y	Y	Y	Y	Y	Y	Y	Y	Y
6	Indicate the link for the policy to be viewed online?	https://www.adaniports.com/Investors/Corporate-Governance								
7	Has the policy been formally communicated to all relevant internal and external stakeholders?	The policies have been communicated to key internal stakeholders. The communication is an ongoing process to cover all internal and external stakeholders								
8	Does the Company have in-house structure to implement the policy/policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
9	Does the Company have a grievance redressal mechanism related to the policy/policies to address stakeholders' grievances related to the policy/ policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
10	Has the Company carried out independent audit/ evaluation of the working of this policy by an internal or external agency?	Y	Y	Y	Y	Y	Y	Y	Y	Y

2a. If answer to S. No. 1 against any principle, is 'No', please explain why: (Tick up to 2 options):

Sr. No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1	The Company has not understood the principle	Not Applicable								
2	The Company is not at stage where it finds itself in a position to formulate and implement the policies on specified principle									
3	The Company does not have financial or manpower resources available for the task									
4	It is planned to be done within next six month									
5	It is planned to be done within next one year									
6	Any other reason (please specify)									

3. Governance related to BR:

(i) Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year.

The Company's Business Responsibility performance is assessed annually.

(ii) Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?

The Company publishes Business Responsibility Report and Sustainability Report annually and the same is available on http://www.adaniports.com.

Section E: Principle-wise Performance

Principle 1: Business should conduct and govern themselves with Ethics, Transparency and Accountability.

1. **Does the policy relating to ethics, bribery and corruption cover only the Company? Yes/No. Does it extend to the Group /Joint Ventures /Suppliers / Contractors /NGOs / Others?**

   The Company has adopted Code of Conduct for its Directors, Senior Management and all employees of Adani Group Companies. It does not extend to other entities.

   Senior management and the Directors of the Company have to adhere to the Code of Conduct, constituted with an objective to promote ethics and transparency in the conduct of its operations.

   Policies including whistle blower are applicable to each employee working with the organisation.

2. **How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.**

   Stakeholder's Relationship Committee received 7 complaints related to shareholders like non-receipt of Annual Report, non-receipt of declared dividend, revalidation of dividend warrant or refund order etc. All complaints were satisfactorily resolved. Please refer page 92 of Annual Report.

Principle 2: Business should provide goods and services that are safe and contribute to sustainability throughout their life cycle.

1. **List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities.**

   The Company is in the port and infrastructure development sector, which provides services for cargo handling & logistic, operations & maintenance of port sector. The Company has incorporated social and environmental concerns for infrastructure development to logistic services. A number of sustainability initiatives have taken during the FY 2018-19 enhancing our operational, environmental and safety performance. Please refer page 56, 57, 71 and 72 of Annual Report.

2. **For each such product, provide the following details in respect of resource use (energy, water, raw material etc) per unit of product (optional).**

   I. **Reduction during sourcing / production / distribution achieved since the previous year through the value chain:**

      The Company is taking various energy reduction initiatives year on year and achieving the energy reductions through its sustainable initiatives such as implementation of renewable energy projects.

   II. **Reduction during usage by consumers (energy, water) achieved since the previous year?**

      The Company has reduced its energy intensity by 47% and water intensity by 32% than previous year. It has recycled and reused 60 ML of treated wastewater of its treatment plants and avoid freshwater withdrawal from shared resources. Replaced HPSV and tube lights with LED lighting fixture continuing the energy reduction drive. During the FY 2018-19, the Company has replaced total 150 HPSV and 51 tube light fixtures with LED lighting fixtures and achieved 66% & 77% energy reduction compared to the HPSV and conventional lighting energy consumption respectively.

3. **Does the Company have procedures in place for sustainable sourcing (including transportation)?**

   Yes, the Company is practicing the sustainable sourcing for its operations. The mechanised conveyors for coal transportation, procuring E-RTG cranes, introduction of

EV ITVs, procuring high energy rating equipment, water less urinals are the examples of sustainable sourcing.

4. **Has the Company undertaken any steps to procure goods and services from local and small producers, including communities surrounding their place of work? If yes, what steps have been taken to improve the capacity and capability of local and small vendors?**

The Company encourages procurement of goods from local vendors, thereby creating direct and indirect economic impact in the surrounding region. Additionally, the Company also procures various services (civil work, manpower supply, maintenance work etc.) from local contractors, which has led to creation of employment opportunities and skill development of the local population.

The Company follows a systematic process of vendor relationship management. The Company has initiated various programmes to transfer skills and knowledge to its supply chain. It has conducted annual vendor meets to encourage them and build strong relationship. The Company encourages for developing local vendors and service providers for procuring the material and waste management services.

5. **Does the Company have a mechanism to recycle products and waste? If yes, what is the percentage of recycling of products and waste? If yes, what is the percentage of recycling of products and waste (Separately as < 5%, 5-10%, >10%). Also, provide details thereof, in about 50 words or so.**

The Company complies with all applicable regulatory requirements pertaining to waste management. The Company is providing cargo handling & logistic services, which generates non-hazardous and hazardous wastes. The Company is disposing its waste in environmental friendly manner through CPCB / SPCB registered CHWIF/ TSDF or authorised recyclers. The hazardous waste generation was increased by 38% in FY 19. Being a service industry, we don't have potential to recycling of generated waste in our operations, however 52% hazardous and 71% non-hazardous wastes has been sell to the registered recycler/re-processors.

No waste was disposed at landfill site, which has been assured by third party.

Principle 3: Business should promote the wellbeing of all employees.

1. **Please indicate total number of employees.**

The Company has a total of 1,240 employees as on March 31, 2019.

2. **Please indicate total number of employees hired on temporary/contractual/casual basis.**

The Company has a total of 35 employees hired on contractual basis as on March 31, 2019.

3. **Please indicate the number of permanent women employees.**

The Company has 8 women employees as on March 31, 2019.

4. **Please indicate the number of permanent employees with disabilities.**

The Company has one permanent employee with disabilities as on March 31, 2019.

5. **Do you have an employee association that is recognised by the Management?**

The Company does not have an employee association recognised by the Management.

6. **What percentage of permanent employees who are members of this recognised employee association?**

Not applicable.

7. **Please indicate the number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and those pending as on the end of the financial year.**

There were no complaints of this nature during the financial year.

8. **What percentage of under mentioned employees were given safety and skill up-gradation training in the last year? (Permanent employees, permanent women employees, causal / subcontracted employees, employees with disabilities).**

Employee training and skills development is an integral aspect of the Company's human resources strategy. The Company's training programs extend to all permanent and contractual employees, which are rolled out as per the annual training calendar and individual employee training needs, covering a significant percentage of employees. All contractual employees are given mandatory safety training on induction as well as on the job skills related training through the contractors and the Company. Total 80,153 employees (including permanent employees as well as contractor ones) were trained and 1,73,814 employees (including permanent employees as well as contractor ones) were given Safety Induction under 5,150 batches during the year FY 2018-19.

Principle 4: Business should respect the interest of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalised

1. **Has the Company mapped its internal and external stakeholders?**

Yes, the Company has mapped its stakeholders and has a systematic stakeholder engagement process.

2. **Out of the above, has the Company identified the disadvantaged, vulnerable and marginalised stakeholders?**

The Company has identified disadvantaged, vulnerable & marginalised stakeholders. The Company, through its social arm Adani Foundation works for the development of the said stakeholder group.

3. **Special initiatives taken by the Company to engage with the disadvantaged, vulnerable and marginalised stakeholders:**

The Company firmly believes in sustainable community development, especially for the vulnerable and marginalised sections and endorses the same as a business entity. It strives to create an environment of coexistence where there is an equitable sharing of resources followed by sustained growth, development and community empowerment across its business locations.

The Company has been promoting CSR activities in its operational areas through Adani Foundation. It has been strategically supporting a number of initiatives run by Adani Foundation in the areas of education, community health, sustainable livelihood development and rural infrastructure development. The following Adani Foundation initiatives have been supported by the Company at various locations.

1. **EDUCATION**

The Company and Adani Foundation believe that Education is the stepping stone to lead a life of dignity and quality, especially for the underserved and the vulnerable. The main objective behind the educational initiative is to provide 'quality' education with a unique learning experience to the young minds. Going by the afore-mentioned ideals, the organisation has undertaken numerous impactful educational endeavours during the year.

1.1 **Adani Vidya Mandir, Bhadreshwar** near Mundra in Kutch district of Gujarat is an exemplary cost-free school that provides quality education to around 387 students out of which 134 are from neighboring fisher-folk communities. Further, the school has also been providing nutritious food, uniforms and many other tools and services to the children for free. Many of the students are first generation learners. Hence, additional coaching is also provided to the identified students in order to cope up with the syllabus and excel in study.

1.2 **Adani DAV Public School** in Bhadrak district of Odisha has been providing quality education at subsidised cost to children from rural and underprivileged families. The school building is spread across five acres and is equipped with 16 modern classrooms, two libraries, science and computer labs, an audiovisual room as well as facilities to promote sports, outdoor games and creative activities. This school is run by the Adani Foundation in collaboration with the DAV College Trust. Presently, 385 students from numerous villages mostly from Bhadrak dist. are enrolled in the school.

1.3 **Project Utthan:** The Government of Gujarat approved Adani Foundation's proposal to adopt 17 government primary schools in the Mundra taluka in Gujarat covering seven villages namely, Zarpara, Navinal. Shiracha, Nanakapaya, Tunda, Wandh and Dhrub on May 25, 2018. As of now, 2598 students (1030 Girls and 1568 Boys) are the direct beneficiaries for the academic year 2018–19.

The project has enthusiastically involved school teachers, principals, district education department as well as the community.

The highlights of Project Utthan include:

a) **Empowering 'Priya' students:** Utthan Sahayaks enhance the reading, writing and numerical skills of 'Priya' students by customised teaching-learning methodologies

b) **Introducing English as a third language:** Utthan Sahyaks, who are the natives and have studied throughout in English Medium, teach English in classes 1 to 4 using tailor-made curriculum. In the government schools, English as a third language commence from class 5.

c) **Capacity Building Programme (CBP):** Scheduled CBPs inviting external experts for the teachers of all 17 Utthan schools.

d) **Smart Classrooms:** Customised and subject-wise digital content through large TV is facilitated in all the 17 schools to enhance the learning experience.

e) **Regularity of the students:** Mothers' Meet at regular intervals; Audio message through 'Aawaz De'; regular Home visits by Adani Foundation Team.

1.4 **Shala Praveshotsav:** In order to create a 'joyful learning experience" welcome educational kits are presented to children when they join school. During the year 2300 children from 62 villages of Mundra taluka got enrolled in Standard 1 across 111 govt. primary schools.

1.5 **Machhimar Vidya Deep Yojana** of Adani Foundation is focused on the upliftment of the fisherfolk community. Under the project, four Balwadis were constructed. These are part of a great amount efforts being put in developing school preparedness of the community children. Aimed at children between 2.5 and 5 years, the project includes nutritious food, awareness on health, hygiene, cleanliness, discipline, regularity and development of basic age-appropriate concepts for the beneficiaries. The overall objective is to bring the children of fisherfolk into school and help dream for a better future with option aplenty.

1.6 **Vidya Sahay Yojana (Scholarship Support)** is a participatory scholarship support for 12th standard children of fishing community studying in SMJ High School, Luni. Adani Foundation contributes 80% and 20% is willingly borne by the parents. We also encourage them for technical education for good job opportunities. A total of 66 students have already been benefitted. In addition, this year 68 students received textbook support and eight students received new bicycles for pursuing higher secondary studies.

1.7 **School Enrolment Drive & Free School Kits** is a popular programme in Dahej, Gujarat. The drive is carried across the neighbouring villages complementing the government's efforts to bring children to school. Rural parents were encouraged specially to enroll girl children without fail.

In addition, Adani Foundation distributed 290 school kits comprising of school bag, textbooks, pencils, and stationery as a welcome gift to children joining Class 1. This initiative covered young students in 9 government schools from 7 villages. Besides creating a sense of excitement in going to school for the kids, the exercise also helped motivate parents to admit their wards in school. Moreover, parents didn't have to spend money on buying school kits.

In Udupi district of Karnataka, distribution of Quality Education Kits involving branded Slates, Notebooks, Bags, Geometry Boxes, Umbrellas to 6505 students (of 78 schools) studying in Kannada Medium Government & Government Aided Schools.

1.8 **Support to Schools:** In and around Dhamra, Adani Foundation, on behalf of the Company, provides the required support to the rural schools of the region with intent to give a pleasant learning experience to the students. With an objective of bringing about a positive change in the current educational scenario in Odisha, this year a total of 1994 students from 24 schools were supported with School bags and 10 High Schools from railway corridor were supported with 200 pairs bench & desks.

1.9 **Merit Scholarship support** was introduced to ensure that meritorious students were not deprived of educational opportunities owing to lack of funds. Adani Foundation provides merit scholarships to deserving students from economically underprivileged backgrounds of Dhamra region to support their higher education. Under this programme we have supported 198 Students from immediate eight GPs till date and the response has been overwhelming. In Udupi region, 776 students of SSLC standard and above awarded with scholarships.

1.10 **School Libraries in High Schools & ME School:** The "AMA (Our) School Library Programme" aims to catalyze quality education by providing well-planned libraries in schools. Access to books through School libraries develops a lifelong positive attitude among students towards reading and help them read more. The earlier the foundation can be laid, the better it is for their future. As on date, we have set up nine libraries in as many High Schools in eight immediate panchayats near Dhamra. 2486 students are getting benefit out of it every academic session.

1.11 **Support to Rural School in bridging the basic facilities:** Adani Foundation firmly believes that quality and compulsory education is the foundation for a progressive nation. Guided by this belief, in the process of interactions during the visits to the schools, consultation with the teachers and SMC members, it was observed there are many factors, which are responsible for not achieving the desired quality in education.

In this stride following the participatory processes, Adani Foundation has identified various spheres which call attention to create conducive environment in the educational institutions, which ultimately catalyze the process of transfer of education form teachers following a child centric process.

While deciding this program, the utmost attention was given to avoid duplication of the resources provided by the government. Moreover, these supports are the supplementing factor to ensure uninterrupted and quality education. In this FY 2018-19, a total of 1994 students from 24 schools were supported with School bags and 10 High Schools from railway corridor were supported with 200 pairs of bench & desks.

1.12 **Free Residential School for Tribal Children:** Adani Foundation has joined hands with the Kalinga Institute of Social Sciences (KISS) at Baripada, Odisha in setting up a residential school (from Class-I to X) with an aim to provide cost free quality education for the Tribal children of the region. Adani Foundation has already released first instalment of the fund to KISS for the first phase of infrastructure development work. The school is expected to become operational soon.

1.13 **Merit Scholarship and Open Houses:** Merit Scholarship is provided to 100 students every year from economically weaker sections based on their performance in SSLC with a scholarship amount of ₹ 10,000 per student for a period of two years. Monthly open houses are conducted to these students with aptitude assessment test by Lifology institute, career goal setting and career guidance. This has enabled these students to decide their career path.

1.14 **Navodaya Coaching Center in Tiroda:** Navodaya Coaching Centre (NCC) is a unique experiment in school education within India. Its significance lies in the selection of talented rural children as the target group and the attempt to provide them with quality education comparable to the best residential school system.

Three NCC centers at ZP Upper primary school Birshi, ZP Upper primary school Gumadhawada and ZP High School and junior college Tiroda are already operational and are free of cost. In the year 2018-19 total 75 students from 16 Government schools have benefitted with this coaching center.

1.15 **Aamchi Shala- Adarsh Shala Competition (Ideal School Competition):** In and around Tiroda, Maharashtra Adani Foundation has started a unique initiative "Aamchi shala Adarsha shala" ideal school competition in nearby villages Government Schools of APML. The aim is to enhance the quality of government school's education and break Govt. School's negative perception within people. It aims to improve outcomes related to student learning, teacher performance and functional and effective education systems. In this competition the competitors' schools has been judged on the total 29 parameters which mainly based on infrastructure and other aspects as well like Quality of education, E-learning status, Social values and its awareness, Attendance, Participation of villagers etc. In 2016 we started off with 19 schools which participated in the competition. During 2018-19 a total of 33 School Participated from Tiroda block.

1.16 **Gyan Jyoti Support (E-Learning Package Distribution):** The E-Learning programme was initiated to bring rural students into the world of learning through multimedia. The intention was improving the quality of learning in an innovative and interactive way and developing child-friendly classrooms. We have provided E-Learning kits to schools under Gyan Jyoti Support. Each kit includes installed E-Learning Syllabus Software, Projector, CPU, Speakers, etc. It has all subjects as per the syllabi of Standard 1st till 10th. In 2018-2019 51 Zila Parishad Primary Schools have got our kits, benefiting 2302 students.

1.17 **DISHA - Career planning workshop for Youths:** In order to fulfill that gap of career planning and guidance, Adani Foundation has planned Career planning workshops for youths in Tiroda. About 105 students from Manvata High school, Berdipar, Ganesh High school Gumadhawada, Tribal Ashram School, Majitpur were participated. In Career planning our 250 Pre-police Training youths also took part. This workshop has given an idea to the students to choose their future career pathways according to their interest areas, also students have started to think accordingly.

2. COMMUNITY HEALTH

We firmly believe that ensuring and improving overall healthcare of the citizens can directly result in economic growth of the nation. Healthy people can utilise growth opportunities made available to them in a better way. In many cases, it can save them from slipping into poverty too.

Lack of health seeking behaviour as well as access to basic healthcare have a detrimental impact on the health and well-being of the people. We, at the Adani Foundation, have committed ourselves to raising the standards of and strengthening healthcare systems in and around our operational locations in India to ensure healthy families and society in alignment with the Sustainable Development Goals of the UN. Through our efforts in community healthcare, we aim to help people realise their dreams of leading a healthy and happy life.

2.1 **Mobile Health Care Units (MHCUs):** The MHCUs are operated by Adani Foundation nationally with the objective of providing basic healthcare facilities to the remotest rural areas and underserved communities. These facilities include diagnostics, medicines, free of cost consultation and referrals by certified doctors at the doorstep of community members. As a result, these patients save money on consultation fees, medicines and travel costs reducing the possibility of losing livelihood due to weak connectivity to public healthcare system.

As many as 20,615 treatments were provided exclusively through MHCUs.

In Dhamra region, two Mobile Health Care Units caters to needy and vulnerable community members of 42 villages from twenty panchayats from three blocks namely; Tihidi, Chandbali and Bhadrak. A total of 59,808 treatments have been provided during the financial year. The beneficiaries included 26,104 male, 29,501 female and were children. In addition, 3,803 patients were treated at the Medical Centre.

Adani Foundation also operates numerous Rural Health Clinics where healthcare services are provided free of cost to the needy people on daily basis. These clinics, operating in Mundra, Anjar and Mandvi in Gujarat, are an important step by the Foundation to ensure that quality medical services are made accessible to the rural populace. 22,256 treatments provided through these rural clinics.

The MHCU in Udupi, Karnataka reaches covers 12 villages and provides free medical treatment free of cost at the doorsteps. During the year, 20,413 treatments were provided.

As many as 390 units of bloods were donated under "Go-Red" drive and handed over to the District Hospitals of Udupi and Mangalore.

Under Poor Patients Assistance Programme extended support to 11 patients who are in difficult financial position or out of any source of income.

A total of 9,483 villagers were covered under the Adani Aarogya Card / Health Insurance programme. It covers family size of 7 members and allows cash-less medical treatment in multispecialty hospitals, requiring specialised treatments, thus reducing the burden of treatment cost.

2.2 **Health Cards to Senior Citizens and Medical Insurance:** The Vadil Swasthya Yojana is a scheme under which health cards are provided to senior citizens from socio-economically marginalised sections. The main objective of this scheme is to make timely healthcare services available according to needs of these senior citizens. Under this scheme, senior citizens with family income of less than ₹ 2,00,000 per annum are provided with green cards through which they can avail free healthcare services amounting to ₹ 50,000 for a period of three years. Senior citizens with family income of more than ₹ 2,00,000 per annum are given blue cards, which allows them to avail healthcare services at the Adani Hospitals at highly subsidised rates. This scheme is currently offered in Mundra, Gujarat. A total of 10,161 treatments were availed by 8,599 cardholders.

2.3 **Medical camps:** Adani Foundation regularly conducts various general and specialised medical camps in and around its operational locations for the benefit of local communities. At these camps services of gynaecologists, orthopaedic surgeons, heart specialists, skin specialists, paediatricians, ophthalmologist, ENT surgeons are provided to the community members at no cost. During the year 6,145 patients were treated and 1,137 students benefited from school health camps.

2.4 **Health Awareness Programme:** Such customised programmes play crucial role in checking seasonal diseases. 987 villagers benefited through 13 awareness programmes.

2.5 **Gujarat Adani Institute of Medical Sciences (GAIMS):** On an average more than 30,000 needy patients receive healthcare services in the general hospital every month. In addition, Adani Foundation organised 48 General Health Camps and Specialty Camps in various interior villages of Kutch in coordination with GKGH which created magical impact and benefitted 25,000 patients. Eleven awareness camps and village level meetings in 293 villages of Kutch were also organised.

2.6 **Hearse Service (Dead body van):** Providing dignity to departed souls is a noble cause. If a patient succumbs to terminal disease or medical conditions in the GKG Hospital, the body of the departed soul is shifted to the native village in Kutch district free of cost. A total of 543 such services have been rendered.

2.7 **Machhimar Arogya Yojana** A healthy person can continue to work well and provide for his family. Moreover, a mix of promotive, preventive and curative services to children, women, adult and elderlies alike bring a great solace to the whole family. The Mobile Health Care Units and dispensaries have been run by Adani Foundation since 2009. The mobile dispensary is also near the coast, away from the settlement, where the fishermen work round the clock. They avail the facilities as and when needed. Close to 1000 fishermen were benefitted by Mobile Dispensary during last half year.

2.8 **Machhimar Shudhh Jal Yojana:** This scheme of providing potable water has helped in bringing convenience in fetching water for community women, besides contributing largely towards general wellbeing. Water tank platforms have been constructed and tanks have been set up in order to provide clean potable drinking water to the community at convenient spots. On a daily basis, 1,18,000 litres of clean potable water is being supplied at different settlements.

2.9 **Mega Health Camp in Dhamra:** Adani Foundation regularly conducts various general and specialised medical camps for the benefit of local communities in and around its operational locations. At these camps services of gynaecologists, orthopaedic surgeons, heart specialists, skin specialists, paediatricians, ophthalmologist, ENT surgeons are provided to the community members at no cost. Free of cost follow-up services are also made available and necessary discounts are negotiated in cases requiring surgery. One Mega Health Camps was organised in collaboration with Apollo hospital Bhubaneswar and Rotary club Bhadrak where 2003 patients from Karanjmal and Kaithkhola Gram Panchayats and few neighboring villages received treatments.

2.10 **First-aid Training:** Adani Foundation, in collaboration with St. John ambulance, conducted a training programme at Adani DAV School premises where DEO, Bhadrak inaugurated it. Thirty-six teachers from different schools participated in the two-day training programme. Dr. P.K. Mohapatra, Lecturer and Examiner in First Aid, St. John ambulance, Bhubaneswar along with Dr. Amiya Mohanty conducted training.

Ensuring that children are safe while in school is one of the major priorities of parents. If any emergency occurs the students and staffs who are well trained with First aid skills make a great difference in the entire safety of the schools. Many accidents occur in schools leading to wounds, bleeding, fractures, sprain, strain and many other health problems that need to be handled quickly. Providing a teacher and a staff with First aid training is a great initiative that ensures the proper risk assessment and management in the schools, because in any accidents or emergencies ambulance takes minimum 20-30 minutes to reach there. By having people with the right first aid skills and have confident on how to utilise the skills, emergency first aid can be done immediately, thus saving a life or preventing more damage.

3. SUSTAINABLE LIVELIHOOD DEVELOPMENT

The Sustainable Livelihood Development programme envisages empowering lives and broadening people's scope for economic opportunities. This is based on community-based approaches. In the villages, several communities are economically side-lined and weaker that depend on a sole income source or are unemployed. Sustainable livelihood projects have been launched to cater financial independence through building local partnerships, providing diverse livelihood avenues, inculcate the attitude to establish savings, equipping to earn and updating local skills by making use of existing resources to encourage self-reliant lifestyles. Participation is encouraged by launching specific projects for fishermen communities, farmers and cattle owners, youth and women.

3.1 **Women Empowerment Projects:** When women in the communities get successfully engaged in income-generation activities, their roles in reforming bad habits among the male members become more successful and effective. In the process, future of the coming generation is also ensured.

In Kutch, we initiated a novel training programme with two major women's group of villages near Adani Power and Adani Ports. Both the groups of women (132 women in total) successfully completed their training for preparing washing powder, phenyl, liquid for cleaning utensils and hand wash etc. Today, we have selected 12 women groups having 132 members in total as per their interest and areas of strength i.e. accounting, banking, leadership, marketing, administration etc. As a further step to bring sustainability, we thought of starting a shop "Saheli Mahila Gruh Udyog" at Shantivan Colony. Washing Powder, Phynayle Dish wash liquid, Pickle of Bijora, Suf handicraft, Ahir Handicraft etc. are now produced by them, marketed and sold.

3.2 **Techniques to increase Farm Income:** initiated Programme for Awareness of Farmers in collaboration with KVK. The outreach is approximately 141 farmers in 5 villages.

Fodder Cultivation: Fodder is the main issue as rainfall is very less in Kutch region. We provide fodder during the time of scarcity and the last three months of summer every year. This has given stability to the families who earn their livelihood through animal husbandry. In order to meet the demand of fodder, the Adani Foundation purchases it from the regional farmers. This gives them fair rates in return. This year we have given 1,78,000 delivery of fodder worth ₹ 402 Lakh in Mundra, Lakhpat, Anjar, Abdasa and Rapar talukas. Adani Foundation is working intensively in direction of fodder sustainability in three ways -

1. Individual Fodder Cultivation Support – NB21 demonstration – Supported 140 Farmers of Dhrub and Zarpara;
2. Drip Irrigation support Linkages with Fodder – First phase we will support drip irrigation in 22 villages and these linkages will help to convince them for NB21 at least in one acre land;
3. Village Level Fodder Cultivation: Participatory Approach (a) Winter crop Cultivation – Support to 180 Individual (Supported for seeds of Makai for 180 acre land) (b) Winter Crop Cultivation – Support to Group of Farmers (200 acre of land with 32 farmers)

Win-win situation of this project (outcome) - Cost saving initiative: Financial saving by ₹ 7.23 lakh in three months (15%), Assured of green fodder and supply; Empowerment of farmers by providing livelihood; Increase of Green fodder cover; Milk productivity enhancement; Fulfilment of double the farmer income concept of Govt. of India; Crop rotation increases the soil fertility.

3.3 **Project Swavlamban** was launched with the blessings and goodwill of differently abled people of Mundra taluka. The objectives behind the initiative were to increase awareness about Government schemes for Divyang people, widows and senior citizens and coordinate them with Social Welfare Department. We have also helped the special people in getting income generation equipment support and proper training provision to make them self-reliant in true sense. This year 154 beneficiaries were linked up with pension scheme.

A total benefit worth ₹ 15 lakhs reached to 533 people that included disabled, widows and senior citizens.

3.4 **Skilling Youth and Linkages with Authorities:** Coordination with Coast Guard, Marine Department and Fisher-folk for smooth Port operations Regular Meetings with fisherman for various innovate technology for fishing. Apart from providing formal education, special programmes were conducted to enhance youth employability. Based on the need of assessment, a number of trades were introduced by the Adani Skill Development Centre in Mundra, where the fisher folk youth could join and get vocational training for a number of technical and non-technical skills. 68 students were trained on Mud work, Dori work and Checker cum RTG Crane operator.

3.5 **Machhimar Ajivika Uparjan Yojana:** The 'Ajivika Uparjan Yojana' was implemented to promote and support alternative livelihoods among the fisher-folk communities during the non-fishing months. Adani Foundation introduced 'Mangrove Nursery Development and Plantation' in the area as an alternate income generating activity for the people of the region. Both men and women received training on Mangrove plantation, moss cleaning, etc. Adani Foundation provided them with employment equivalent to 6,261 person–days. Till date employment worth of 35,787 person-days has been provided.

3.6 Seaweed culture: Sea weed culture as alternate livelihood for fishermen has been started on pilot base with Vivekananda Research and Training Institute. Seaweed rafts have been installed at Juna Bandar. After successful results we will support for more rafts to fisherman as a source of off-season employment. Natural seaweed which is available at Luni coast and being obstacle in fish net is collected and then sent for selling taking expertise from VRTI.

3.7 Sorting Sieve - Time Saving for Fisher Women: During bulk fishing catch fisher-women remain engages the whole day to sort it out by hand. The work used to be time consuming, needing hard toil and painful to fingers too. Adani Foundation has provided them with wooden sorting sieve for small fishes. Adani Foundation, Fisheries Department GOG & CMFRI (Central Marine Fisheries Research Institute) had organised sessions on alternate livelihood for fisher women. Importance of savings, opening and operating bank accounts and also usage of sieve for fish-sorting work were organised. Till now 78 wooden sorting sieves have been distribution.

3.8 Supporting Aahaar Scheme: Aahaar is a food subsidisation programme run by the Government of Odisha which provides low-cost lunch to the poor people at five rupees. The actual cost of the food is around ₹ 20 but is subsidised to ₹ 5 due to financial assistance provided by Adani Dhamra Port. On an average around 500 people visit the Aahaar Center to take advantage of subsidised meals each day. During the year 2018-19, a total of 1,50,000 nutritious meals were served to the needy people.

4. COMMUNITY INFRASTRUCTURE DEVELOPMENT

Community infrastructure bears a direct impact on the standard of living and the micro economy of the community. With the support of the Company, Adani Foundation has worked towards improving the infrastructure in numerous rural and migrant populations.

4.1 Under the Dignity of Drivers Project, Adani Foundation has constructed Resting Shed at the entrance of the SEZ premises in Mundra. A total of 50 beds, drinking water and sanitation facilities and recreational aids such as TV have been installed.

4.2 The present condition of migrant labour community of port, power and refinery was taken up for improvement in Mundra. Adani Foundation has constructed 45 toilet blocks and proper bathing facilities place for them in order to bring basic convenience and ease of living.

4.3 Road repairing work, building open shed, sand filling plot, concrete step ladder at Juna Bandar, house construction at Shekhadia, two approach roads of 5000 meter each for Zarpara Fishermen and Luni Pagadiya; drinking water storage tank of 5000 liter capacity at Bavdi Bandar-2, Juna Bandar-2, Kutdi Bandar-1, installation of a 2000 meter water pipeline at Wandi village were undertaken during the year.

4.4 Development of basic and crucial community infrastructure is one of the key components in Adani Foundation's area of focus in the Dhamra port periphery. A need assessment is done in consultation with the Govt. and the PRI members and then we prioritise the works as per the immediate need. Primarily activities like water proofing of school roof, construction of additional classrooms through "MO SCHOOL ABHIYAN", building girls toilets, construction of concrete road, GSB road & WBM road, hand pump installation, high mast light at fish market, etc. are some major highlights in Dhamra area during the year.

4.5 This year, 10 houses were constructed for BPL (Below Poverty Line) families of Lakhigam village near Dahej. One traffic circle was also constructed at the Dahej Bus Stand, resulting in ease of vehicular movement and enhanced road safety.

4.6 Karimpallikkara is a fishermen colony in the ward of Kottappuram close to Adani Vizhinjam Port Pvt. Ltd. There exists an open natural pond at Karimpallikkara, which both men and women use for bathing. There are more than 150 houses near this pond, using it on a day to day basis. To save the pond Adani Foundation renovated it with separate bathrooms for men and women along with facilities for washing clothes.

4.7 A total of 38 roads and six toilet blocks have been constructed in seven gram panchayats around Udupi, Karnataka bringing much solace and convenience to the villagers.

5. UDAAN

Project Udaan is an inspiration tour and a learning-based initiative focused on the young minds of our nation. Under this project, exposure tour is organised wherein school children students are given a chance to visit the Adani group facilities such as Adani Port, Adani Power & Adani Wilmar facilities at Mundra, Hazira, Kawai, Tiroda, Dhamra and Udupi, to get an insight into the large-scale business operations and thus get inspired to dream big in life. Around 300,000 young students have so far visited our facilities across all locations. This year, more than 47,124 children took part in the project. The exercise stimulates the young minds to dream big and help them become entrepreneurs, innovators and achievers of tomorrow, and thus play an active role in the process of nation building.

6. SAKSHAM

SAKSHAM or the Adani Skill Development Centre (ASDC) is a non-for-profit organisation was registered on May 2016, to focus on skill development activities to contribute towards nation building by bridging the skill gap demand and supply, in the line with government of India's Skill India Mission. ASDC has partnered with the National Skill Development Corporation (NSDC) and has trained more than 30,029 youth (20,800 in 2018-19) in over 40 courses at 65 centres across 8 states of the Nation. It has four-step approach to skilling every individual – Mobilising, Counselling, Training and post training support. The job-oriented and hands-on skilling programmes ensured a livelihood generation ratio of about 65%.

ASDC has conducted various training programs which includes alliances with the government schemes i.e.

- Pradhan Mantri Kaushal Vikas Yojana (PMKVY)
- Deen Dayal upadhayy Gramin Kaushalya Yojana (DDUGKY)
- Tribal Development Department Project
- National Urban Livelihoods Mission (NULM)
- Madhyapradesh Council of Employment and Training (MAPCET)
- Department of Social Justice

During 2018-19, Saksham received the outstanding contribution and certificate of Merit in Best Vocational Training Provider by ASSOCHAM, Social Impact Award by Indian Chamber of Commerce, among others.

7. **SWACHHAGRAHA**

Swachhagraha, inspired by the Satyagraha movement, is a project dedicated towards creating a culture of cleanliness by bringing about a behavioural change and promoting anti-littering attitude among the masses. This programme has four major components, the first being the School Intervention Programme (SIP). This component aims at creating a brigade of Swachhagrahis who will influence three generations. Through SIP we have reached out to 5,700 Schools across 19 states and have more than 80,000 swachhagraha dal members, spreading message further to 26,50,000 students.

The second component of Youth Intervention Programme works with university students to spread swachhagraha message further.

Third being Swachhagraha integration with Adani Group companies and Adani Foundation other activities, aims at leveraging existing projects and opportunities to reach out to larger masses.

Fourth component of Swachhagraha is the large-scale community outreach that reached out to 12 crore citizens encouraging them to take personal responsibility of maintaining cleanliness at public places and be Swachhagrahis.

8. **COMMUNITY ENGAGEMENT THROUGH CULTURAL EVENT**

8.1 **Fisherman Ramatotsav:** Ramotsav Week Programme was organised at various Vasahat i.e. Junabandar, Luni, Zarapara, Bavdi Bandar and Navinal for students of 1st to 10th standard. This year a total of 485 children from the fishing community participated in it.

8.2 **Festival Celebration:** Adani Dhamra Port has always given importance to the community festivals in order to preserve and promote local art, culture and traditions. The festivals are connected to the social and environmental context of the villagers, besides their sense of pride. Special festivals like Makara Sankranti, Durga Puja and Basant Puja etc. were celebrated spanning many days with lots of joy and enthusiasm during the year.

9. **KERALA FLOODS RELIEF**

The Company contributed ₹ 25 crore to the Kerala Chief Minister's Distress Relief Fund to aid the state in its herculean task of reconstruction and rehabilitation in the aftermath of the devastating floods in August 2018. The cheque was handed over to the Kerala Chief Minister on August 23, 2018.

As soon as heavy rains started pouring in unabated, relief kits were distributed to 1500 flood affected people in Ranni Taluk of Pathanamthitta. The relief group comprising of employees, Adani Foundation teams and volunteers reached out to the villages of Kokkathode, Mundanplavu, Nellikkampara and Kottampara Kurisadi Junction in Aruvapulam Panchayath; Thekkemala, Vanchipramala, Catholic church and St. George Orthodox church in Mallappuzhasseri Panchayat, Mangaram and Maroor villages in Konni. Each relief kit contained rice, rice flakes, biscuits, bathing soap, washing soap, toothpaste, toothbrush, candles, matchbox, lungi, nightclothes and cloth bags.

Adani Foundation also pressed into service its Mobile Healthcare Van in Kozhancherry from equipped with doctor, pharmacist and social worker, besides medicines and made it stationed at the relief camps. More than 1000 patients in different camps were provided medical assistance.

Cleaning residential premises, community places and schools etc. were of paramount importance as the flood water receded. This would prevent spreading of diseases and also help the premises become worth utilising. Cleaning works were carried out in schools, hospitals and pathways with a team of 52 members including Adani Foundation team, company staff and community volunteers.

10. **PROMOTION AND SUPPORT TO RURAL SPORTS**

10.1 **Fisherman Cricket league:** Adani Foundation organised the 'Sixth Adani Premiere League' among Fishermen communities to promote healthy sportsmanship and community harmony. The Tournament was played for 13 days at SVC (Shanti Vihar Cricket Ground) and 6 matches per days were organised with full of enthusiastic audience. A total of 65 teams with 780 youth from fisher folk communities from Mundra, Anjar and Mandvi Blocks of Kutch were participated in it.

The Final Match was so nail-biting and Salaya team ultimately became the year's winner over Luni Team. More than 1,200 members of audience from various villages were present. The winner's trophy, Runners-up Trophy, Man of the Series, Man of the Match, Best Baller, and Best Bats-Man Trophy has been given to the respective teams and players.

10.2 **Promotion of Rural Sports:** With an aim to promote the culture of sports and healthy living among the youth of Dhamra region in Odisha, Adani Foundation this year organised a series of rural sport events. Games like Kabaddi, Kho-Kho, Volleyball, etc. were played wherein youth (both boys and girls) from the nearby communities participated. It has also a novel platform for them showcase their potentials and pursue sport skills they were passionate about. The natural progression for them hereafter would be to qualify for district and state level competitions.

Principle 5: Business should respect and promote human rights.

1. **Does the Company's policy on human rights cover only the Company or extend to the Group / Joint Ventures / Suppliers / Contractors / NGOs / others?**
APSEZ conduct its business in a manner that respects the rights and dignity of all people, complying with all legal requirements.

   The Company has instituted and implemented a Group level policy on human rights which covers all direct employees, consultants (including fixed term appointees), associates, trainees, suppliers, vendors etc. in all companies/businesses of the Group.

2. **How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the Management?**
No stakeholder complaints other than mentioned in the Corporate Governance Report were received during the financial year. The Company has implemented the web-based grievance mechanism for stakeholders. The web link is https://www.adaniports.com/Sustainability

Principle 6: Business should respect, protect, and make effort to restore the environment.

1. **Does the policy pertaining to this Principle cover only the Company or extends to the Group / Joint Ventures / Suppliers / Contractors / NGOs / others?**
The Company has adopted an Occupational Health, Safety and Environment Policy as these aspects are integral to the Company's business values. The Policy covers only the Company.

2. **Does the Company have strategies / initiatives to address global environmental issues such as climate change, global warming, etc? Y / N. If yes, please give hyperlink for webpage etc.**
Yes, the Company is continually doing several initiatives to address global environmental issues such as climate change and global warming in three different ways (i) through self-actions (ii) through awareness creation and (iii) through providing support for energy efficient services. The main objective behind all initiatives is to use and promote energy efficient technologies to reduce the energy consumption and related emission reduction. The Company has implemented number of initiatives, which has resulted in saving in fuel consumption and thereby avoided related emissions.

   The Company has also conducted carbon footprint assessment for six of its operating locations - Dahej, Dhamra, Goa, Hazira, Mundra and Tuna. Based on the assessment, Company will focus on reduction in energy consumption and emissions through various technical and technological interventions. Energy conservation targets are also taken for respective ports and efforts are made to achieve the same. The web-link is https://www.adaniports.com/sustainability.

3. **Does the Company identify and assess potential environmental risks? Y/N**
The Company has acquired International Standards ISO 9001:2015, ISO 14001:2004, OHSAS 18001:2007, ISO 28000:2007 certifications specifying the requirements for an Integrated Management System (IMS) as part of its objective to improve quality, health, safety and environment in the workplace.

   Yes, the Company regularly identifies and assesses environmental risk during all stages of its existing and planned projects being an integral part of IMS Certification. Additionally, the Company is also carrying out detailed environmental impact assessment studies to assess all the likely impacts due to project and also prepare environment management plan to mitigate those impacts.

   The Company is performing regular environmental monitoring of all the environmental parameters to assess the environmental status on a regular basis. Additionally, the Company is also carrying other scientific studies including marine modelling studies to assess the response of marine components and parameters to evaluate the marine operations safety.

4. **Does the Company have any project related to Clean Development Mechanism (CDM)? If so provide details thereof, in about 50 words or so. Also, If Yes, whether any environmental compliance report is filed?**
No, the Company does not have any projects related to Clean Development Mechanism (CDM).

5. **Has the Company undertaken any other initiatives on - clean technology, energy efficiency, renewable energy etc.? Y/N. If yes, provide hyperlink to web page etc.**
The Company has already taken several initiatives to improve energy efficiency either through improved operations or through adoption of better technologies. The Company has converted all its diesel operated cranes into electric mode. Additionally, the Company has

also installed and operating regenerative crane system which reduces the demand for energy consumption. Golf carts are also used which in comparison to diesel driven cars, generate less emission. Solar lighting and solar water heaters are also installed at various locations within the port. The Company has installed roof top solar panels of 3.33 MW capacities at Mundra and thereby reduce the consumption & related emissions of conventional energy. The web-link is https://www.adaniports.com/sustainability.

6. **Are the Emissions / Waste generated by the Company within the permissible limits given by CPCB / SPCB for the financial year being reported?**

   Yes, the Company has adopted and implemented adequate pollution control measures to maintain the norms under desired levels and accordingly emissions / waste generated are within the permissible limits given by CPCB/SPCB and the Environment Monitoring data including emissions and Waste generation and disposal details are regularly submitted to statutory authorities. Six Monthly Compliance Reports of Environment & CRZ Clearance and annual Environment Statement submitted to regulatory authorities are kept on Company's website.

   As part of vision for Zero Waste, APSEZ has taken several initiatives in the handling and management of hazardous and non-hazardous waste at all operating port locations by focusing on 5R principles of waste management i.e. Reduce, Reuse, Reprocess, Recycle and Recover. As part of the initiative Mundra Port has achieved Zero Waste to Landfill Assurance Statement.

   Major initiatives include, Reuse of treated sewage, Recycling of paper, plastic, metal, E-waste, Used oil etc., Reprocess of food waste, STP & ETP sludge, Oily cotton waste etc.

   - Various initiatives are implemented for reduction in water and energy consumption footprint. Such initiatives have not only resulted in net environmental benefits but have also reduced the operational costs. To meet the freshwater demand, other industries treated wastewater and sea water is utilised through desalination plant at Mundra.
   - Developing greenbelt and conservation as well as enhancement of marine biodiversity are given equal importance along with the development. Total cumulative terrestrial greenbelt development done till date is about 673.40 ha. across all port locations, Cumulative mangrove afforestation is done in an area 2889 Ha (Approx.) along with conservation of 2340 Ha at Mundra and a unique pilot project of development of bio-shield for protection of coastal areas is in progress at Jambusar, Gujarat.

   In order to keep continuous track of impacts on environment, real time measurements of ambient air quality at Goa, Vizhinjam and Kattupalli ports & sea water turbidity at Vizhinjam port are carried out by installation of latest technological instruments.

7. **Number of show cause / legal notices received from CPCB / SPCB which are pending as of end of financial year.**

   There are no show cause / legal notices received from CPCB/SPCB, which are pending as of end of financial year.

Principle 7: Business, when engaged in influencing public and regulatory policy, should do so in a responsible manner.

1. **Is your Company a member of any trade and chambers of association? If yes, name only those major ones that your business deals with.**

   Yes, the Company is a member of the following key associations:

   - Confederation of Indian Industry
   - Federation of Indian Export Organizations
   - World Economic Forum
   - United Nations Global Compact

   Adani Group is a member of the following key associations:

   - Federation of Indian Chamber of Commerce and Industry
   - The Associated Chambers of Commerce and Industry of India
   - Ahmedabad Management Association
   - Gujarat Chamber of Commerce and Industry

2. **Have you advocated / lobbied through above associations for the advancement or improvement of public good? Yes/No; If yes specify the broad areas (Governance and Administration, Economic Reform, Inclusive Development Polices, Energy security, Water, Food Security, Sustainable Business Principles, Others).**

   Yes, through its membership in the above bodies, the Company has advocated on the key areas of improving the logistics and rail connectivity of ports. The Company has also advocated regarding notification of ports under export promotion schemes. This enables EXIM players to take benefit of export promotion schemes when they handle cargo at notified ports.

Principle 8: Business should support inclusive growth and equitable development

1. **Does the Company have specified programme / initiatives/ projects in pursuit of the policy related to principle 8? If yes details thereof.**

   Adani Foundation works with a bottom-up approach with the community with an inclusive agenda. Adani Foundation has always endeavored to work in with the focus on sustainability, transparency and replicability.

   The Company has been pursuing and promoting the societal mission of equitable development and inclusive growth through Adani Foundation, the CSR and sustainability arm of the Adani Group of Companies. Adani Foundation, since its formation in year 1996, has been working in numerous strategic human development areas, benefitting the most deserving members of the society.

Adani Foundation has been working across 2250 villages in 18 states of India, creating meaningful impact in the lives of 3.2 million individuals a year. Its core areas of focus have been on Education, Community Health, Sustainable Livelihoods Development and Community Infrastructure Development.

2. **Are the programmes/projects undertaken through in-house team / own foundation /external NGO/ Govt. structure /any other organisation?**

Adani Foundation is the CSR, sustainability and community outreach arm of Adani Group. Established in 1996, Adani Foundation aligns its mission with the group philosophy of Growth with Goodness. Adani Foundation is committed to the cause of the deprived and underprivileged with a multi-faceted approach of development.

Adani Foundation has proper operational and functional structures in place. At various strategic project locations across India, the organisation has got both human resource and operational infrastructure for efficient functioning.

In addition, Adani Foundation has partnerships and collaborations with organisations of relevant expertise that include government departments & institutions, non-government think-tanks & agencies, community-based knowledge, among others.

3. **Have you done any impact assessment of your initiative?**

Yes, impact assessments of the ongoing CSR programs and need/outcome assessment at grass root level through participatory rural appraisals are conducted at regular intervals to evaluate and continually improve the program implementation and outcomes. The Company has conducted Social Return on Investment study for its "SAKSHAM" project for Mundra location.

4. **What is the Company's direct monetary contribution to community development projects and details of projects undertaken?**

The Company's monetary contribution to community development projects in financial year 2018-19 was ₹ 68.37 crore. The focus areas of the Company's community development projects are outlined in response to Question 5 under Section B.

5. **Have you taken steps to ensure that community development initiative is successfully adopted by the community? Please explain in 50 words.**

Community members are included in the process of need assessment, inception, execution and utilisation of services related to any development initiative. In addition, efforts are made to involve relevant govt. agencies and suitable non-govt. organisations. These inclusive approach help make our initiatives become more sustainable and being adopted by the community.

Principle 9: Business should engage with and provide value to their customers and consumers in a responsible manner.

The customers have always been pivotal in shaping our strategies and developing business. In order to enhance our customer centricity levels way ahead of the marketplace, we have established a dedicated Customer Service Cell CSC). The CSC would be single point of contact for all the customers trying to reach out and interact with us.

1. **What Percentage of customer complaints / consumer cases are pending as on the end of financial year 2018-19?**

There are no customer complaints / consumer cases pending as of end of financial year 2018-19.

2. **Does the Company display product information on the product label, over and above what is mandated as per local laws? Yes/No/N.A. /Remarks (additional information)**

The Company does not manufacture any product; hence this is not applicable.

3. **Is there any case filed by any stakeholder against the Company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behavior during the last five years and pending as of end of FY 2018-19?**

There are no such cases against the Company in the Court of law.

4. **Did your Company carry out any consumer survey / consumer satisfaction trends?**

The Company actively seeks function-wise feedback from various stakeholders. For example, vessel feedback is collected from vessel masters for each and every vessel handled at the port.

The Company carries out customer satisfaction survey through deployment of internal resources. The survey is normally conducted on an annual basis and covers feedback of customers across all port business verticals.

Similarly, transporters and port users' feedback is sought by security function. The output of the survey is in form of concise actionable points and the same helped to improvise the services and infrastructure provided by the port to various port users

Independent Auditor's Report

To
The Members of
Adani Ports and Special Economic Zone Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Adani Ports and Special Economic Zone Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2019, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Emphasis of Matter

We draw attention to:

(i) Note 38 to the standalone financial statements, which describes the management's assessment for recoverability of the project cost incurred by the Company, pending execution of definitive agreements between the parties.

(ii) Note 4(b)(ii) to the standalone financial statements which describes the basis on which Management has considered that no impairment is necessary as at March 31, 2019 for long term-investments amounting to ₹ 115.89 crore and loan amounting to ₹ 442.47 crore (including interest accrued ₹ 48.81 crore) in Adani Murmugao Port Terminal Private Limited and long term-investments amounting to ₹ 120.05 crore and loan amounting to ₹ 1,233.69 crore (including interest accrued ₹ 69.07 crore) in Adani Kandla Bulk Terminal Private Limited.

Our report is not modified in respect of these matters.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Impairment of Long-term Investment and Loans to Adani Murmugao Port Terminal Private Limited ("AMPTPL") and Adani Kandla Bulk Terminal Private Limited ("AKBTPL") — Refer to Note 4(b)(ii) to the standalone financial statements

Key Audit Matter Description

The Company has made equity investments of ₹ 115.89 crore and ₹ 120.05 crore in AMPTPL and AKBTPL respectively. Further the Company has also provided loans of ₹ 442.47 crore (including interest accrued ₹ 48.81 crore) and ₹ 1,233.69 crore (including interest accrued ₹ 69.07 crore) to these entities respectively.

The Company's evaluation of impairment of its equity investments in and loan to these companies involves the comparison of their recoverable values to their corresponding carrying values. The Company used the discounted cash flow model to estimate recoverable values, which requires management to make estimates and assumptions related to forecasts of future revenues and operating margins, and discount rates. Changes in these assumptions could have a significant impact on either the recoverable value, the amount of any impairment charge, or both.

We focused on this area as Key Audit Matter due to the size/materiality of the balances of equity investment in and loans to these companies, and because the Company's assessment of the recoverable values involves judgements about the future results of the business and the discount rates applied to future cash flow forecasts.

How the Key Audit Matter Was Addressed in the Audit

Our audit procedures related to forecasts of future revenue and operating margin and selection of the discount rate for these assets included the following, among others:

- We tested the Design, Implementation and Operating effectiveness of controls over impairment assessment process, including those over the forecasts of future revenue and operating margin, and the selection of the discount rate.
- We evaluated the reasonableness of management's revenue and operating margin forecasts by comparing the forecasts to:
  - Historical revenues and operating margins.
  - Internal communications to management and the Board of Directors.
- With the assistance of our fair value specialists, we evaluated the reasonableness of the (1) valuation methodology and (2) discount rate by:
- Testing the source information underlying the determination of the discount rate and the mathematical accuracy of the calculation.
- Developing a range of independent estimates and comparing those to the discount rate selected by management.

Recoverability of project cost — Refer to Note 38 to the standalone financial statements

Key Audit Matter Description

The Company's assets include project inventories of ₹ 562.89 crore towards construction of project facilities as referred to in a preliminary agreement entered into by the Company with one of its customers. Pending definitive agreement between the parties, the assessment of recoverability of the project assets involved judgement and hence considered a key audit matter.

How the Key Audit Matter Was Addressed in the Audit

Our audit procedures related to the assessment of recoverability of aforesaid balances included the following:

- We tested key controls over the management judgments and the assumptions-setting processes including judgments regarding expected realization date and value.
- Assessing the underlying preliminary agreement, project progress reports, the reports of the committee set up by the customer to facilitate the execution of definitive agreements with the Company and various communications between the Company and the customer, which indicate that considerable progress has been made towards signing of the definitive agreements.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's Report of even date and annexure thereof, but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon.
- Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:

    a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

    b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

    c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.

    d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.

    e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164(2) of the Act.

    f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

    g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

    h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

        i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements;

        ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;

        iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Kartikeya Raval
Partner
(Membership No. 106189)

Ahmedabad, May 27, 2019

Annexure "A" to the Independent Auditor's Report

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Adani Ports and Special Economic Zone Limited ("the Company") as of March 31, 2019 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Kartikeya Raval
Partner
(Membership No. 106189)

Ahmedabad, May 27, 2019

Annexure "B" to the Independent Auditor's Report

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(i) In respect of fixed assets

a. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

b. Some of the fixed assets were physically verified during the year by the Management in accordance with a programme of verification, which in our opinion provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

c. According to the information and explanations given to us and the records examined by us and based on the examination of the registered sale deed/ transfer deed/ conveyance deed provided to us, we report that, the title deeds, comprising all the immovable properties of land and acquired buildings which are freehold, are held in the name of the Company as at the balance sheet date, except the following:

Particulars of the land and building	Gross Block as at Balance sheet Date (₹ in crore)	Net Block as at Balance sheet Date (₹ in crore)	Remarks
Reclaimed land measuring 1093.53 Hectares	180.18	143.35	The said land pertains to reclaimed land at the Mundra Port, which are pending to be registered in the name of the Company. (Refer note 3(a)(vi)&(vii) of standalone financial statements)
612 Residential Flats and a Hostel Building	130.75	120.26	The said flats and building are located at Samundra Township, Mundra and are pending to be registered in the name of the Company. (Refer note 3 (iv) of the standalone financial statements)

In respect of immovable properties of land that have been taken on lease and disclosed as fixed asset in the financial statements, the lease agreements are in the name of the Company, where the Company is the lessee in the agreement.

(ii) As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals and no material discrepancies were noticed on physical verification.

(iii) The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013.

(iv) In our opinion and according to the information and explanations given to us, and considering the legal opinion taken by the Company on applicability of section 185 of the Companies Act, 2013, in respect of certain loan transactions and that the same have been given in the ordinary course of business, the Company has complied with the provisions of the Section 185 of the Companies Act, 2013 in respect of grant of loans and providing guarantees and securities, as applicable. Further, based on the information and explanations given to us, the Company has complied with the provisions of Section 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities, as applicable.

(v) According to the information and explanations given to us, the Company has not accepted any deposits from the public to which the directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2014, as amended, would apply. Accordingly, paragraph 3(v) of the Order is not applicable to the Company.

(vi) To the best of our knowledge and according to the information and explanations given to us, the Company is not required to maintain cost records pursuant to Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government under section 148(1) of the Companies Act, 2013.

(vii) According to the information and explanations given to us, in respect of statutory dues:

(a) The Company has generally been regular in depositing undisputed statutory dues of Provident Fund, Employees' State Insurance, Income-tax, Custom Duty, Goods and Services Tax, cess and other material statutory dues applicable to it to the appropriate authorities.

(b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Custom Duty, Goods and Services Tax, cess and other material statutory dues in arrears as at March 31, 2019 for a period of more than six months from the date they became payable.

(c) Details of dues of Income-tax, Service Tax and Customs Duty which have not been deposited as on March 31, 2019 on account of disputes are given below:

Name of Statute	Nature of Dues	Forum where Dispute is Pending	Period to which the Amount Relates	Amount Involved (₹ in Crore)	Amount Unpaid (₹ in Crore)
Customs Act, 1962	Custom Duty	Commissioner of Customs & Excise, Ahmedabad	June, 2008	2.00	2.00
		Assistant Commissioner of Customs, Mundra	July, 2003	0.14	0.14
		Deputy Commissioner of Customs, Mundra	August, 2007	0.25	0.25
Finance Act, 1994	Service Tax	Supreme Court	December, 2004 to March, 2006	11.22	6.72
		Commissioner (Appeals) Rajkot	October, 2003 to August, 2005	0.56	0.56
		High Court of Gujarat	April, 2006 to September, 2011	173.63	173.63
		Commissioner of Service Tax, Ahmedabad	September, 2009 to March, 2010	0.61	0.61
		Commissioner/ Additional Commissioner of Service Tax, Ahmedabad	April, 2011 to March, 2014	190.04	190.04
		High Court of Gujarat	April, 2004 to August, 2009	6.72	6.72
		Commissioner of Service Tax, Ahmedabad	April, 2009 to March, 2011	0.17	0.17
Income Tax Act, 1961	Income Tax	Income Tax Appellate Tribunal	AY 2011-12	43.57	43.57
		Commissioner of Income Tax (Appeal)	AY 2012-13 to AY 2015-16	63.96	40.41

There are no dues of Sales Tax, Excise Duty, Value Added Tax and Goods & Services Tax as on March 31, 2019 on account of disputes.

(viii) In our opinion and according to the information and explanations given to us, as at the reporting date, the Company has not defaulted in the repayment of loans or borrowings to financial institutions, banks and dues to debenture holders. The Company has not taken any loans from the government.

(ix) In our opinion and according to the information and explanations given to us, and on an overall examination of the balance sheet, monies raised by way of term loans have been applied by the Company during the year for the purposes for which they were raised, other than temporary deployment pending application of proceeds. The Company has not raised monies by way of initial public offer or further public offer (including debt instruments) during the year.

(x) To the best of our knowledge and according to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.

(xi) In our opinion and according to the information and explanations given to us, the Company has paid/ provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of paragraph 3 of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us and considering the legal opinion taken by the Company on applicability of Section 188(1)(d) of the Companies Act, 2013, in respect of loans given by the Company to its subsidiary companies, the Company is in compliance with Sections 188 and 177 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

(xiv) During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of paragraph 3 of the Order is not applicable to the Company.

(xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or persons connected with him and hence provisions of section 192 of the Companies Act, 2013 are not applicable.

(xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Kartikeya Raval
Partner
(Membership No. 106189)

Ahmedabad, May 27, 2019

Balance Sheet

as at March 31, 2019

₹ in crore

Particulars	Notes	As at March 31, 2019	As at March 31, 2018
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	3	8,985.37	7,896.68
Capital Work-in-Progress		774.77	1,626.91
Goodwill	3	44.86	44.86
Other Intangible Assets	3	43.99	15.12
Financial Assets			
(i) Investments	4	13,455.48	10,023.13
(ii) Trade Receivables	5	-	2.14
(iii) Loans	6	8,116.87	8,395.38
(iv) Other Financial Assets	7	2,090.97	1,138.98
Deferred Tax Assets (net)	26	804.66	1,131.86
Other Non-Current Assets	8	832.30	342.36
		35,149.27	**30,617.42**
Current Assets			
Inventories	9	625.45	363.41
Financial Assets			
(i) Investments	10	501.11	519.20
(ii) Trade Receivables	5	1,552.31	2,572.31
(iii) Customers' Bill Discounted	5	357.75	713.97
(iv) Cash and Cash Equivalents	11	3,850.53	484.00
(v) Bank Balances other than (iv) above	11	18.95	789.09
(vi) Loans	6	3,056.98	2,658.99
(vii) Other Financial Assets	7	1,858.99	1,251.36
Other Current Assets	8	453.08	863.86
		12,275.15	**10,216.19**
Total Assets		**47,424.42**	**40,833.61**
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	12	414.19	414.19
Other Equity	13	20,077.48	17,869.07
Total Equity		**20,491.67**	**18,283.26**
Liabilities			
Non-Current Liabilities			
Financial Liabilities			
(i) Borrowings	14	18,082.13	18,839.79
(ii) Other Financial Liabilities	15	30.05	91.75
Other Non-Current Liabilities	16	688.27	750.76
		18,800.45	**19,682.30**
Current Liabilities			
Financial Liabilities			
(i) Borrowings	17	5,851.06	1.17
(ii) Customers' Bill Discounted	17	357.75	713.97
(iii) Trade and Other Payables	18		
- total outstanding dues of micro enterprises and small enterprises		0.15	-
- total outstanding dues of creditors other than micro enterprises and small enterprises		194.17	213.37
(iv) Other Financial Liabilities	15	1,297.29	1,479.59
Provisions	19	44.22	46.08
Liabilities for Current Tax (net)	26	3.82	92.41
Other Current Liabilities	16	383.84	321.46
		8,132.30	**2,868.05**
Total Liabilities		**26,932.75**	**22,550.35**
Total Equity And Liabilities		**47,424.42**	**40,833.61**

The accompanying notes form an integral part of the standalone financial statements

As per our report of even date

For Deloitte Haskins & Sells LLP
Chartered Accountants

Kartikeya Raval
Partner

Place : Ahmedabad
Date : May 27, 2019

For and on behalf of the Board of Directors

Gautam S. Adani
Chairman and Managing Director
DIN : 00006273

Rajesh S. Adani
Director
DIN : 00006322

Karan Adani
Wholetime Director and CEO
DIN: 03088095

Deepak Maheshwari
Chief Financial Officer

Kamlesh Bhagia
Company Secretary

Place : Ahmedabad
Date : May 27, 2019

Statement of Profit and Loss

for the year ended March 31, 2019

₹ in crore

Particulars	Notes	For the year ended March 31, 2019	For the year ended March 31, 2018
INCOME			
Revenue from Operations	20	5,336.38	6,533.82
Other Income	21	2,342.90	1,607.32
Total Income		**7,679.28**	**8,141.14**
EXPENSES			
Operating Expenses	22	995.87	1,514.52
Employee Benefits Expense	23	230.89	193.78
Depreciation and Amortisation Expense	3	474.21	470.52
Foreign Exchange Loss (net)		445.35	62.22
Finance Costs	24		
Interest and Bank Charges		1,477.22	1,218.08
Derivative (Gain) / Loss (net)		(55.38)	238.80
Other Expenses	25	325.58	316.66
Total Expenses		**3,893.74**	**4,014.58**
Profit Before Exceptional Item and Tax		3,785.54	4,126.56
Exceptional Item	38 & 4(b)(i)	(121.90)	(297.38)
Profit Before Tax		**3,663.64**	**3,829.18**
Tax Expense:	26		
Current tax		779.57	1,378.13
Deferred tax		246.35	42.95
Total Tax Expense		**1,025.92**	**1,421.08**
Profit for the year	(A)	**2,637.72**	**2,408.10**
Other Comprehensive Income			
Items that will not be reclassified to profit or loss in subsequent periods:			
Re-measurement (loss) / gain on defined benefit plans		(1.16)	0.53
Income tax impact		0.41	(0.19)
		(0.75)	**0.34**
Net Gains on FVTOCI Equity Investments		25.00	10.00
Income tax impact		(5.43)	(1.73)
		19.57	**8.27**
Total Other Comprehensive Income (net of tax)	(B)	**18.82**	**8.61**
Total Comprehensive Income for the year (net of tax)	(A)+(B)	**2,656.54**	**2,416.71**
Earnings per Share - (Face value of ₹ 2 each) Basic and Diluted (in ₹)	27	12.74	11.63

The accompanying notes form an integral part of the standalone financial statements

As per our report of even date

For Deloitte Haskins & Sells LLP
Chartered Accountants

Kartikeya Raval
Partner

Place : Ahmedabad
Date : May 27, 2019

For and on behalf of the Board of Directors

Gautam S. Adani
Chairman and Managing Director
DIN : 00006273

Rajesh S. Adani
Director
DIN : 00006322

Karan Adani
Wholetime Director and CEO
DIN: 03088095

Deepak Maheshwari
Chief Financial Officer

Kamlesh Bhagia
Company Secretary

Place : Ahmedabad
Date : May 27, 2019

Statement of Changes in Equity

for the year ended March 31, 2019

₹ in crore

Particulars	Equity Share Capital	Other Equity							Total
		Equity Component of Non-Cumulative Redeemable Preference shares	Reserve and Surplus					Other Comprehensive Income	
			Securities Premium	Foreign Currency Monetary item Translation Difference Account	Debenture Redemption Reserve	General Reserve	Retained Earnings		
Balance as at April 1, 2017	**414.19**	**165.88**	**2,535.70**	**(74.55)**	**476.21**	**2,141.55**	**11,070.45**	**135.42**	**16,864.85**
Loss on disposal of assets / settlement of liabilities attributable to marine business undertaking adjusted from Opening Reserve (refer note 39)	-	-	-	-	-	-	(197.18)	-	(197.18)
Profit from marine business undertaking transferred from Opening Reserve (refer note 39)	-	-	-	-	-	-	(514.51)	-	(514.51)
Profit for the year (A)	-	-	-	-	-	-	2,408.10	-	2,408.10
Other Comprehensive income									
Re-measurement gains on defined benefit plans (net of tax) (B)	-	-	-	-	-	-	0.34	-	0.34
Net Gains on FVTOCI Equity Investments (net of tax) (C)	-	-	-	-	-	-	-	8.27	8.27
Total Comprehensive income for the year (A+B+C)	**-**	**-**	**-**	**-**	**-**	**-**	**2,408.44**	**8.27**	**2,416.71**
Foreign exchange gain/ (loss) during the year	-	-	-	(7.92)	-	-	-	-	(7.92)
Amortised in statement of profit and loss	-	-	-	45.34	-	-	-	-	45.34
Dividend	-	-	-	-	-	-	(269.22)	-	(269.22)
Dividend Distribution Tax	-	-	-	-	-	-	(54.81)	-	(54.81)
Transfer to General Reserve	-	-	-	-	(119.32)	119.32	-	-	-
Transfer to Debenture Redemption Reserve	-	-	-	-	304.82	-	(304.82)	-	-
Balance as at March 31, 2018	**414.19**	**165.88**	**2,535.70**	**(37.13)**	**661.71**	**2,260.87**	**12,138.35**	**143.69**	**18,283.26**
Profit for the year	-	-	-	-	-	-	2,637.72	-	2,637.72
Other Comprehensive income									
Re-measurement loss on defined benefit plans (net of tax)	-	-	-	-	-	-	(0.75)	-	(0.75)
Net Gains on FVTOCI Equity Investments (net of tax)	-	-	-	-	-	-	-	19.57	19.57
Total Comprehensive income for the year	**-**	**-**	**-**	**-**	**-**	**-**	**2,636.97**	**19.57**	**2,656.54**
Foreign exchange gain/ (loss) during the year	-	-	-	(153.47)	-	-	-	-	(153.47)
Amortised in statement of profit and loss	-	-	-	119.53	-	-	-	-	119.53
Dividend	-	-	-	-	-	-	(414.19)	-	(414.19)
Transfer to General Reserve	-	-	-	-	(315.00)	315.00	-	-	-
Transfer to Debenture Redemption Reserve	-	-	-	-	167.33	-	(167.33)	-	-
Balance as at March 31, 2019	**414.19**	**165.88**	**2,535.70**	**(71.07)**	**514.04**	**2,575.87**	**14,193.80**	**163.26**	**20,491.67**

The accompanying notes form an integral part of the standalone financial statements

As per our report of even date

For Deloitte Haskins & Sells LLP
Chartered Accountants

Kartikeya Raval
Partner

Place : Ahmedabad
Date : May 27, 2019

For and on behalf of the Board of Directors

Gautam S. Adani
Chairman and Managing Director
DIN : 00006273

Rajesh S. Adani
Director
DIN : 00006322

Karan Adani
Wholetime Director and CEO
DIN: 03088095

Deepak Maheshwari
Chief Financial Officer

Kamlesh Bhagia
Company Secretary

Place : Ahmedabad
Date : May 27, 2019

Statement of Cash flows

for the year ended March 31, 2019

₹ in crore

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
A. Cash Flows from Operating Activities		
Net profit before Tax	3,663.64	3,829.18
Adjustments for:		
Depreciation and Amortisation Expense	474.21	470.52
Unclaimed Liabilities / Excess Provision Written Back	(8.90)	(1.33)
Cost of assets transferred under Finance Lease	28.06	8.55
Recognition of Deferred Income under Long Term Land Lease / Infrastructure Usage Agreements	(62.24)	(58.67)
Financial Guarantees	(6.96)	(4.65)
Amortisation of Government Grant	(0.10)	(0.10)
Finance Costs	1,477.22	1,218.08
Derivative (Gain) / Loss (net)	(55.38)	238.80
Effect of exchange rate change	405.65	107.08
De-recogniton of accrued revenue (refer note 38)	121.90	-
Allowance for Doubtful Advance and Deposits (refer note 4 (b)(i))	-	196.10
Impairment of Equity Investment (refer note 4 (b)(i))	-	101.28
Diminution in value of Investment (net)	0.41	-
Interest Income (Including for change in fair valuation)	(1,811.28)	(1,514.07)
Dividend Income	(423.65)	(4.00)
Net gain on sale of Current Investment	(28.67)	(24.99)
Amortisation of fair valuation adjustment on Security Deposit	7.49	9.23
Loss on Sale / Discard of Property, Plant and Equipment (net)	2.52	7.77
Operating Profit before Working Capital Changes	**3,783.92**	**4,578.78**
Adjustments for :		
Decrease / (Increase) in Trade Receivables	1,103.21	(1,443.30)
Decrease in Inventories	3.78	65.06
(Increase) in Financial Assets	(567.57)	(453.70)
(Increase) / Decrease in Other Assets	(391.37)	1,071.33
(Decrease) in Provisions	(2.26)	(3.03)
(Decrease) in Trade and Other Payables	(19.23)	(51.97)
Increase / (Decrease) in Financial Liabilities	41.13	(592.86)
Increase in Other Liabilities	62.34	44.30
Cash Generated from Operations	**4,013.95**	**3,214.61**
Direct Taxes (paid) (Net of Refunds)	(799.54)	(803.36)
Net Cash generated from Operating Activities	**3,214.41**	**2,411.25**
B. Cash Flows from Investing Activities		
Purchase of Property, Plant and Equipment (Including capital work-in-progress, other Intangible assets, capital advances and capital creditors)	(991.18)	(245.27)
Proceeds from Sale of Property, Plant and Equipment	14.64	103.95
Proceeds from transfer of Marine Business Undertaking	-	200.00
Investments made in Subsidiaries / Associates /Joint ventures	(4,972.19)	(48.28)
Redemption of investment in Subsidiary	950.00	-
Redemption of / (Investment in) Non Convertible Redeemable Debentures	317.00	(317.00)
Deposit given against Commitments	(423.38)	-
Loans given	(23,838.72)	(15,249.01)
Loans received back	24,064.88	13,300.91
Proceeds from / (Deposits in) Bank Deposits (net) (including margin money deposits)	807.65	221.63
Proceeds from sale of Investments in Mutual Fund (net)	15.11	24.99
Sale of Investments in short term Debentures and Commercial Papers (net)	48.00	396.00
Dividend Received	423.65	4.00
Interest Received	1,181.42	1,058.04
Net Cash (used in) Investing Activities	**(2,403.12)**	**(550.04)**

Statement of Cash flows

for the year ended March 31, 2019

₹ in crore

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
C. Cash Flows from Financing Activities		
Proceeds from Long Term Borrowings	11.41	4,885.21
Repayment of Long Term Borrowings	(1,398.17)	(2,545.54)
Proceeds from Short Term Borrowings	36,737.37	15,741.80
Repayment of Short Term Borrowings	(30,822.18)	(18,345.59)
Interest & Finance Charges Paid	(1,535.74)	(1,154.92)
Loss on settlement / cancellation of derivative contracts	(23.46)	(182.65)
Payment of Dividend on Equity and Preference Shares	(413.99)	(269.16)
Tax on Equity and Preference Shares Dividend Paid	-	(54.81)
Net Cash generated from / (used in) Financing Activities	**2,555.24**	**(1,925.66)**
D. Net Increase / (Decrease) in Cash and Cash Equivalents (A+B+C)	3,366.53	(64.45)
E. Cash and Cash Equivalents at the Beginning of the Year	484.00	548.45
F. Cash and Cash Equivalents at the End of the Year (refer note 11)	3,850.53	484.00
Components of Cash & Cash Equivalents (refer note 11)		
Cash on Hand	0.14	0.12
Cheques on hand	-	241.86
Balances with Scheduled Banks		
- In Current Accounts	3,735.39	216.02
- In Fixed Deposit Accounts	115.00	26.00
Cash and Cash Equivalents at the end of the year	**3,850.53**	**484.00**

Summary of significant accounting policies refer note 2.2

1 The Statement of Cash Flows has been prepared under the Indirect method as set out in Ind AS 7 on Statement of Cash Flows notified under Section 133 of The Companies Act 2013, read together with Paragraph 7 of the Companies (Indian Accounting Standards) Rules 2015 (as amended).

2 a) During the year, Company has made investment in Mutual Fund of ₹ 78,247.21 crore (previous year ₹ 50,051.05 crore) and redeemed Mutual Fund of ₹ 78,262.32 crore (previous year ₹ 50,076.04 crore).

b) During the year, Company has made short term investment in Debenture and Commercial paper of ₹ 492.00 crore (previous year ₹ 1,050.00 crore) and redeemed Commercial paper of ₹ 540.00 crore (previous year ₹ 1,446.00 crore).

3 Disclosure under para 44A as set out in Ind AS 7 on Statement of Cash Flows is given as per note 15 (b).

The accompanying notes form an integral part of the standalone financial statements

As per our report of even date

For Deloitte Haskins & Sells LLP
Chartered Accountants

Kartikeya Raval
Partner

Place : Ahmedabad
Date : May 27, 2019

For and on behalf of the Board of Directors

Gautam S. Adani
Chairman and Managing Director
DIN : 00006273

Rajesh S. Adani
Director
DIN : 00006322

Karan Adani
Wholetime Director and CEO
DIN: 03088095

Deepak Maheshwari
Chief Financial Officer

Kamlesh Bhagia
Company Secretary

Place : Ahmedabad
Date : May 27, 2019

Notes to the Standalone Financial Statements

for the year ended March 31, 2019

1 Corporate information

The financial statements comprise financial statements of Adani Ports and Special Economic Zone Limited ("the Company " or "APSEZL") for the year ended March 31, 2019. The Company is a public company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. Its shares are listed on two recognised stock exchanges in India. The registered office of the Company is located at "Adani House", Mithakhali Six Roads, Navrangpura, Ahmedabad-380009

The Company is in the business of development, operations and maintenance of port infrastructure (port services and related infrastructure development) and has linked multi product Special Economic Zone (SEZ) and related infrastructure contiguous to Port at Mundra. The initial port infrastructure facilities at Mundra including expansion thereof through development of additional port terminals and south port terminal infrastructure facilities are developed pursuant to the concession agreement with Government of Gujarat (GoG) and Gujarat Maritime Board (GMB) for 30 years period effective from February 17, 2001. At Mundra, the Company has expanded port infrastructure facilities through approved supplementary concession agreement (pending to be concluded) which will be effective till the year 2040, whereby port infrastructure has been developed at Wandh at Mundra to handle coal cargo. The said agreement is in the process of getting signed with GoG and GMB although Coal terminal at Wandh is recognised as commercially operational w.e.f. February 01, 2011.

The first Container terminal facilities (CT-1) developed at Mundra, was transferred under sub-concession agreement entered into on January 7, 2003 between Mundra International Container Terminal Limited (MICTL) and the Company wherein the Company has given rights to MICTL to handle the container cargo for a period of 28 years i.e. up to February 17, 2031. The container terminal facilities developed at South Port location (CT-3) has been leased under approved sub concession agreement dated October 17, 2011 to (50:50) joint venture company, Adani International Container Terminal Private Limited (AICTPL), co-terminate with main concession agreement with GMB. During the previous year, the Company has entered into an arrangement with the Adani International Container Terminal Private Limited (AICTPL), a Joint Venture, to sub lease new terminal CT-3 Extension besides CT-3. The said terminal commenced operations w.e.f. November 01, 2017. The said sub-concession agreement is pending to be concluded with GOG and GMB. Another container terminal facilities developed at South Port location (CT-4) has been leased to (50:50) joint venture company, Adani CMA Mundra Terminal Private Limited (ACMTPL) (joint venture arrangement with CMA Terminals, France since July 30, 2014).The execution of sub-concession agreement between the Company, ACMTPL and GMB is pending as on date.

The Multi Product Special Economic Zone developed at Mundra by the Company along with port infrastructure facilities is approved by the Government of India vide their letter no. F-2/11/2003/EPZ dated April 12, 2006 and subsequently amended from time to time till date.

The Company has also set up Free Trade and Warehousing Zone at Mundra based on approval of Ministry of Commerce and Industry vide letter no.F.1/16/2011-SEZ dated January 04, 2012. The Company has also set up additional Multi Product Special Economic Zone at Mundra Taluka over an area of 1,856 hectares as per approval from Ministry of Commerce and Industry vide approval letter dated April 24, 2015. The Company has received single notification consolidating all three notified SEZ in Mundra vide letter dated March 15, 2016 of Ministry of Commerce and Industry, Department of Commerce (SEZ Section).

The financial statements were authorised for issue in accordance with a resolution of the directors on May 27, 2019.

2 Basis of Preparation

2.1 The financial statements of the Company has been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.

Accounting policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in accounting policy as mentioned in note 2.2 (u) hitherto in use.

The financial statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value or revalued amount:

-Derivative financial instruments,

-Defined Benefit Plans – Plan Assets measured at fair value; and

-Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments).

In addition, the financial statements are presented in INR and all values are rounded to the nearest crore (INR 00,00,000), except when otherwise indicated.

Notes to the Standalone Financial Statements

for the year ended March 31, 2019

2.2 Summary of significant accounting policies

a) Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle; or
- Held primarily for the purpose of trading; or
- Expected to be realised within twelve months after the reporting period; or
- Cash and cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle; or
- It is held primarily for the purpose of trading; or
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities respectively.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b) Foreign currency transactions :

The Company's financial statements are presented in INR, which is functional currency of the Company. The Company determines the functional currency and items included in the financial statements are measured using that functional currency. However, for practical reasons, the Company uses an average rate if the average approximates the actual rate at the date of transaction.

Transactions and balances

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss with the exceptions for which below treatment is given as per the option availed under Ind AS 101:

i. Exchange differences arising on long-term foreign currency monetary items related to acquisition of a property, plant and equipment (including funds used for projects work-in-progress) recognised in the Indian GAAP financial statements for the period ending immediately before the beginning of the first Ind AS financial reporting period i.e. March 31, 2016 are capitalised / decapitalised to cost of Property, Plant and Equipment and depreciated over the remaining useful life of the asset.

ii. Exchange differences arising on other outstanding long term foreign currency monetary items recognised in the Indian GAAP financial statements for the period ending immediately before the beginning of the first Ind AS financial reporting period i.e. March 31, 2016 are accumulated in the "Foreign Currency Monetary Item Translation Difference Account" (FCMITDA) and amortised over the remaining life of the concerned monetary item or financial year 2019-20 whichever is earlier.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

c) Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and

Notes to the Standalone Financial Statements
for the year ended March 31, 2019

best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data is available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Company's Management determines the policies and procedures for both recurring fair value measurement, such as derivative financial instruments and unquoted financial assets measured at fair value and for non recurring fair value measurement, such as an assets under the scheme of business undertaking.

External valuers are involved for valuation of significant assets, such as business undertaking for transfer under the scheme and unquoted financial assets and financial liabilities, Involvement of external valuers is decided upon annually by the Management and in specific cases after discussion with and approval by the Company's Audit Committee. Selection criteria includes market knowledge, reputation, independence and whether professional standards are maintained. The Management decides, after discussions with the Company's external valuers, which valuation techniques and inputs to use for each case.

At each reporting date, the Management analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Company's accounting policies. For this analysis, the Management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The Management, in conjunction with the Company's external valuers, also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- Disclosures for valuation methods, significant estimates and assumptions (refer note 32.2 and 2.3)
- Quantitative disclosures of fair value measurement hierarchy (refer note 32.2)
- Investment in unquoted equity shares (refer note 4)
- Financial instruments (including those carried at amortised cost) (refer note 32.1)

d) Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

The specific recognition criteria described below must also be met before revenue is recognised.

Port Operation Services

Revenue from port operation services including cargo handling, storage, rail infrastructure and other ancillary port services are recognised in the accounting period in which the services are rendered on proportionate completion method basis based on services completed till reporting date. Revenue is recognised based on the actual service provided to the end of reporting period as a proportion of total services to be provided.

In cases, where the contracts include multiple contract obligations, the transaction price will be allocated to each performance obligation based on the standalone selling prices. Where these prices are not directly observable, they are estimated based on expected cost plus margin.

Notes to the Standalone Financial Statements
for the year ended March 31, 2019

Revenue on take-or-pay charges are recognised for the quantity that is the difference between annual agreed tonnage and actual quantity of cargo handled. The amount recognised as revenue is exclusive of goods & services tax where applicable.

Income in the nature of license fees / waterfront royalty and revenue share is recognised in accordance with terms and conditions of relevant service agreement with customers/ sub concessionaire.

Income towards infrastructure premium is recognised as revenue in the year in which the Company provides access to its common infrastructure.

Income from long term leases

As a part of its business activity, the Company leases / sub-leases land on long term basis to its customers. Leases are classified as finance lease whenever the terms of lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating lease. In some cases, the Company enters into cancellable lease / sub-lease transaction agreement, while in other cases, it enters into non-cancellable lease / sub-lease agreement. The Company recognises the income based on the principles of leases as set out in Ind AS 17 "Leases" and accordingly in cases where the land lease / sub-lease agreement are cancellable in nature, the income in the nature of upfront premium received / receivable is recognised on operating lease basis i.e. on a straight line basis over the period of lease / sub-lease agreement / date of memorandum of understanding takes effect over lease period and annual lease rentals are recognised on an accrual basis.

In cases where long term land lease / sub-lease agreement are non-cancellable in nature, the income is recognised on finance lease basis i.e. at the inception of lease / sub-lease agreement / date of memorandum of understanding takes effect over lease period, the income recognised is equal to the present value of the minimum lease payment over the lease period (including non-refundable upfront premium) which is substantially equal to the fair value of land leased / sub-leased. In respect of land given on finance lease basis, the corresponding cost of the land and development costs incurred are expensed off in the statement of profit and loss.

Development of Infrastructure Assets

The Company's business operations includes construction and development of infrastructure assets. where the outcome of the project cannot be estimated reasonably, Revenue from contracts for such construction and development activities is recognised on completion of relevant activities under the contract and the transfer of control of the infrastructure when all significant risks and rewards of ownership in the infrastructure assets are transferred to the customer .

Income from SEIS

Income from Services Exports from India Scheme ('SEIS') incentives under Government's Foreign Trade Policy 2015-20 on the port services income is recognised based on effective rate of incentive under the scheme, provided no significant uncertainty exists for the measurability, realisation and utilisation of the credit under the scheme. The receivables related to SEIS licenses are classified as 'Other Non-Financial Assets'.

Interest income

For all financial assets measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit and loss.

Dividends

Revenue is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

Rental income

Rental income arising from operating leases on investment properties is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit and loss due to its operating nature.

e) Government Grants

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

Waterfront royalty on cargo under the concession agreement is paid at concessional rate in terms of rate prescribed by Gujarat Maritime Board (GMB) and

Notes to the Standalone Financial Statements

for the year ended March 31, 2019

notified in official gazette of Government of Gujarat, wherever applicable.

f) Taxes

Tax expense comprises of current income tax and deferred tax.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax(including Minimum Alternate Tax (MAT)) is measured at the amount expected to be paid to the tax authorities in accordance with the Income-Tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantially enacted, at the reporting date.

Current income tax relating to items recognised outside the statement of profit and loss is recognised outside the statement of profit and loss (either in other comprehensive income (OCI) or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the balance sheet approach on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

In respect of taxable temporary differences associated with investments In subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse In the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient future taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside statement of profit and loss is recognised outside statement of profit and loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

The Company recognises tax credits in the nature of Minimum Alternate Tax (MAT) credit as an asset only to the extent that there is sufficient taxable temporary difference /convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which tax credit is allowed to be carried forward. In the year in which the Company recognises tax credits as an asset, the said asset is created by way of tax credit to the statement of profit and loss. The Company reviews the such tax credit asset at each reporting date and writes down the asset to the extent the Company does not have sufficient taxable temporary difference /convincing evidence that it will pay normal tax during the specified period. Deferred tax includes MAT tax credit.

g) Property, Plant and Equipment (PPE)

Under the previous GAAP (Indian GAAP), fixed assets are stated at cost net of accumulated depreciation and accumulated impairment losses, if any. The cost

Notes to the Standalone Financial Statements
for the year ended March 31, 2019

comprises the purchase price, borrowing costs (if capitalisation criteria are met) and other cost directly attributable to bringing the asset to its working condition for the intended use. The Company has elected to regard previous GAAP carrying values of property, plant and equipment as deemed cost at the date of transition to Ind AS.

Property, Plant and Equipment and Capital work in progress are stated at cost. Such cost includes the cost of replacing parts of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in statement of profit and loss as incurred.

The Company adjusts exchange differences arising on translation difference/settlement of long term foreign currency monetary items outstanding in the Indian GAAP financial statements for the period ending immediately before the beginning of the first Ind AS financial statements i.e. March 31, 2016 and pertaining to the acquisition of a depreciable asset to the cost of asset and depreciates the same over the remaining useful life of the asset. The depreciation on such foreign exchange difference is recognised from first day of the financial year.

Borrowing cost relating to acquisition / construction of Property, Plant and Equipment which take substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use.

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets as prescribed under Part C of Schedule II of the Companies Act 2013 except for the assets mentioned below for which useful lives is estimated by the management. The Identified component of Property, Plant and Equipment are depreciated over their useful lives and the remaining components are depreciated over the life of the principal assets. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

The Company has estimated the following useful life to provide depreciation on its certain Property, Plant and Equipment assets based on assessment made by expert and management estimate.

Assets	Estimated Useful life
Leasehold Land	Right to Use over the balance period of Concession Agreement and approved Supplementary Concession Agreement (as mentioned in note 1) / Over the period of agreement of 20 years
Leasehold Land Development	Over the balance period of Concession Agreement and approved Supplementary Concession Agreement by Gujarat Maritime board as applicable.(as mentioned in note 1)
Marine Structure, Dredged Channel, Building RCC Frame Structure	50 Years as per concession agreement
Dredging Pipes - Plant and Machinery	1.5 Years
Nylon and Steel coated belt on Conveyor - Plant and Machinery	4 Years and 10 Years respectively
Inner Floating and outer floating hose, String of Single Point Mooring - Plant and Machinery	6 Years
Fender, Buoy installed at Jetty - Marine Structures	5 - 10 Years
Bridges, Drains & Culverts	25 Years as per concession agreement
Carpeted Roads – Other than RCC	10 Years
Tugs	20 Years as per concession agreement

An item of property, plant and equipment covered under Concession agreement, sub-concession agreement and supplementary concession agreement, shall be transferred to and shall vest in Grantor (government authorities) at the end of respective concession agreement. In cases, where the Company is expected to receive consideration of residual value of property from grantor at the end of concession period, the residual value of contracted property is considered as the carrying value at the end of concession period based on depreciation rates as per management estimate/

Notes to the Standalone Financial Statements

for the year ended March 31, 2019

Schedule II of the Companies Act, 2013 and in other cases it is Nil.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

h) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles are not capitalised and the related expenditure is reflected in statement of profit and loss in the period in which the expenditure is incurred.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

A summary of the policies applied to the Company's intangible assets is as follows:

Intangible Assets	Method of Amortisation	Estimated Useful life
Software applications	on straight line basis	5 Years based on management estimate
Railway License	on straight line basis	35 Years based on validity of license

i) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

j) Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

For arrangements entered into prior to April 01, 2015, the Company has determined whether the arrangement contain lease on the basis of facts and circumstances existing on the date of transition.

Company as a lessee

A lease is classified at the inception date as a finance lease or an operating lease. A lease that transfers substantially all the risks and rewards incidental to ownership to the Company is classified as a finance lease.

Finance leases are capitalised at the commencement of the lease at the inception date fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in finance costs in the statement of profit and loss, unless they are directly attributable to qualifying assets, in which case they are capitalised in accordance with the Company's general policy on the

Notes to the Standalone Financial Statements
for the year ended March 31, 2019

borrowing costs . Contingent rentals are recognised as expenses in the periods in which they are incurred.

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Operating lease payments are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term.

Company as a lessor

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

k) Inventories

Inventories are valued at lower of cost and net realisable value.

Stores and Spares: Valued at lower of cost and net realisable value. Cost is determined on a moving weighted average basis. Cost of stores and spares lying in bonded warehouse includes custom duty payable.

Stores and Spares which do not meet the definition of property, plant and equipment are accounted as inventories.

Costs incurred that relate to future contract activities are recognised as "Project Work-in-Progress".

Project work-in-progress comprise specific contract costs and other directly attributable overheads including borrowing costs which can be allocated on specific contract cost is, valued at lower of cost and net realisable value.

Net Realisable Value in respect of stores and spares is the estimated current procurement price in the ordinary course of the business.

l) Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year.

Impairment losses including impairment on inventories, are recognised in the statement of profit and loss.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss unless the asset is carried

Notes to the Standalone Financial Statements

for the year ended March 31, 2019

at a revalued amount, in which case, the reversal is treated as a revaluation increase.

Goodwill is tested for impairment annually as at every year end and when circumstances indicate that the carrying value may be impaired.

Impairment is determined for goodwill by assessing the recoverable amount of CGU to which the goodwill relates. When the recoverable amount of the CGU is less than its carrying amount, an impairment loss is recognised. Impairment losses relating to goodwill cannot be reversed in future periods.

Intangible assets with indefinite useful lives are tested for impairment annually as at year end at the CGU level, as appropriate, and when circumstances indicate that the carrying value may be impaired.

m) Provisions, Contingent Liabilities and Contingent Assets

General

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the statement of profit and loss. Contingent liabilities are not recognised but disclosed unless the probability of an outflow of resources is remote. Contingent assets are disclosed where inflow of economic benefits is probable.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Operational Claim provisions

Provisions for operational claims are recognised when the service is provided to the customer. Further recognition is based on historical experience. The initial estimate of operational claim related cost is revised annually.

n) Retirement and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognises contribution payable to the provident fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid.

The Company operates a defined benefit gratuity plan in India, which requires contributions to be made to a separately administered fund. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and

- Net interest expense or income

Accumulated leave, which is expected to be utilised within the next twelve months, is treated as short term employee benefits. The Company measures the expected cost of such absence as the additional amount that is expected to pay as a result of the unused estimate that has accumulated at the reporting date. The Company treats accumulated leave expected to be carried forward beyond twelve months as long term compensated absences which are provided for based on actuarial valuation as at the end of the period. The actuarial valuation is done as per projected unit credit method. The Company presents the entire leave as a current liability in the balance sheet, since it does not have an unconditional right to defer it's settlement for twelve months after the reporting date.

o) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus in case of financial asset not recorded at fair

Notes to the Standalone Financial Statements
for the year ended March 31, 2019

value through profit and loss, transaction cost that are attributable to the acquisition of the financial assets.

Subsequent measurement
For purposes of subsequent measurement, financial assets are classified in three categories:

- Debt instruments at amortised cost

- Debt instruments, derivative financial instruments and equity instruments at fair value through profit or loss (FVTPL)

- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Debt instruments at amortised cost
A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

(a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

(b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

The category is most relevant to the Company. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the statement of profit and loss. The losses arising from impairment are recognised in the statement of profit and loss except where the Company has given temporary waiver of interest not exceeding 12 months period. This category generally applies to trade, loans and other receivables.

Debt instrument at FVTPL
FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorisation as at amortised cost or as FVTOCI, is classified as at FVTPL.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognised in the statement of profit and loss.

Equity investments
All equity investments in scope of Ind AS 109 are measured at fair value. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to statement of profit and loss, even on sale of investment. However, The Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognised in the statement of profit and loss.

Perpetual debt
The Company invests in a subordinated perpetual debt, redeemable at the issuer's option, with a fixed coupon that can be deferred indefinitely if the issuer does not pay a dividend on its equity shares. The Company classifies these instruments as equity under Ind AS 32.

Derecognition
A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or

- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Notes to the Standalone Financial Statements
for the year ended March 31, 2019

Impairment of financial assets

The Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure;

a) Financial assets that are debt instruments, and are measured at amortised cost e.g. loans, debt securities, deposits, trade receivables and bank balances.

b) Financial assets that are debt instruments and are measured as at other comprehensive income (FVTOCI)

c) Lease receivables under Ind AS 17

d) Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115

The Company follows 'simplified approach' for recognition of impairment loss allowance on:

- Trade receivables or contract revenue receivables; and
- All lease receivables resulting from transactions within the scope of Ind AS 17

Under the simplified approach the Company does not track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12 month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used.

ECL is the difference between all contracted cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive, discounted at the original EIR. ECL impairment loss allowance (or reversal) recognised during the period is recognised as income / (expense) in the statement of profit and loss (P&L). This amount is reflected under the head " Other Expenses" in the P&L.

The balance sheet presentation for various financial instruments is described below:

Financial assets measured at amortised cost, contractual revenue receivables and lease receivables:

ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109.

Gains or losses on liabilities held for trading are recognised in the statement of profit and loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains / losses attributable to changes in own credit risk are recognised in OCI. These gains/ loss are not subsequently transferred to P&L. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit and loss. The Company has not designated any financial liability as at FVTPL.

Notes to the Standalone Financial Statements
for the year ended March 31, 2019

Loans and borrowings
This is the category most relevant to the Company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in the statement of profit and loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

This category generally applies to borrowings.

Financial guarantee contracts
Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value through profit or loss (FVTPL), adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

Derecognition
A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

Reclassification of financial assets
The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

Offsetting of financial instruments
Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

p) Derivative financial instruments

Initial recognition and subsequent measurement
The Company uses derivative financial instruments, such as forward currency contracts, cross currency swaps, options, interest rate futures and interest rate swaps to hedge its foreign currency risks and interest rate risks, respectively. Such derivative financial instruments are initially recognised at fair value through profit or loss (FVTPL) on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivative financial instrument or on settlement of such derivative financial instruments are recognised in statement of profit and loss and are classified as Foreign Exchange (Gain) / Loss except those relating to borrowings, which are separately classified under Finance Cost.

q) Redeemable preference shares

Redeemable preference shares are separated into liability and equity component based on the terms of the contract.

On issuance of the redeemable preference shares, the fair value of the liability component is determined using a market rate for an equivalent non-convertible instrument. This amount is classified as a financial liability measured at amortised cost (net of transaction costs) until it is extinguished on redemption.

Transaction costs are apportioned between the liability and equity component of the redeemable preference shares based on the allocation of proceeds to the liability and equity components when the instruments are initially recognised.

Notes to the Standalone Financial Statements

for the year ended March 31, 2019

r) **Cash and cash equivalents**

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

s) **Cash dividend to equity holders of the company**

The Company recognises a liability to make cash to equity holders of the Company when the distribution is authorised and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

t) **Earnings per share**

Basic earnings per share are calculated by dividing the profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the profit the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

u) **New and amended standards adopted by the Company**

The Company has applied the following standards and amendments for the first time for annual reporting period commencing from April 01, 2018

Ind AS 115 Revenue from Contracts with Customers

The core principle of the standard is that an entity should recognise revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Further, the new standard requires enhanced disclosures about the nature, amount, timing and uncertainty of revenue and cash flows arising from the entity's contracts with customers.

The standard permits two possible methods of transition:

Retrospective approach - Under this approach the standard will be applied retrospectively to each prior reporting period presented in accordance with Ind AS 8- Accounting Policies, Changes in Accounting Estimates and Errors.

Retrospectively with cumulative effect of initially applying the standard recognised at the date of initial application (Cumulative catch - up approach).

The Company adopted Ind AS 115 using the modified retrospective method of adoption. The adoption of the standard did not have any material impact on the financial statements of the Company.

Amendment to Ind AS 20, Accounting for Government Grants and Disclosure of Government Assistance

The amendment clarifies that where the government grant related to assets, including non-monetary grant at fair value, shall be presented in balance sheet either by setting up the grant as deferred income or deducting grant in arriving at the carrying amount of the asset. Prior to the amendment, Ind AS 20 did not allow the option to present asset related grant by deducting the grant from the carrying amount of the assets. This amendment do not have any impact on the financial statements.

Appendix B, Foreign Currency Transactions and Advance Consideration to Ind AS 21, The Effects of Changes in Foreign Exchange Rates

The Appendix B to Ind AS 21 clarifies the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income, when an entity has received or paid advance consideration in a foreign currency. If there are multiple payments or receipts in advance, then the entity must determine the transaction date for each payment or receipt of advance consideration. Entities may apply the Appendix requirements on a fully retrospective basis. Alternatively, an entity may apply these requirements prospectively to all assets, expenses and income in its scope that are initially recognised on or after:

- The beginning of the reporting period in which the entity first applies the Appendix, or
- The beginning of a prior reporting period presented as comparative information in the financial statements of the reporting period in which the entity first applies the Appendix.

The interpretation does not have any impact on the Company's financial statements.

Amendment to Ind AS 12, Income Taxes

The amendment clarify that an entity needs to consider whether tax law restricts the sources of taxable profits against which it may make deductions on the reversal of that deductible temporary difference. Furthermore, the amendments provide guidance on how an entity should determine future taxable profits and explain the circumstances in which taxable profit may include the

Notes to the Standalone Financial Statements

for the year ended March 31, 2019

recovery of some assets for more than their carrying amount. Entities are required to apply the amendments retrospectively. However, on initial application of the amendments, the change in the opening equity of the earliest comparative period may be recognised in opening retained earnings (or in another component of equity, as appropriate), without allocating the change between opening retained earnings and other components of equity. Entities applying this relief must disclose that fact. These amendments do not have any impact on the financial statement of the Company as the Company has no deductible temporary differences or assets that are in the scope of the amendments.

Amendment to Ind AS 40, Investment Property

The amendment clarify when an entity should transfer property, including property under construction or development into, or out of investment property. The amendments state that a change in use occurs when the property meets, or ceases to meet, the definition of investment property and there is evidence of the change in use. A mere change in management's intentions for the use of a property does not provide evidence of a change in use. Entities should apply the amendments prospectively to changes in use that occur on or after the beginning of the annual reporting period in which the entity first applies the amendments. An entity should reassess the classification of property held at that date and, if applicable, reclassify property to reflect the conditions that exist at that date. Retrospective application in accordance with Ind AS 8 is only permitted if it is possible without the use of hindsight. These amendments do not have any impact on the Company's financial statements.

Amendment to Ind AS 28, Investment in Associates and Joint Ventures

The amendment clarify that a venture capital organisation or a mutual fund, unit trust and similar entities may elect, at initial recognition, to measure investments in an associate or joint venture at fair value through profit or loss separately for each associate or joint venture. Further, Ind AS 28 permits an entity that is not an investment entity to retain the fair value measurement applied by its associates and joint venture (that are investment entities) when applying the equity method. Therefore, this choice is available, at initial recognition, for each investment entity associate or joint venture.

Ind AS 112, Disclosure of Interest in Other Entities

The amendment clarify that the disclosure requirements in Ind AS 112, other than those in paragraphs B10–B16, apply to an entity's interest in a subsidiary, a joint venture or an associate (or a portion of its interest in a joint venture or an associate) that is classified (or included in a disposal Company that is classified) as held for sale.

2.3 Significant accounting judgments, estimates and assumptions

The preparation of the Company's Ind AS Financial Statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Impairment of non-financial assets

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes. These estimates are most relevant to goodwill with indefinite useful lives recognised by the Company.

Impairment of financial assets

The impairment provisions for Financial Assets are based on assumptions about risk of default and expected cash loss. The Company uses judgement in making these assumptions and selecting the inputs to the

Notes to the Standalone Financial Statements

for the year ended March 31, 2019

impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period. Refer note 4 (b).

Taxes

Deferred tax (including MAT Credits) assets are recognised for unused tax credits to the extent that it is probable that taxable profit will be available against which the credits can be utilised. Significant management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies. Further details on taxes are disclosed in note 26.

Defined benefit plans (gratuity benefits)

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. The underlying bonds are further reviewed for quality. Those having excessive credit spreads are excluded from the analysis of bonds on which the discount rate is based, on the basis that they do not represent high quality corporate bonds.

The mortality rate is based on publicly available mortality tables for the specific countries. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates for the respective countries.

Further details about gratuity obligations are given in note 28.

Fair value measurement

In measuring the fair value of certain assets and liabilities for financial reporting purpose, the Company uses market observable data to the extent available. Where such Level 1 inputs are not available, the Company engages third party qualified valuers to establish appropriate valuation techniques and inputs to the model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. Refer note 32 for further disclosures.

Provision for Decommissioning Liabilities

The management of the Company has estimated that there is no contractual and probable decommissioning liability under the condition / terms of the concession agreement with the GMB.

Depreciation / amortisation and useful lives of property plant and equipment / intangible assets

Property, plant and equipment / intangible assets are depreciated / amortised over their estimated useful lives, after taking into account estimated residual value. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation / amortisation to be recorded during any reporting period. The useful lives and residual values are based on the Company's historical experience with similar assets and take into account anticipated technological changes. The depreciation / amortisation for future periods is revised if there are significant changes from previous estimates.

Notes to the Standalone Financial Statements

for the year ended March 31, 2019

3. Property, Plant and Equipment, Intangible Assets and Goodwill

Note 3(a) Property, Plant and Equipment

₹ in crore

Particulars	Free Hold Land	Buildings, Roads and Civil Infrastructure	Computer Hardware	Lease hold land	Land Development cost	Office Equipment	Plant & Equipment	Furniture & Fixture	Vehicles	Dredged Channels	Marine Structures	Railway Tracks	Tugs and Boats (refer note 39)	Project Assets	Total
Cost															
As at April 1, 2017	**412.30**	**1,546.62**	**27.58**	**65.36**	**309.01**	**30.29**	**2,141.40**	**15.92**	**20.16**	**1,917.20**	**1,320.52**	**276.58**	**452.59**	**870.95**	**9,406.48**
Additions	15.33	29.52	6.67	-	3.13	5.38	40.00	15.74	0.65	322.32	-	-	0.30	-	439.04
Deductions/(Adjustment)	(0.68)	-	-	-	(7.86)	-	(28.10)	-	(2.96)	-	-	-	(428.96)	(0.41)	(468.97)
Exchange difference	-	2.78	(0.06)	-	0.09	0.01	14.68	0.10	-	0.56	3.80	0.63	(0.86)	26.35	48.08
As at March 31, 2018	**426.95**	**1,578.92**	**34.19**	**65.36**	**304.37**	**35.68**	**2,167.98**	**31.76**	**17.85**	**2,240.08**	**1,324.32**	**277.21**	**23.07**	**896.89**	**9,424.63**
Additions	121.23	486.52	20.90	-	6.77	24.65	453.31	100.78	3.41	240.15	0.58	8.86	-	2.55	1,469.71
Deductions/(Adjustment)	-	(10.72)	-	-	(2.78)	(0.08)	(5.77)	-	(0.54)	-	(29.22)	-	(5.05)	(0.02)	(54.18)
Exchange difference	-	30.11	-	-	1.03	0.17	48.40	0.30	-	8.06	44.04	7.34	-	15.21	154.66
As at March 31, 2019	**548.18**	**2,084.83**	**55.09**	**65.36**	**309.39**	**60.42**	**2,663.92**	**132.84**	**20.72**	**2,488.29**	**1,339.72**	**293.41**	**18.02**	**914.63**	**10,994.82**
Accumulated Depreciation															
As at April 1, 2017	-	**(241.94)**	**(14.08)**	**(2.12)**	**(32.69)**	**(9.01)**	**(365.44)**	**(4.94)**	**(7.93)**	**(63.86)**	**(60.85)**	**(67.06)**	**(63.10)**	**(145.38)**	**(1,078.40)**
Depreciation for the year	-	(86.91)	(7.53)	(3.32)	(15.94)	(6.32)	(184.17)	(2.40)	(3.47)	(39.76)	(29.50)	(27.92)	(2.49)	(118.04)	(527.77)
Deductions/(Adjustment)	-	-	-	-	-	-	17.14	-	1.69	-	-	-	59.18	0.21	78.22
As at March 31, 2018	-	**(328.85)**	**(21.61)**	**(5.44)**	**(48.63)**	**(15.33)**	**(532.47)**	**(7.34)**	**(9.71)**	**(103.62)**	**(90.35)**	**(94.98)**	**(6.41)**	**(263.21)**	**(1,527.95)**
Depreciation for the year	-	(83.39)	(6.18)	(3.32)	(15.85)	(7.89)	(176.62)	(5.45)	(2.80)	(45.30)	(32.19)	(20.99)	(1.74)	(89.43)	(491.15)
Deductions/(Adjustment)	-	1.14	-	-	-	0.04	1.86	-	0.46	-	4.65	-	1.49	0.01	9.65
As at March 31, 2019	-	**(411.10)**	**(27.79)**	**(8.76)**	**(64.48)**	**(23.18)**	**(707.23)**	**(12.79)**	**(12.05)**	**(148.92)**	**(117.89)**	**(115.97)**	**(6.66)**	**(352.63)**	**(2,009.45)**
Net Block															
As at March 31, 2018	426.95	1,250.07	12.58	59.92	255.74	20.35	1,635.51	24.42	8.14	2,136.46	1,233.97	182.23	16.66	633.68	7,896.68
As at March 31, 2019	**548.18**	**1,673.73**	**27.30**	**56.60**	**244.91**	**37.24**	**1,956.69**	**120.05**	**8.67**	**2,339.37**	**1,221.83**	**177.44**	**11.36**	**562.00**	**8,985.37**

i) Depreciation of ₹ 31.46 crore (previous year ₹ 62.91 crore) relating to the project assets has been allocated to Capitalisation / Capital Work-in-Progress.

ii) Freehold Land includes land development cost of ₹ 12.56 crore (previous year ₹ 12.56 crore).

iii) Plant and Equipment includes cost of Water Pipeline amounting to ₹ 3.37 crore (Gross) (previous year ₹ 3.37 crore), accumulated depreciation ₹ 1.59 crore (previous year ₹ 1.19 crore) which is constructed on land not owned by the Company.

iv) Buildings includes 612 residential flats (previous year 612 flats) and a hostel building valuing ₹ 130.75 crore (Gross) (previous year ₹ 130.75 crore), accumulated depreciation ₹ 10.49 crore (previous year ₹ 7.81 crore) at Samudra Township, Mundra, which are pending to be registered in Company's name.

v) As a part of concession agreement for development of port and related infrastructure at Mundra the Company has been allotted land on lease basis by Gujarat Maritime Board (GMB). The Company has recorded rights in the GMB Land at present value of future annual lease payments in the books and classified the same as lease hold land.

vi) Land development cost on leasehold land includes costs incurred towards reclaimed land of ₹ 180.18 crore (Gross) (previous year ₹ 182.96 crore), accumulated depreciation ₹ 36.83 crore (previous year ₹ 28.00 crore). The cost has been estimated by the management, being cost allocated out of the dredging activities approximate the actual cost.

vii) Reclaimed land measuring 1,093.53 hectare are pending to be registered in the name of the Company.

viii) Project Assets includes dredgers and earth moving equipments.

ix) Free Hold and Lease Hold Land includes Land given on Operating Lease Basis: Gross Block as at March 31, 2019 : ₹ 6.71 crore (previous year : ₹ 6.71 crore) Accumulated Depreciation as at March 31, 2019 : ₹ 0.24 crore (previous year : ₹ 0.18 crore) Net Block as at March 31, 2019 : ₹ 6.47 crore (previous year : ₹ 6.53 crore)

x) Refer footnote to note 14 and 17 for security / charges created on property, plant and equipment.

Notes to the Standalone Financial Statements
for the year ended March 31, 2019

Note 3(b) Intangible Assets

₹ in crore

Particulars	Software	Railway License	Total
Cost			
As at April 1, 2017	**25.42**	**-**	**25.42**
Additions	4.13	-	4.13
Transfer / Capitalised from CWIP	-	-	-
As at March 31, 2018	**29.55**	**-**	**29.55**
Additions	38.39	5.00	43.39
Transfer / Capitalised from CWIP	-	-	-
As at March 31, 2019	**67.94**	**5.00**	**72.94**
Accumulated Amortisation			
As at April 1, 2017	**(8.77)**	**-**	**(8.77)**
Amortisation for the year	(5.66)	-	(5.66)
As at March 31, 2018	**(14.43)**	**-**	**(14.43)**
Amortisation for the year	(14.49)	(0.03)	(14.52)
As at March 31, 2019	**(28.92)**	**(0.03)**	**(28.95)**
Net Block			
As at March 31, 2018	15.12	-	15.12
As at March 31, 2019	**39.02**	**4.97**	**43.99**

Note 3(c) Goodwill

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Carrying value at the beginning	44.86	44.86
Carrying value at the end	44.86	44.86

Notes to the Standalone Financial Statements
for the year ended March 31, 2019

4 Non - Current Investments

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Unquoted		
In Equity Shares of Company [(Investment at fair value through OCI) (refer note (d) below)]		
5,00,00,000 (previous year 5,00,00,000) fully paid Equity Shares of ₹ 10 each of Kutch Railway Company Limited	235.00	210.00
5,50,000 (previous year 5,50,000) fully paid Equity Shares of ₹ 10 each of Mundra Solar Technopark Private Limited	0.94	0.94
50,000 (previous year Nil) fully paid Equity Shares of ₹ 10 each of Mundra LPG Terminal Private Limited (refer note (g) below)	0.05	-
50,000 (previous year Nil) fully paid Equity Shares of ₹ 10 each of Adani Dhamra LPG Terminal Private Limited (refer note (g) below)	0.05	-
1,000 (previous year 1,000) fully paid Equity Shares of AUD 1 each of Mundra Port Pty Limited	*-	*-
Total FVTOCI Investment	**236.04**	**210.94**
In Equity Shares of subsidiaries (valued at cost)		
32,50,00,000 (previous year 32,50,00,000) fully paid Equity Shares of ₹ 10 each of Adani Logistics Limited (refer note (e) below)	384.91	429.04
25,61,53,846 (previous year 25,61,53,846) fully paid Equity Shares of ₹ 10 each of Adani Petronet (Dahej) Port Private Limited	256.15	256.15
24,50,000 (previous year 24,50,000) fully paid Equity Shares of ₹ 10 each of Mundra SEZ Textile and Apparel Park Private Limited	2.45	2.45
4,50,00,000 (previous year 4,50,00,000) fully paid Equity Shares of ₹ 10 each of Karnavati Aviation Private Limited (refer note (e) below)	62.95	87.37
1,31,35,000 (previous year 1,31,35,000) fully paid Equity Shares of ₹ 10 each of MPSEZ Utilities Private Limited (refer note (e) below)	52.53	52.53
11,58,88,500 (previous year 11,58,88,500) fully paid Equity Shares of ₹ 10 each of Adani Murmugao Port Terminal Private Limited (refer note b (ii) below)	115.89	115.89
35,00,000 (previous year 35,00,000) fully paid Equity Shares of ₹ 10 each of Mundra International Airport Private Limited (refer note (e) below)	3.86	5.05
71,54,70,000 (previous year 71,54,70,000) fully paid Equity Shares of ₹ 10 each of Adani Hazira Port Private Limited	715.47	715.47
10,12,80,000 (previous year 10,12,80,000) fully paid Equity Shares of ₹ 10 each of Adani Vizag Coal Terminal Private Limited (refer note b (i) below)	101.28	101.28
12,00,50,000 (previous year 12,00,50,000) fully paid Equity Shares of ₹ 10 each of Adani Kandla Bulk Terminal Private Limited (refer note b (ii) and (c) below)	120.05	120.05
50,000 (previous year 50,000) fully paid Equity Shares of ₹ 10 each of Adani Warehousing Service Private Limited	0.05	0.05
3,00,000 (previous year 3,00,000) fully paid Equity Shares of ₹ 10 each of Adani Hospitals Mundra Private Limited (refer note (e) below)	0.65	1.23
19,20,00,000 (previous year 50,000) fully paid Equity Shares of ₹ 10 each of Adani Ennore Container Terminal Private Limited	192.00	0.05
50,000 (previous year 50,000) fully paid Equity Shares of ₹ 10 each of Adani Kattupalli Port Private Limited	0.05	0.05
19,99,56,250 (previous year 19,99,56,250) fully paid Equity Shares of ₹ 10 each of Adani Vizhinjam Port Private Limited	199.96	199.96
13,50,50,000 (previous year 50,000) fully paid Equity Shares of ₹ 10 each of Shanti Sagar International Dredging Private Limited (formerly known as Adani Food and Agro Processing Park Private Limited) (refer note (e) below)	142.40	7.40
114,80,00,000 (previous year 114,80,00,000) fully paid Equity Shares of ₹ 10 each of The Dhamra Port Company Limited (refer note (e) below)	2,808.44	3,032.38
1,01,000 (previous year 1,01,000) fully paid Equity Shares of AUD 1 each of Abbot Point Operations Pty Limited (refer note (e) below)	12.85	12.85

Notes to the Standalone Financial Statements

for the year ended March 31, 2019

₹ in crore

Particulars	March 31, 2019	March 31, 2018
5,76,92,155 (previous year 5,76,92,155) Equity Shares of ₹ 10 each of The Adani Harbour Services Private Limited (formerly known as TM Harbour Services Private Limited)	106.26	106.26
2,00,000 (previous year 2,00,000) Equity Shares of ₹ 10 each of Adani Petroleum Terminal Private Limited	0.20	0.20
50,000 (previous year 50,000) Equity Shares of ₹ 10 each of Madurai Infrastructure Private Limited (Formerly known as Mundra LPG Infrastructure Private Limited)	0.05	0.05
11,850 (previous year 11,850) fully paid Equity Shares of ₹ 100 each of Adinath Polyfills Private Limited (Acquisition of Controlling Interest in Equity Shares of Company)	38.51	38.51
4,900 (previous year 4,900) fully paid Equity Shares of ₹ 10 each of Dholera Infrastructure Private Limited	*-	*-
50,000 (previous year 50,000) Equity Shares of ₹ 10 each of Mundra International Gateway Terminal Private Limited	0.05	0.05
38,80,00,000 (previous year Nil) Equity Shares of ₹ 10 each of Marine Infrastructure Developer Private Limited (refer note (i) below)	388.00	-
50,000 (previous year Nil) Equity Shares of ₹ 10 each of Adani Bhavanapadu Port Private Limited (refer note (j) below)	0.05	-
1,000 (previous year 1,000) Equity Shares of SGD 1 each of Adani International Terminals Pte Limited (refer note (e) below)	3.68	0.26
6,000 (previous year Nil) Equity Shares of USD 1 each of Adani Mundra Port Holding Pte Limited (refer note (j) below)	0.04	-
	5,708.78	**5,284.58**
In Equity Shares of joint ventures (valued at cost)		
32,22,31,817 (previous year 32,22,31,817) fully paid Equity Shares of ₹ 10 each of Adani International Container Terminal Private Limited (refer note (e) below)	341.03	341.03
5,93,78,278 (previous year 5,93,78,278) fully paid Equity Shares of ₹ 10 each of Adani CMA Mundra Terminal Private Limited (refer note (e) below)	63.86	63.86
	404.89	**404.89**
Investment in Cumulative Convertible Debentures (valued at cost)		
245,70,00,000 (previous year 245,70,00,000) 9% Cumulative Convertible Debentures of ₹ 10 each of The Dhamra Port Company Limited	2,457.00	2,457.00
Investment in Perpetual Non-Cumulative Non-convertible Debentures (valued at cost)		
50,00,00,000 (previous year 145,00,00,000) 7.5% Unsecured Perpetual Non-Cumulative Non-Convertible Debentures of ₹ 10 each of Adani Kattupalli Port Private Limited (refer note (f) below)	500.00	1,450.00
120,00,00,000 (previous year Nil) 6.50% Unsecured Perpetual Non-Cumulative Non-Convertible Debentures of ₹ 10 each of The Dhamra Port Company Limited (refer note (f) below)	1,200.00	-
50,00,00,000 (previous year Nil) 6.50% Unsecured Perpetual Non-Cumulative Non-Convertible Debentures of ₹ 10 each of Adani Logistics Limited (refer note (f) below)	500.00	-
40,00,000 (previous year Nil) 6.50% Unsecured Perpetual Non-Cumulative Non-Convertible Debentures of ₹ 10 each of Adani Hospitals Mundra Private Limited (refer note (f) below)	4.00	-
70,00,000 (previous year Nil) 6.50% Unsecured Perpetual Non-Cumulative Non-Convertible Debentures of ₹ 10 each of Mundra International Airport Private Limited (refer note (f) below)	7.00	-
18,50,00,000 (previous year Nil) 6.50% Unsecured Perpetual Non-Cumulative Non-Convertible Debentures of ₹ 10 each of Karnavati Aviation Private Limited (refer note (f) below)	185.00	-
110,00,00,000 (previous year Nil) 6.50% Unsecured Perpetual Non-Cumulative Non-Convertible Debentures of ₹ 10 each of Marine Infrastructure Developer Private Limited (refer note (f) below)	1,100.00	-
Investment in Perpetual Debt (valued at cost)		
Adani Logistics Limited (refer note (f) below)	1,261.05	-

Notes to the Standalone Financial Statements
for the year ended March 31, 2019

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Investment in Debentures (valued at amortised cost)		
Nil (previous year - 3,170) 7.7% Non-Convertible Redeemable Debentures of ₹ 10,00,000 each of J M Financial Products Limited	-	317.00
	13,563.76	**10,124.41**
Impairment for Investment in Adani Vizag Coal Terminal Private Limited (refer note b (i) below)	(101.28)	(101.28)
Provision for Diminution in value of Perpetual Non-Convertible Debentures of Mundra International Airport Private Limited	(7.00)	-
	13,455.48	**10,023.13**

* Figures being nullified on conversion to ₹ in crore.

Notes:

a) Number of Shares pledged with banks against borrowings by the respective companies are as per below.

Particulars	No. of Shares Pledged	
	March 31, 2019	March 31, 2018
Subsidiary Companies		
(i) Adani Hazira Port Private Limited	19,50,00,000	19,50,00,000
(ii) The Dhamra Port Company Limited	34,44,00,000	34,44,00,000
Joint Venture		
(i) Adani International Container Terminal Private Limited	16,13,04,540	8,06,52,270
(ii) Adani CMA Mundra Terminal Private Limited	3,02,82,922	-
Others		
(i) Mundra Port Pty Limited	1,000	1,000
	73,09,88,462	**62,00,53,270**

b) (i) Adani Vizag Coal Terminal Private Limited ("AVCTPL") - a subsidiary of the Company is engaged in Port services under concession from one of the port trust authorities of the Government of India. The port operations were suspended temporarily due to operational bottlenecks beyond the subsidiary's control during FY 2016-17. The Port authority issued Consultation Notice to the AVCTPL in accordance with the provisions of the Concession Agreement. During current financial year, on account of certain positive developments in operations such as permission for road movement, rake availability for cargo evacuation and entering into long term contract for cargo handling, the Consultation Notice has been withdrawn by the Port authority and AVCTPL has resumed the port operations. AVCTPL has received relaxation in the form of rationalisation on revenue share from storage income from the Port Trust in accordance with guidelines from Ministry of Shipping (MoS).This will result in improving the operating efficiency and ultimately result in generation of cash and able to meet its financial obligation. The Company has reassessed the carrying values of its loan and equity investment in AVCTPL in light of the aforesaid developments and has continued to carry these balances at values net of impairment provisions amounting to ₹ 297.38 crore (₹ 228.85 crore net of tax) as recorded in the previous year.

(ii) The carrying amounts of long-term investments in equity shares of wholly owned subsidiary companies viz. Adani Kandla Bulk Terminal Private Limited ("AKBTPL") and Adani Murmugao Port Terminal Private Limited ("AMPTPL") aggregating to ₹ 235.94 crore as at March 31, 2019 and long term loans include loans given to AKBTPL and AMPTPL aggregating to ₹ 1,676.16 crore (including interest accrued ₹ 117.88 crore) as at March 31, 2019. The said subsidiary companies have incurred losses in the recent years and the negative net worth of these companies is ₹ 449.07 crore. The Company has been providing financial support to these entities to meet its financial obligations, if and when required. AKBTPL has received relaxation in the form of rationalisation on revenue share from storage income from the Port Trust in accordance with guidelines from MoS. AMPTPL is in the process of applying for similar rationalization as it believes that the project meets the criteria prescribed in the guidelines. This will result in improving the operating efficiency and ultimately result in generation of

Notes to the Standalone Financial Statements
for the year ended March 31, 2019

cash and able to meet its financial obligation. The Company has determined the recoverable amounts of its investments and loans in these subsidiaries as at March 31, 2019. The said determination requires significant estimates & judgements to be made by the management with respect to cargo traffic, port tariffs, inflation, discount rates, revenue share on income etc which are considered reasonable by the Management. On a careful evaluation of the aforesaid factors, the Company's management has concluded that no provision for impairment in respect of such investments and loans is considered necessary at this stage.

c) During the year 2016-17, the Company had accounted for purchase of 3,12,13,000 numbers of equity shares in Adani Kandla Bulk Terminal Private Limited at consideration of ₹ 31.21 crore. The equity shares have been purchased from the Adani Enterprises Limited, a group company whereby this entity has become a wholly owned subsidiary. As per the management, the transfer has been recorded based on Irrevocable Letter of Affirmation dated March 31, 2017 from the seller and acceptance by the Company although legal transfer of equity share of Adani Kandla Bulk Terminal Private Limited is still in process at year end.

d) Reconciliation of Fair value measurement of the investment in unquoted equity shares

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Opening Balance	210.94	200.94
Add: Loss of control of subsidiary	0.10	-
Fair value Gain recognised in Other Comprehensive Income	25.00	10.00
Closing Balance	**236.04**	**210.94**

e) Value of Deemed Investment accounted in subsidiaries and joint ventures in terms of fair valuation under Ind AS 109

₹ in crore

Particulars	March 31, 2019	March 31, 2018
i) Adani Logistics Limited	59.82	103.97
ii) Karnavati Aviation Private Limited	17.95	42.37
iii) MPSEZ Utilities Private Limited	0.02	0.02
iv) Mundra International Airport Private Limited	0.36	1.55
v) Adani Hospitals Mundra Private Limited	0.35	0.93
vi) Shanti Sagar International Dredging Private Limited	7.35	7.35
vii) The Dhamra Port Company Limited	65.76	289.69
viii) Abbot Point Operations Pty Limited	12.34	12.34
ix) Adani International Terminals Pte Limited	3.68	0.26
x) Adani International Container Terminal Private Limited	11.57	11.57
xi) Adani CMA Mundra Terminal Private Limited	4.48	4.48
	183.68	**474.53**

f) Investment in Perpetual Non-convertible Debenture / Perpetual Debt is redeemable / payable at issuer's option and can be deferred indefinitely.

g) During the year, pursuant to issuance of new equity shares by Adani Dhamra LPG Terminal Private Limited ("ADLTPL") and Mundra LPG Terminal Private Limited ("MLTPL") to Adani Trading Services LLP on a private placement basis on December 29, 2018, these companies (ADLTPL & MLTPL) have ceased to be subsidiaries of the Company. With regards to loss of control of the subsidiary subsequently, the investment has since been classified at Fair Value through OCI.

h) Aggregate amount of unquoted investments as at March 31, 2019 ₹ 13,455.48 crore (previous year ₹ 10,023.13 crore).

i) During the year, Company has acquired 97% stake in equity shares of Marine Infrastructure Developer Private Limited ("MIDPL"). MIDPL is in the business of development, operations and maintenance of port infrastructure (port services and related infrastructure development) and related infrastructure contiguous to port. Consequent to the said transaction, MIDPL has become a subsidiary of the Company w.e.f June 28, 2018.

j) During the year, Adani Bhavanapadu Port Private Limited and Adani Mundra Port Holding Pte Limited have been incorporated as wholly owned subsidiary of the Company as on May 21, 2018 and October 30, 2018 respectively.

Notes to the Standalone Financial Statements
for the year ended March 31, 2019

5 Trade Receivables

(Unsecured, unless otherwise stated)

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Trade Receivables				
-Considered Good (refer note 30)	-	2.14	1,943.79	2,573.91
Less: Allowances for expected credit loss	-	-	(33.73)	(1.60)
	-	**2.14**	**1,910.06**	**2,572.31**
Customers' Bill Discounted (refer note (c) below)	-	-	357.75	713.97
Other Trade Receivable	-	2.14	1,552.31	1,858.34
Total Receivables	**-**	**2.14**	**1,910.06**	**2,572.31**

Notes:

a) No trade or other receivable are due from directors or other officers of the Company either severally or jointly with any other person; nor any trade or other receivable are due from firms or private companies in which any director is a partner, a director or a member.

b) Generally, as per credit terms trade receivable are collectable within 30-180 days although the Company provide extended credit period with interest between 8% to 15% considering business and commercial arrangements with the customers including with the related parties. Receivable of ₹ 0.43 crore (previous year ₹ 2.54 crore) are contractually collectable on deferred basis.

c) The Carrying amounts of the trade receivables include receivables amounting to ₹ 357.75 crore (previous year ₹ 713.97 crore) which are subject to a bills discounting arrangement. Under this arrangement, the Company has transferred the relevant receivables to the bank / financial institution in exchange of cash and is prevented from selling or pledging the receivables. The Cost of bill discounting is to the customer's account as per the arrangement. However, the Company has retained late payment and credit risk. The Company therefore continues to recognise the transferred assets in their entirety in its balance sheet. The amount repayable under the bills discounting arrangement is presented as unsecured borrowing in note 17.

d) Trade receivable includes receivables arising from services provided to power companies which are passing through a difficult external environment causing certain delays in payment.

The Company has reviewed these receivables and considering the improving market conditions in the power sector, expects that the power companies will improve their operating effectiveness and recover past dues from Discoms and thereby the Company believes that the amount is good and recoverable.

6 Loans

(Unsecured, unless otherwise stated)

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Loans to Related Parties				
Considered Good (refer note 4 (b)(ii))	8,116.87	8,395.38	2,148.81	1,241.02
Credit impaired (refer note 4 (b)(i))	-	6.59	205.02	205.02
Loan to others				
Considered Good (refer note below)	-	-	908.17	1,417.97
Credit impaired	-	-	0.05	0.05
	8,116.87	**8,401.97**	**3,262.05**	**2,864.06**
Less: Allowances for doubtful loans	-	(6.59)	(205.07)	(205.07)
	8,116.87	**8,395.38**	**3,056.98**	**2,658.99**

Note:

Loans to others include inter-corporate deposits aggregating ₹ 732.10 crore (previous year ₹ 1,105.40 crore) (Including renewals on due dates) to third parties. These deposits are given at prevailing market interest rates. The inter-corporate deposits have been

Notes to the Standalone Financial Statements
for the year ended March 31, 2019

approved by the Finance committee of the Board of Directors and subsequently noted by the Board of Directors of the company. The Company has received undertaking from one of the promoter owned entity to unconditionally honour the dues from these parties along with interest in case these are not paid by the parties.

7 Other Financial Assets

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Security deposit (refer note 34 (i))				
Considered good	666.13	184.58	115.04	110.78
Considered doubtful	-	-	7.27	7.27
	666.13	**184.58**	**122.31**	**118.05**
Less: Allowances for Doubtful Deposit	-	-	(7.27)	(7.27)
	666.13	**184.58**	**115.04**	**110.78**
Loans and advances to Employees	1.77	2.21	2.08	1.81
Land Lease Receivable (refer note 20 (d))	1,397.23	914.68	52.52	4.14
Bank Deposit with original maturity of more than twelve months and margin money deposits (refer note 11)	-	37.51	-	-
Interest Accrued	25.84	-	1,542.01	986.33
Receivable against Sale of Investment (refer note 35(l))	-	-	84.17	85.93
Non Trade receivable	-	-	3.62	19.21
Derivatives instruments / Forward Contracts Receivable	-	-	57.67	36.15
Gratuity Assets (refer note 28)	-	-	1.88	2.64
Financial Guarantee received	-	-	-	4.37
	2,090.97	**1,138.98**	**1,858.99**	**1,251.36**

8 Other Assets

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Capital advances (refer note (a) & (b) below)				
Secured, considered good	34.35	-	-	-
Unsecured, considered good	279.94	238.50	-	111.05
Unsecured, doubtful	10.59	10.59	-	-
	324.88	**249.09**	**-**	**111.05**
Less: Allowances for doubtful advance	(10.59)	(10.59)	-	-
	314.29	**238.50**	**-**	**111.05**
Balance with Government Authorities	4.50	4.50	41.67	38.54
Prepaid Expenses	132.61	68.64	4.21	6.64
Accrued Income (refer note 38)	-	-	63.48	202.48
Contract Assets (refer note (c) below)	-	-	50.05	20.65
Advances recoverable other than in cash				
To related party	237.10	-	120.20	237.18
To others	-	-	28.25	43.73
Export benefit and other receivables	105.87	-	145.22	203.59
Taxes recoverable (net of provision) (refer note 26)	37.93	30.72	-	-
	832.30	**342.36**	**453.08**	**863.86**

Notes:

a) Capital advance includes ₹ 97.10 crore (previous year ₹ 63.57 crore) paid to various private parties and government authorities towards purchase of land.

b) The Company has received bank guarantees of ₹ 34.35 crore (previous year ₹ Nil) against capital advances.

c) Contract assets are the right to receive consideration in exchange for services transferred to the customer. Contract assets are initially recognised for revenue earned from port operation services as receipt of consideration is conditional on successful completion of services. Upon completion of services and acceptance by the customer, the amounts recognised as contract assets are reclassified to financial assets.

Notes to the Standalone Financial Statements
for the year ended March 31, 2019

9 Inventories

(At lower of Cost and Net realisable value)

₹ in crore

Particulars	Current portion	
	March 31, 2019	March 31, 2018
Stores and Spares, Fuel and Lubricants	62.56	66.34
Project work-in-progress (refer note 38)	562.89	297.07
	625.45	**363.41**

10 Current Investments

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Unquoted mutual funds (valued at fair value through profit or loss)		
2,50,000 units (previous year 2,50,000 units) of ₹ 10 each in HDFC Mutual Fund	0.25	0.25
8,781 units (previous year Nil units) of ₹ 2,929 each in SBI Mutual Fund	2.57	-
48,465 units (previous year Nil units) of ₹ 2,267 each in IDFC cash fund Mutual Fund	10.99	-
Investment in Commercial Papers (CP) (valued at amortised cost)		
Commercial Papers of ECAP Equities Limited	432.30	518.95
Investment in Debentures (valued at amortised cost)		
550 (previous year Nil) 9.55 % Non-Convertible Redeemable Debentures of ₹ 10,00,000 each of J M Financial Products Limited	55.00	-
	501.11	**519.20**
Aggregate carrying value of unquoted Mutual Funds	13.81	0.25
Aggregate net assets value of unquoted Mutual Funds	13.81	0.25
Aggregate carrying value of unquoted investment in Commercial Papers and Debentures	487.30	518.95

Note: Investments in commercial papers of ECAP Equities Limited is rated A1+ during current year and previous year.

11 Cash and Bank Balances

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Cash and Cash Equivalents				
Balances with banks:				
Balance in current accounts	-	-	3,735.39	216.02
Deposits with original maturity of less than three months	-	-	115.00	26.00
Cheques on hand	-	-	-	241.86
Cash on hand	-	-	0.14	0.12
	-	**-**	**3,850.53**	**484.00**
Other Bank Balances				
Deposits with maturity over 3 months but less than 12 months	-	-	3.88	773.31
Bank Deposits with maturity of more than twelve months	-	37.51	-	-
In Current Accounts (earmarked for Unpaid Dividend)	-	-	1.08	0.88
Margin Money Deposits	-	-	13.99	14.90
	-	**37.51**	**18.95**	**789.09**
Amount disclosed under Non- Current Financial Assets (refer note 7)	-	(37.51)	-	-
	-	**-**	**3,869.48**	**1,273.09**

Note: Margin Money Deposits aggregating to ₹ 13.99 crore (previous year ₹ 14.90 crore) are pledged / lien against bank guarantees, letter of credit and other credit facilities.

Notes to the Standalone Financial Statements

for the year ended March 31, 2019

12 Equity Share Capital

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Equity share capital		
Authorized share capital		
4,97,50,00,000 (previous year 4,97,50,00,000) Equity Shares of ₹ 2 each	995.00	995.00
	995.00	**995.00**
Issued, subscribed and fully paid-up share capital		
2,07,09,51,761 (previous year 2,07,09,51,761) fully paid up Equity Shares of ₹ 2 each	414.19	414.19
	414.19	**414.19**

a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting year

Equity Shares	March 31, 2019		March 31, 2018	
	No.	₹ in crore	No.	₹ in crore
At the beginning of the year	2,07,09,51,761	414.19	2,07,09,51,761	414.19
Add / (Less): Change during the year	-	-	-	-
Outstanding at the end of the year	**2,07,09,51,761**	**414.19**	**2,07,09,51,761**	**414.19**

Terms/rights attached to equity shares

(i) The Company has only one class of equity share having par value of ₹ 2 per share. Each holder of equity share is entitled to one vote per share. The Company declares and pays dividends in Indian Rupees.

(ii) In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

b) Equity Component of Non-Cumulative Redeemable Preference shares

Particulars	March 31, 2019		March 31, 2018	
	No.	₹ in crore	No.	₹ in crore
At the beginning of the year	28,11,037	165.88	28,11,037	165.88
Outstanding at the end of the year	**28,11,037**	**165.88**	**28,11,037**	**165.88**

Terms of Non-Cumulative Redeemable Preference shares

(i) The Company has outstanding 28,11,037 0.01 % Non-Cumulative Redeemable Preference Shares ('NCRPS') of ₹ 10 each issued at a premium of ₹ 990 per share. Each holder of preference shares has a right to vote only on resolutions placed before the Company which directly affects the right attached to preference share holders. These shares are redeemable on March 28, 2024 at an aggregate premium of ₹ 278.29 crore (equivalent to ₹ 990.00 per share). In the event of liquidation of the Company, the holder of NCRPS (before redemption) will have priority over equity shares in the payment of dividend and repayment of capital. The preference shares carry fixed dividend which is non-discretionary.

(ii) The Preference Shares issued by the Company are classified as Compound Financial Instrument. These preference shares are separated into liability and equity components based on the terms of the contract. Interest on liability component is recognised as interest expense using the effective interest method.

(iii) The equity component of preference shares includes the securities premium amount received on issue of preference shares and the preference share capital, redemption premium reserve being created in compliance of the Companies Act, 2013.

Notes to the Standalone Financial Statements
for the year ended March 31, 2019

c) Details of shareholders holding more than 5% shares in the Company

Equity Shares	March 31, 2019		March 31, 2018	
	No.	% Holding in the Class	No.	% Holding in the Class
Equity shares of ₹ 2 each fully paid				
i) Gautambhai Shantilal Adani and Rajeshbhai Shantilal Adani (on behalf of S.B. Adani Family Trust)	81,27,65,189	39.25%	87,73,17,807	42.36%
ii) Adani Tradeline LLP (Formerly, known as Parsa Kente Rail Infra LLP)	14,05,12,153	6.78%	14,05,12,153	6.78%
Non-Cumulative Redeemable Preference Shares of ₹ 10 each fully paid up				
Gujarat Ports Infrastructure and Development Co. Limited	3,09,213	11.00%	3,09,213	11.00%
Priti G. Adani	5,00,365	17.80%	5,00,365	17.80%
Shilin R. Adani	5,00,364	17.80%	5,00,364	17.80%
Pushpa V. Adani	5,00,365	17.80%	5,00,365	17.80%
Ranjan V. Adani	5,00,455	17.80%	5,00,455	17.80%
Suvarna M. Adani	5,00,275	17.80%	5,00,275	17.80%
	28,11,037	**100.00%**	**28,11,037**	**100.00%**

13 Other Equity

Equity Component of Non-Cumulative Redeemable Preference shares

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Opening Balance	165.88	165.88
Closing Balance	**165.88**	**165.88**

Reserves and Surplus

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Securities Premium		
Opening Balance	2,535.70	2,535.70
Closing Balance	**2,535.70**	**2,535.70**

Note:- Securities premium represents the premium received on issue of shares over and above the face value of equity shares. Such amount is available for utilisation in accordance with the provisions of the Companies Act, 2013.

₹ in crore

Particulars	March 31, 2019	March 31, 2018
General Reserve		
Opening Balance	2,260.87	2,141.55
Add: Transfer from Debenture Redemption Reserve	315.00	119.32
Closing Balance	**2,575.87**	**2,260.87**

Note:- The general reserve is used from time to time to transfer profit from retained earnings for apportion purposes. As the general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve will not be reclassified subsequently to statement of profit and loss.

Notes to the Standalone Financial Statements

for the year ended March 31, 2019

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Debenture Redemption Reserve (DRR)		
Opening Balance	661.71	476.21
Add: Transferred from Retained Earnings	167.33	304.82
Less: Transferred to General Reserve	(315.00)	(119.32)
Closing Balance	**514.04**	**661.71**

Note:- The Company has issued redeemable non-convertible debentures. Accordingly, the Companies (Share capital and Debentures) Rules, 2014 (as amended), require the company to create DRR out of profits of the company available for payment of dividend. DRR is required to be created for an amount which is equal to 25% of the value of debentures issued. The DRR is created over the life of debentures out of retained earnings.

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Foreign Currency Monetary Item Translation Difference Account		
Opening Balance	(37.13)	(74.55)
Add : Foreign exchange (Loss) / Gain during the year	(153.47)	(7.92)
Less : Amortised in statement of profit and loss	119.53	45.34
Closing Balance	**(71.07)**	**(37.13)**

Note:- Exchange differences arising on outstanding long term foreign currency monetary items applied towards long term assets (other than depreciable assets) recognised in the Indian GAAP financial statements for the period ending immediately before the beginning of the first Ind AS financial reporting period i.e. March 31, 2016 are accumulated in the "Foreign Currency Monetary Item Translation Difference Account" (FCMITDA) and amortized over the remaining life of the concerned monetary item or financial year 2019-20 whichever is earlier.

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Retained Earnings		
Opening Balance	12,138.35	11,070.45
Less: Loss on disposal of assets / settlement of liabilities attributable to marine business undertaking adjusted from Opening Reserve (refer note 39)	-	(197.18)
Less : Profit from marine business undertaking transferred from Opening Reserve (refer note 39)	-	(514.51)
Add : Profit for the year	2,637.72	2,408.10
Less : Dividend on Shares	(414.19)	(269.22)
Less : Dividend distribution tax paid on Equity Shares	-	(54.81)
Less :Transfer to Debenture Redemption Reserve	(167.33)	(304.82)
Add / (Less) : Re-measurement (losses) / gains on defined benefit plans (net of tax)	(0.75)	0.34
Closing Balance	**14,193.80**	**12,138.35**

Note:- The portion of profits not distributed among the shareholders are termed as retained earnings. The Company may utilize the retained earnings for making investments for future growth and expansion plans, for the purpose of generating higher returns for the shareholders or for any other specific purpose, as approved by the Board of Directors of the Company.

Other Comprehensive Income

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Opening Balance	143.69	135.42
Add : Change in fair value of FVTOCI Equity Investments (net of tax)	19.57	8.27
Closing Balance	**163.26**	**143.69**

Note:- This reserve represents the cumulative gains and losses arising on the revaluation of equity investments measured at fair value through other comprehensive income.

Total Other Equity	**20,077.48**	**17,869.07**

Notes to the Standalone Financial Statements
for the year ended March 31, 2019

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Distribution made and proposed		
Cash Dividend on Equity Share declared and paid		
Final Dividend for the year ended March 31, 2018 and March 31, 2017 (₹ 2 per share and ₹ 1.30 per share)	414.19	269.22
Dividend Distribution Tax*	-	54.81
	414.19	**324.03**

* The Company declared a dividend of ₹ 2 per share amounting to ₹ 414.19 crore. During the year Company has also received dividend of ₹ 416.65 crore from two of its Subsidiary Companies. Hence the liability of payment of Dividend Distribution Tax (DDT) does not arise on the Company as the Company had entitlement of credit of Dividend Distribution Tax paid by its subsidiaries.

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Proposed Dividend on Equity Shares		
Final Dividend for the year ended March 31, 2019 to be decided in the board meeting scheduled on June 04, 2019 (previous year ₹ 2 per share) (refer note 41)	-	414.19
Dividend Distribution Tax	-	85.14
	-	**499.33**
Cash Dividend on Preference Share declared and paid		
Dividend @ 0.01 % on Non-Cumulative Redeemable Preference Shares	*-	*-
Dividend Distribution Tax	*-	*-
Proposed Dividend on Preference Shares		
Dividend @ 0.01 % on Non-Cumulative Redeemable Preference Shares	*-	*-
Dividend Distribution Tax	*-	*-

*- Figure nullified in conversion of ₹ in crore

Proposed dividend on equity shares are subject to approval at Annual General Meeting and are not recognised as a liability (including dividend distribution tax thereon).

14 Long term Borrowings

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Debentures				
2,520 (previous year 2,520) 9.35% Non Convertible Redeemable Debentures of ₹ 10,00,000 each Secured (Redeemable on July 04, 2026) (refer note (c) below)	251.32	251.25	-	-
16,000 (previous year 16,000) 7.65% Non Convertible Redeemable Debentures of ₹ 10,00,000 each Secured (Redeemable ₹ 533.30 crore on October 31, 2025, ₹ 533.30 crore on October 31, 2026 and ₹ 533.40 crore on October 30, 2027) (refer note (e) below)	1,584.36	1,582.84	-	-
10,000 (previous year 10,000) 8.22% Non Convertible Redeemable Debentures of ₹ 10,00,000 each Secured (Redeemable ₹ 333.30 crore on March 07, 2025, ₹ 333.30 crore on March 07, 2026 and ₹ 333.40 crore on March 08, 2027) (refer note (c) below)	1,000.00	1,000.00	-	-
13,000 (previous year 13,000) 8.24% Non Convertible Redeemable Debentures of ₹ 10,00,000 each Secured (Redeemable ₹ 433.30 crore on November 29, 2024, ₹ 433.30 crore on November 29, 2025 and ₹ 433.40 crore on November 27, 2026) (refer note (d) below)	1,300.00	1,300.00	-	-

Notes to the Standalone Financial Statements
for the year ended March 31, 2019

14 Long term Borrowings (Contd.)

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
2,000 (previous year 2,000) 9.35% Non Convertible Redeemable Debentures of ₹ 10,00,000 each Secured. (Redeemable ₹ 100 crore on May 26, 2023 and ₹ 100 crore on May 27, 2026) (refer note (a) below)	198.25	198.00	-	-
4,940 (previous year 4,940) 10.50% Non Convertible Redeemable Debentures of ₹ 10,00,000 each Secured (Redeemable at three annual equal instalments commencing from February 25, 2021) (refer note (a) below)	494.00	494.00	-	-
400 (previous year 400) 10.50% Non Convertible Redeemable Debentures of ₹ 10,00,000 each Secured (Redeemable in 4 quarterly equal instalments on December 27, 2020, March 27, 2021, June 27, 2021, and September 27, 2021) (refer note (b) below)	39.40	39.13	-	-
1,500 (previous year 9,000) 9.05% Non Convertible Redeemable Debentures of ₹ 10,00,000 each Secured (Redeemable on May 22, 2019) (refer note (a) below)	-	900.00	150.00	-
5,000 (previous year 5,000) 9.05% Non Convertible Redeemable Debentures of ₹ 10,00,000 each Secured. (Redeemable on April 10, 2019) (refer note (a) below)	-	498.34	499.96	-
Nil (previous year 5,000) 9.05% Non Convertible Redeemable Debentures of ₹ 10,00,000 each Secured (Redeemed ₹ 250 crore on June 18, 2018 and ₹ 250 crore on September 18, 2018) (refer note (c) below)	-	-	-	499.71
Nil (previous year 200) 10.50% Non Convertible Redeemable Debentures of ₹ 5,00,000 each (Redeemed on June 27, 2018 and September 27, 2018) (refer note (b) below)	-	-	-	10.00
Preference Shares Liability Component of Compound Financial Instrument - 0.01% Non Cumulative Redeemable Preference shares (unsecured) (refer note 12 (b))	99.94	91.69	-	-
Term loans				
Foreign currency loans:				
From banks (secured)	119.33	177.43	51.20	53.27
From banks (unsecured)	1,098.52	1,039.87	-	-
4.00 % Foreign Currency Bond priced at 195 basis points over the 10 years US Treasury Note (unsecured)	3,407.75	3,203.06	-	-
3.95% Foreign Currency Bond priced at 189 basis points over the 5 years US Treasury Note (unsecured)	3,436.93	3,230.33	-	-
3.50% Foreign Currency Bond priced at 195 basis points over the 5 years US Treasury Note (unsecured)	4,495.08	4,236.38	-	-
Rupee Loan				
Term Loan from Financial institutions (unsecured)	3.64	3.66	2.30	1.20
Foreign currency letters of credit				
From banks (secured)	-	570.39	-	-
From banks (unsecured)	553.61	23.42	-	-
	18,082.13	**18,839.79**	**703.46**	**564.18**

Notes to the Standalone Financial Statements

for the year ended March 31, 2019

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
The above amount includes				
Secured borrowings	4,986.66	7,011.38	701.16	562.98
Unsecured borrowings	13,095.47	11,828.41	2.30	1.20
Amount disclosed under the head Current Financial Liabilities (refer note 15)	-	-	(703.46)	(564.18)
	18,082.13	**18,839.79**	-	-

Notes:

a) Debentures include Secured Non-Convertible Redeemable Debentures amounting to ₹ 1,342.21 crore (previous year ₹ 2,090.34 crore) which are secured by first Pari-passu charge on all the immovable and movable assets of Multi-purpose Terminal, Terminal-II and Container Terminal –II project assets.

₹ 750 crore (7,500 debentures of ₹ 10,00,000/- each) were bought back on March 29, 2019 based on the resolution passed by the board at its meeting held on March 18, 2019.

b) Debentures include Secured Non-Convertible Redeemable Debentures aggregating to ₹ 39.40 crore (previous year ₹ 49.13 crore) which are secured by exclusive mortgage and charge on entire Single Point Mooring (SPM) facilities serving Indian Oil Corporation Limited - Mundra and the first charge over receivables from Indian Oil Corporation Limited.

c) Debentures include Secured Non-Convertible Redeemable Debentures aggregating to ₹ 1,251.32 crore (previous year ₹ 1,750.96 crore) which are secured by first pari-passu charge on all the movable and immovable assets pertaining to coal terminal project assets at Wandh.

d) Debentures include Secured Non-Convertible Redeemable Debentures aggregating to ₹ 1,300.00 crore (previous year ₹ 1,300.00 crore) which are secured by first pari-passu charge on specified assets of certain subsidiary companies' arrangements as per Debenture Trust Deed.

e) Debentures include Secured Non-Convertible Redeemable Debentures aggregating to ₹ 1,584.36 crore (previous year ₹ 1,582.84 crore) are secured by first pari-passu charge on specified assets of one of the subsidiary companies' arrangements as per Debenture Trust Deed.

f) Foreign currency loans aggregating to ₹ 120.11 crore (previous year ₹ 160.66 crore) carries interest @ 6 months Euribor plus 95 basis point. The above loan is repayable in 7 Semi-annual instalment of ₹ 17.16 crore from the balance sheet date. The loan is secured by exclusive charge on the Dredgers procured under the facility.

g) Foreign currency loans aggregating to ₹ 50.43 crore (previous year ₹ 70.04 crore) carries interest @ 6 months Euribor plus 75 basis point. The loan is repayable in 6 semi annually equal instalments of approx. ₹ 8.45 crore from the balance sheet date. The loan is secured by exclusive charge on the Cranes purchased under the facility.

h) Foreign currency letters of credit aggregating to ₹ Nil (previous year ₹ 570.39 crore) carried interest @ 3 to 6 months libor plus basis point in range of 21 to 46. The loan was secured against exclusive charge on assets purchased under the facility.

i) Unsecured Loan

(i) 5 years Foreign Currency Bond of USD 650 million equivalent to ₹ 4,495.08 crore (previous year ₹ 4,236.38 crore) carries interest @ 3.50 % p.a. with bullet repayment in the year 2020.

(ii) 5 years Foreign Currency Bond of USD 500 million equivalent to ₹ 3,436.93 crore (previous year ₹ 3,230.33 crore) carries interest rate at 3.95% p.a. with bullet repayment in the year 2022.

(iii) 10 years Foreign Currency Bond of USD 500 million equivalent to ₹ 3,407.75 crore (previous year ₹ 3,203.06 crore) carries interest rate at 4.00% p.a. with bullet repayment in the year 2027.

(iv) Foreign Currency Loan aggregating to ₹ 1,098.52 crore (previous year ₹ 1,039.87 crore) carries interest at 2.85% fixed for 18 months and than after 6 months Libor plus 125 basis point is repayable in the year 2021.

(v) Foreign currency letters of credit aggregating to ₹ 553.61 crore (previous year ₹ 23.42 crore) carries interest at 3 months Libor plus basis point in range of 50 to 65 and 3 to 12 months Euribor plus basis point in range of 65 to 75. Such letters of credit of ₹ 553.61 crore are normally rollover every 6 months.

(vi) Rupee Term Loan aggregating to ₹ 5.94 crore (previous year ₹ 4.86 crore) carries interest ranging from 4.55 % p.a. to 7.95 % p.a. repayment beginning from May 2018 and having last repayment date on November 2021.

Notes to the Standalone Financial Statements
for the year ended March 31, 2019

15 Other financial liabilities

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Current maturities of long term borrowings (refer note 14)	-	-	703.46	564.18
Derivatives Instruments	10.88	72.49	18.10	40.59
Capital creditors and retention money	4.87	1.33	162.16	460.17
Other payables (including discounts etc)	-	-	126.07	96.40
Obligations under lease land (refer note (a) below)	6.71	6.85	0.15	0.13
Unpaid Dividends #	-	-	1.08	0.88
Interest accrued but not due on borrowings	-	-	273.72	303.91
Deposit from Customers	1.41	1.34	10.84	8.23
Financial Guarantees	6.18	9.74	1.71	5.10
	30.05	**91.75**	**1,297.29**	**1,479.59**

Not due for credit to "Investors Education & Protection Fund"

Notes:

a) Assets taken under Finance Leases – land for purposes of developing, constructing, operating and maintaining the Mundra Port and related infrastructure for providing services to the users in accordance with the terms of the concession agreement with Gujarat Maritime Board (GMB). The lease rent is subject to revision every three years on April 1st by 20% of the previous amount. The lease rent terms are for the period of 30 years and are renewable accordingly with extention or renewal of the concession agreement. The lease agreement entered is non-cancellable till the termination or expiry of the concession agreement. There is no contingent rent, no sub-leases restrictions imposed by the lease arrangements. Expenses of ₹ 0.58 crore (previous year ₹ 0.59 crore) incurred under such lease have been expensed in the statement of profit and loss.

Future minimum lease payments under finance leases together with the present value of the net minimum lease payments are as follows:

₹ in crore

Particulars	Within one year	After one year but not later than five years	More than five years	Total minimum lease payments	Less: Amounts representing finance charges	Present value of minimum lease payments
March 31, 2019						
Minimum Lease Payments	0.71	3.27	7.50	11.48	(4.62)	6.86
Finance charge allocated to future periods	0.56	2.10	1.96	4.62	-	-
Present Value of MLP	0.15	1.17	5.54	6.86	-	6.86
March 31, 2018						
Minimum Lease Payments	0.71	3.13	8.34	12.18	(5.20)	6.98
Finance charge allocated to future periods	0.58	2.17	2.45	5.20	-	-
Present Value of MLP	0.13	0.96	5.89	6.98	-	6.98

b) Disclosure with regards to changes in liabilities arising from financing activities as per Ind AS 7 Statement of Cash Flows:

Disclosure of changes in liabilities arising from financing activities, including changes arising from cash flows and non-cash changes (such as foreign exchange gains or losses) is as under:

Notes to the Standalone Financial Statements
for the year ended March 31, 2019

Changes in liabilities arising from financing activities

₹ in crore

Particulars	Long-term Borrowings (including Current Maturities of Long Term Debt)	Short-term borrowing (including Bills Discounting)	Interest accrued but not due	Unpaid Dividend on Equity and Preference Shares (including Dividend Distribution Tax)	Derivative Contract	Total
April 1, 2017	**17,009.78**	**3,197.37**	**253.88**	**0.82**	**50.02**	**20,511.87**
Cash Flows	2,339.67	(2,603.79)	(1,154.92)	(323.97)	(182.65)	(1,925.66)
Foreign Exchange Movement	100.52	1.92	14.76	-	-	117.20
Change in Fair Value	(46.00)	69.15	(27.89)	-	-	(4.74)
Charged to P&L during the period	-	-	1,218.08	-	238.80	1,456.88
Dividend recognised during the period	-	-	-	324.03	-	324.03
Customer Bills discounted during the period	-	50.49	-	-	-	50.49
March 31, 2018	**19,403.97**	**715.14**	**303.91**	**0.88**	**106.17**	**20,530.07**
Cash Flows	(1,386.76)	5,915.19	(1,535.74)	(413.99)	(23.46)	2,555.24
Foreign Exchange Movement	747.91	(12.12)	-	-	-	735.79
Change in Fair Value	20.48	(53.18)	28.33	-	-	(4.37)
Charged to P&L during the period	-	-	1,477.22	-	(55.38)	1,421.84
Dividend recognised during the period	-	-	-	414.19	-	414.19
Customer Bills discounted during the period	-	(356.22)	-	-	-	(356.22)
March 31, 2019	**18,785.60**	**6,208.81**	**273.72**	**1.08**	**27.33**	**25,296.54**

16 Other Liabilities

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Advance from customers	-	-	65.90	65.88
Deposits from customers	-	-	15.43	14.31
Statutory liability	-	-	60.41	40.62
Unearned Income under land lease/ Infrastructure usage agreements	685.90	748.14	62.24	62.24
Deferred Income on fair valuation of Deposit taken	1.26	1.37	-	-
Deferred Government Grant (refer note (i) below)	0.80	0.90	-	-
Unearned revenue -others	-	-	65.88	10.52
Contract Liabilities (refer note (ii) below)	0.31	0.35	113.98	127.89
	688.27	**750.76**	**383.84**	**321.46**

Notes:

i) Movement in Deferred Government Grant

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Opening Balance	0.90	1.00
Amortisation during the year	(0.10)	(0.10)
Closing Balance	**0.80**	**0.90**

ii) Contract liabilities include advances received to deliver Port Operation Services and transaction price allocated to unsatisfied performance obligation in respect of Storage and Dispatch services of Customers' Cargo lying at Port.

Notes to the Standalone Financial Statements
for the year ended March 31, 2019

17 Short term Borrowings

₹ in crore

	March 31, 2019	March 31, 2018
Suppliers Credit from bank (secured)	-	1.17
Suppliers Credit from bank (unsecured)	95.35	-
Packing Credit Foreign Currency Loan from bank (unsecured)	172.89	-
Commercial Paper (unsecured)	5,496.82	-
Inter Company deposit from a subsidiary (unsecured)	86.00	-
	5,851.06	**1.17**
Customers' Bill Discounted (unsecured) (refer note 5(c))	357.75	713.97
	6,208.81	**715.14**

Notes:

a) Suppliers bills accepted under foreign currency letters of credit aggregating to ₹ Nil (previous year ₹ 1.17 crore) carried interest at 6 Months Euribor plus 28 basis point. Subservient charge on movable fixed assets and current assets of the Company, except those secured by exclusive charge in favour of other lenders.

b) Suppliers bills accepted under letters of credit aggregating to ₹ 95.35 crore (previous year ₹ Nil) carries interest @ 8.22 % p.a.

c) Packing Credit foreign currency Loan aggregating to ₹ 172.89 crore (previous year ₹ Nil) carries interest at 1 Months Libor plus 75 basis point is repayable in August, 2019.

d) Commercial Paper (CP) aggregating ₹ 5,496.82 (previous year ₹ Nil) carried interest rate in range of 7.60 % to 8.20 % p.a. The CP had maturity period of 1 to 3 months.

e) Short term borrowing from subsidiary ₹ 86.00 crore (previous year ₹ Nil) carries interest rate @ 7.50 % is repayable in October, 2019.

f) Factored receivables of ₹ 357.75 crore (previous year ₹ 713.97 crore) have recourse to the Company and interest liability on amount of bill discounted is borne by the customer. The maturity period of the transfer is 1 to 12 months period.

18 Trade and other payables

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Payables to micro and small enterprises (refer note 33)	0.15	-
Other trade payables	194.17	213.37
	194.32	**213.37**
Dues to related parties included in above		
Trade payables	50.57	48.72

19 Provisions

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Provision for Employee Benefits		
Provision for Compensated Absences	14.79	12.41
	14.79	**12.41**
Other Provision		
Provision for operational claims (refer note below)	29.43	33.67
	29.43	**33.67**
	44.22	**46.08**

Notes to the Standalone Financial Statements
for the year ended March 31, 2019

Note:

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Opening Balance	33.67	35.37
Add : Additions during the year	-	0.09
Less :Utilised / (Settled) during the year	(4.24)	(1.79)
Closing Balance	**29.43**	**33.67**

Note: Operational Claims are the expected claims against outstanding receivables made/to be made by the customers towards shortages of stock, handling losses, damages to the cargo, storage and other disputes. The probability and the timing of the outflow/adjustment with regard to above depends on the ultimate settlement / conclusion with the respective customer.

20 Revenue from Operations

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Revenue from Contract with Customers (refer note (a) below)		
Income from Port Operations (Including Port Infrastructure Services)	4,367.18	3,514.44
Income from Development of Container Infrastructure (refer note (b) below)	-	2,258.85
	4,367.18	**5,773.29**
Lease, Upfront Premium and Deferred Infrastructure Income (refer note (c), (d) and (e) below)	780.40	596.35
Income from Export Incentives (Service Export from India Scheme)	139.24	120.70
Other Operating Income	49.56	43.48
	5,336.38	**6,533.82**

Notes:

a) Reconciliation of revenue recognised with contract price:

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Contract Price	4,497.14	5,866.38
Adjustment for:		
Refund Liabilities	(158.82)	(107.58)
Change in value of Contract Assets	29.40	2.50
Change in value of Contract Liabilities	(0.54)	11.99
Revenue from Contract with Customers	**4,367.18**	**5,773.29**

b) During the previous year, the Company transferred Container Terminal Infrastructure Assets to Adani CMA Mundra Terminal Private Limited (ACMTPL) and Adani International Container Terminal Private Limited (AICTPL), a (50:50) joint venture entities, w.e.f. May 15, 2017 and November 1, 2017 respectively. The income from sale / sub-lease of core port assets aggregating to ₹ 2,258.85 crore are included in revenue from operations and corresponding related costs are shown under head "Operating Expenses".

c) Lease income includes annual income of ₹ 71.57 crore (previous year ₹ 52.01 crore) in respect of land finance lease transaction.

d) Assets given under Finance Leases – The Company has given land on finance lease to various parties. All leases include a clause to enable upward revision of the rental charge every three to five years upto 20%. These leases have terms of between 12 and 50 years. The lease agreements entered are non-cancellable. There is no contingent rent, no sub-leases and no restrictions imposed by the lease arrangements. The company has also received one-time income of upfront premium ranging from ₹ 1500 to ₹ 5373 per Sq. mtr for use of common infrastructure by the parties. Such one-time income of upfront premium is non-refundable. Income of ₹ 718.16 crore (previous year ₹ 537.67 crore) including upfront premium of ₹ 86.38 crore (previous year ₹ 296.33 crore) accrued under such lease have been booked as income in the statement of profit and loss.

Notes to the Standalone Financial Statements

for the year ended March 31, 2019

Future minimum lease receivables under finance leases together with the present value of the net minimum lease payments receivable ("MLPR") are as follows:

₹ in crore

Particulars	March 31, 2019		March 31, 2018	
	Gross Investment in the lease	Present Value of MLPR	Gross Investment in the lease	Present Value of MLPR
Within one year	176.01	166.76	44.75	41.34
After one year but not later than five years	513.16	389.40	262.47	198.54
More than five years	3,015.90	893.59	2,675.21	678.94
Total minimum lease receivables	**3,705.07**	**1,449.75**	**2,982.43**	**918.82**
Less: Amounts representing finance charges	(2,255.32)	-	(2,063.61)	-
Present value of minimum lease receivables	**1,449.75**	**1,449.75**	**918.82**	**918.82**

e) Land given under operating lease:

The Company has given certain land portions on operating lease. These lease arrangements range for a period between 5 and 60 years. Most of the leases are renewable for further period on mutually agreeable terms.

The total future minimum lease rentals receivable at the Balance Sheet date is as under:

₹ in crore

Particulars	March 31, 2019	March 31, 2018
i) Not later than one year	18.47	24.03
ii) Later than one year and not later than five years	79.08	103.89
iii) Later than five years	412.76	488.40

21 Other Income

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Interest Income on		
Bank Deposits, Inter Corporate Deposits, Security Deposit etc.	1,726.96	1,415.76
Customers dues	84.32	98.31
Dividend on Long-term Investments	423.65	4.00
Unclaimed liabilities / excess provision written back	8.90	0.63
Scrap sale	17.46	10.98
Net gain on Sale of Current Investments	28.67	24.99
Financial Guarantee Income	6.96	4.65
Amortisation of Government Grant (refer note 16 (i))	0.10	0.10
Miscellaneous Income	45.88	47.90
	2,342.90	**1,607.32**

22 Operating Expenses

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Cargo handling / other charges to Contractors (net of reimbursements)	326.08	274.11
Customer Claims (including Expected Credit Loss)	32.13	0.09
Railway Service Charges	121.56	117.14
Tug and Pilotage Charges	3.36	1.43
Maintenance Dredging	34.87	11.71
Other expenses including Customs Establishment Charges	2.43	4.13
Repairs to Plant & Equipment	88.11	57.56
Store & Spares consumed	78.61	51.87
Repairs to Buildings	5.88	6.97
Power & Fuel	93.32	77.44
Waterfront Charges	181.46	153.87
Container Infrastructure Development Expenditure (refer note 20 (b))	-	749.65
Cost of assets transferred under Finance Lease	28.06	8.55
	995.87	**1,514.52**

Notes to the Standalone Financial Statements

for the year ended March 31, 2019

23 Employee Benefits Expense

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Salaries, Wages and Bonus	206.39	172.60
Contribution to Provident and Other Funds	8.77	7.90
Gratuity Expenses (refer note 28)	2.48	2.50
Staff Welfare Expenses	13.25	10.78
	230.89	**193.78**

24 Finance Costs

₹ in crore

Particulars	March 31, 2019	March 31, 2018
a) Interest and Bank Charges		
Interest on		
Debentures and Bonds	1,048.89	935.72
Loans, Buyer's Credit etc.	419.31	248.21
Others	7.42	0.04
Bank and other Finance Charges	1.60	34.11
	1,477.22	**1,218.08**
b) (Gain) / Loss on Derivatives / Swap Contracts (net)	(55.38)	238.80
	1,421.84	**1,456.88**

25 Other Expenses

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Rent Expenses (refer note (a) and (b) below)	13.26	12.62
Rates and Taxes	4.47	4.00
Insurance	5.88	4.91
Advertisement and Publicity	4.48	8.26
Other Repairs and Maintenance	15.78	21.63
Legal and Professional Expenses	52.05	42.67
Corporate Support Service Fee	57.22	29.42
IT Support Services	9.01	12.50
Payment to Auditors (refer note (c) below)	1.15	0.84
Security Service Charges	17.96	20.39
Communication Expenses	9.47	8.66
Electric Power Expenses	3.90	5.90
Travelling and Conveyance	53.33	59.94
Directors Sitting Fee	0.27	0.13
Commission to Non-executive Directors	0.36	0.48
Charity & Donations (refer note (d) below)	72.50	60.66
Loss on sale / discard of Property, Plant and Equipment (net)	2.52	7.77
Miscellaneous Expenses	1.97	15.88
	325.58	**316.66**

Notes:

a) Assets taken under Operating Leases –

An office space and residential houses for staff accommodation are generally obtained on operating leases except that stated under note (b) below. The lease rent terms are generally for an eleven months period and are renewable by mutual agreement. There are no sub-leases and leases are cancellable in nature except that mentioned under note (b) below. There are no restrictions imposed by the lease arrangements. There is no contingent rent in the lease agreements and there is no escalation clause in the lease agreements except that mentioned under note (b) below. Expenses of ₹ 4.03 crore (previous year ₹ 4.21 crore) incurred under such leases have been expensed in the statement of profit and loss.

Notes to the Standalone Financial Statements

for the year ended March 31, 2019

b) Assets taken under Operating Leases –

An office premises have been taken on operating leases. The lease rent terms are for the period of 15 years and are renewable by mutual consent. The Company has given deposit of ₹ 100 crore as per the terms in one of the lease transaction. As per the lease agreement lease rental is escalated by 10% at every 5 years. There is no contingent rent, no sub-leases and no restrictions imposed by the lease arrangements. Expenses of ₹ 0.11 crore (previous year ₹ 0.05 crore) incurred under such lease have been expensed in the statement of profit and loss.

Future minimum lease payable under operating leases are as follows:

₹ in crore

Particulars	March 31, 2019	March 31, 2018
(i) Not later than one year	7.11	7.11
(ii) Later than one year and not later than five years	28.45	28.44
(iii) Later than five years	88.04	95.16

c) Payment to Auditors

₹ in crore

Particulars	March 31, 2019	March 31, 2018
As auditor:		
Audit fee	0.75	0.59
Limited review	0.22	0.24
In other capacity:		
Certification fees	0.09	0.01
Other services	0.07	*-
Reimbursement of expenses	0.02	*-
	1.15	**0.84**

*- Figures being nullified on conversion of ₹ in crore

d) Details of Expenditure on Corporate Social Responsibilities

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are eradication of hunger and malnutrition, promoting education, art and culture, healthcare, destitute care and rehabilitation, environment sustainability, disaster relief and rural development projects. A CSR committee has been formed by the Company as per the Act. The funds were primarily allocated to a corpus and utilized through the year on these activities which are specified in Schedule VII of the Companies Act, 2013.

(i) Gross amount required to Spent during the year ₹ 68.37 crore (previous year ₹ 57.13 crore)

(ii) Amount spent during the year ended:

₹ in crore

Particulars	In cash	Yet to be paid in cash	Total
March 31, 2019			
i) Construction/acquisition of any asset	-	-	-
ii) On purposes other than (i) above	68.37	-	68.37
Total	**68.37**	**-**	**68.37**
March 31, 2018			
i) Construction/acquisition of any asset	-	-	-
ii) On purposes other than (i) above	57.20	-	57.20
Total	**57.20**	**-**	**57.20**

Notes to the Standalone Financial Statements
for the year ended March 31, 2019

26 Income Tax

The major component of income tax expenses for the year ended March 31, 2019 and March 31, 2018 are as under

a) Tax Expense reported in the Statement of Profit and Loss

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Current Income tax		
Current tax charges	779.57	1,378.13
Deferred Tax		
Relating to origination and reversal of temporary differences	246.35	42.95
Tax Expense reported in the Statement of Profit and Loss	**1,025.92**	**1,421.08**
Tax on Other Comprehensive Income ('OCI')		
Deferred tax related to items recognised in OCI during the year		
Tax impact on re-measurement (loss) / gain on defined benefit plans	(0.41)	0.19
Tax impact on unrealised gain on FVTOCI Equity Investment	5.43	1.73
	5.02	**1.92**

b) Balance Sheet Section

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Liabilities for Current Tax (net)	(3.82)	(92.41)
Taxes Recoverable (net) (refer note 8)	37.93	30.72
	34.11	**(61.69)**

Note:

i) Liabilities for Current Tax (net) and Taxes Recoverable (net) are presented based on a year-wise tax balances, as the case may be.

ii) During the year, the Company has received the refund of income tax for AY 2017-18 amounting to ₹ 22.71 crore which was adjusted by the department against demand for AY 2012-13 (₹ 3.74 crore), AY 2013-14 (₹ 4.74 crore), AY 2014-15 (₹8.17 crore), AY 2015-16 (₹ 6.06 crore). The same has been shown under taxes recoverable.

c) Reconciliation of tax expenses and the accounting profit multiplied by India's domestic tax rate for March 31, 2019 and March 31, 2018

Particulars	March 31, 2019		March 31, 2018	
	%	₹ in crore	%	₹ in crore
Profit Before tax		3,663.64		3,829.18
Tax using the Company's domestic rate	34.94	1,280.22	34.61	1,325.20
Tax Effect of:				
Effect of change in Tax rates	-	-	0.23	8.66
Expenses not allowable under Tax laws	0.81	29.52	1.94	74.45
Deduction under chapter VI-A	(0.45)	(16.32)	(0.25)	(9.71)
Exempt income	(4.04)	(148.04)	(0.04)	(1.38)
Adjustment in respect of previous years	5.05	185.08	0.69	26.37
Reversal of excess provision of earlier years (refer note below)	(8.31)	(304.41)	-	-
Others Adjustments	(0.00)	(0.13)	(0.07)	(2.51)
Effective tax rate	**28.00**	**1,025.92**	**37.11**	**1,421.08**
Tax expenses as per Books		**1,025.92**		**1,421.08**

Note: During the year, the Company filed its return of income for the Assessment Year 2018-19. Based on the opinion obtained by the Company with regard to certain tax positions, the Company has determined it's self-assessment tax. Consequently, the tax expense for the year ended March 31, 2019 is adjusted to the tune of ₹ 304.41 crore to give effect of self-assessment tax determined by the Company vis-a-vis tax provision made by the Company for the year ended March 31, 2018.

Notes to the Standalone Financial Statements
for the year ended March 31, 2019

d) Deferred Tax Liability (net)

₹ in crore

Particulars	Balance Sheet as at		Statement of Profit and Loss	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Deferred Tax (liabilities) / assets in relation to:				
(Liability) on Accelerated depreciation for tax purpose	(1,135.18)	(863.06)*	(272.12)	(82.06)
Asset on unrealised exchange variation	70.14	26.31	43.83	7.94
Assets on Provision for Gratuity and Leave encashment	3.54	3.42	0.12	(0.60)
Assets on Bond issue expenses amortization	5.53	9.69	(4.16)	(4.02)
(Liability) on Preference Share debt component	(62.66)	(65.55)	2.89	2.62
(Liability) on Deemed Investment	(64.18)	(165.82)	101.64	(82.40)
Asset on fair valuation of Inter Corporate Deposit / Corporate / Bank Guarantee	3.51	115.16	(111.65)	46.76
(Liability) on Equity Investment FVTOCI	(31.96)	(26.53)	(5.43)	(1.72)
Asset on provision for doubtful debt and loans	79.76	68.53	11.23	68.53
(Liability) on Mark to Market on Forward Sales	(19.59)	-	(19.59)	-
Assets on other adjustments	6.18	4.31	1.87	0.08
	(1,144.91)	**(893.54)**	**(251.37)**	**(44.87)**

* Net deferred tax liabilities is after effect of deferred tax amounting to ₹ 71.83 crore on demerger of marine business undertaking (refer note 39)

e) Deferred Tax Assets reflected in the Balance Sheet as follows

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Tax Credit Entitlement under MAT	1,949.57	2,025.40
Less :Deferred tax liabilities (net)	(1,144.91)	(893.54)
	804.66	**1,131.86**

f) Reconciliation of Deferred tax liabilities (net)

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Tax expenses during the period recognised in Statement of Profit and Loss	246.35	42.95
Tax expenses during the period recognised in OCI	5.02	1.92
	251.37	**44.87**

g) The Company has following unutilised MAT credit under the Income Tax Act, 1961 for which deferred tax assets has been recognised in the Balance Sheet at

₹ in crore

Financial Year	Amount	Expiry Date
2012-13	46.97	2027-28
2013-14	445.85	2028-29
2014-15	441.57	2029-30
2015-16	608.26	2030-31
2016-17	406.92	2031-32
Total	**1,949.57**	

27 Earnings Per Share (EPS)

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Profit after tax	2,637.72	2,408.10
Less: Dividends on Non-Cumulative Redeemable Preference Shares & tax thereon	*-	*-
	2,637.72	**2,408.10**

* Figures being nullified on conversion to ₹ in crore.

Notes to the Standalone Financial Statements
for the year ended March 31, 2019

Particulars	No.	No.
Weighted average number of equity shares in calculating basic and diluted EPS	2,07,09,51,761	2,07,09,51,761
Basic and Diluted Earnings per Share (in ₹)	**12.74**	**11.63**

28 Disclosures as required by Ind AS - 19 Employee Benefits

a) The company has recognised, in the Statement of Profit and Loss for the current year, an amount of ₹ 8.42 crore (previous year ₹ 7.65 crore) as expenses under the following defined contribution plan.

₹ in crore

Contribution to	March 31, 2019	March 31, 2018
Provident Fund	8.30	7.48
Superannuation Fund	0.12	0.17
Total	**8.42**	**7.65**

b) The Company has a defined benefit gratuity plan (funded) and is governed by the Payment of Gratuity Act, 1972. Under the Act, every employee who has completed at least five year of service is entitled to gratuity benefits on departure at 15 days salary (last drawn salary) for each completed year of service. The scheme is funded with Life Insurance Corporation of India (LIC) in form of a qualifying insurance policy with effect from September 01, 2010 for future payment of gratuity to the employees.

Each year, the management reviews the level of funding in the gratuity fund. Such review includes the asset - liability matching strategy. The management decides its contribution based on the results of this review. The management aims to keep annual contributions relatively stable at a level such that no plan deficits (based on valuation performed) will arise.

The following tables summarise the component of the net benefits expense recognised in the statement of profit and loss account and the funded status and amounts recognized in the balance sheet for the respective plan.

c) Gratuity

(i) Changes in present value of the defined benefit obligation are as follows:

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Present value of the defined benefit obligation at the beginning of the year	18.55	16.69
Current service cost	2.65	2.55
Interest cost	1.49	1.27
Re-measurement (or Actuarial) (gain) / loss arising from and including in OCI:		
- change in demographic assumptions	(0.45)	-
- change in financial assumptions	2.97	(0.42)
- experience variance	(1.78)	(0.11)
Benefits paid	(0.73)	(1.19)
Liability Transfer In	2.07	0.66
Liability Transfer Out	(1.53)	(0.90)
Present value of the defined benefit obligation at the end of the year	23.24	18.55

(ii) Changes in fair value of plan assets are as follows:

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Fair value of plan assets at the beginning of the year	21.19	17.37
Investment income	1.65	1.31
Contributions by employer	2.75	2.51
Benefits paid	(0.05)	-
Return on plan assets, excluding amount recognised in net interest expense	(0.42)	-
Fair value of plan assets at the end of the year	25.12	21.19

Notes to the Standalone Financial Statements
for the year ended March 31, 2019

(iii) Net asset/(liability) recognised in the balance sheet

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Present value of the defined benefit obligation at the end of the year	23.24	18.55
Fair value of plan assets at the end of the year	25.12	21.19
Amount recognised assets / (liability) (refer note 7)	1.88	2.64
Net asset / (liability) - Current	1.88	2.64

(iv) Expense recognised in the Statement of Profit and Loss for the year

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Current service cost	2.65	2.55
Net Interest on benefit obligation	(0.17)	(0.05)
Total Expense included in Employee Benefits Expense (refer note 23)	2.48	2.50

(v) Recognised in the other comprehensive income for the year

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Actuarial (gain)/losses arising from		
- change in demographic assumptions	(0.45)	-
- change in financial assumptions	2.97	(0.42)
- experience variance	(1.78)	(0.11)
Return on plan assets, excluding amount recognised in net interest expense	0.42	-
Recognised in the other comprehensive income	1.16	(0.53)

(vi) The principle assumptions used in determining gratuity obligations are as follows:

Particulars	March 31, 2019	March 31, 2018
Discount rate	7.60%	7.80%
Rate of escalation in salary (per annum)	8.00%	7.00%
Mortality	India Assured Lives Mortality (2006-08)	India Assured Lives Mortality (2006-08)
Attrition rate	7.75%	10% for 5 years & below and 1% thereafter

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled. There has been significant change in expected rate of return on assets due to change in the market scenario.

(vii) The major categories of plan assets as a percentage of the fair value of total plan assets are as follows:

Particulars	March 31, 2019	March 31, 2018
Investments with insurer *	100%	100%

* As the gratuity fund is managed by life insurance company, details of fund invested by insurer are not available with company.

Notes to the Standalone Financial Statements
for the year ended March 31, 2019

(viii) Sensitivity Analysis

The sensitivity analysis below have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

Quantitative sensitivity analysis for significant assumption is as below

Increase/(decrease) on present value of defined benefits obligation at the end of the year

Particulars	March 31, 2019		March 31, 2018	
Assumptions	Discount rate		Discount rate	
Sensitivity level	1 % Increase	1 % Decrease	1 % Increase	1 % Decrease
Impact on defined benefit obligations	(₹ in crore)	(₹ in crore)	(₹ in crore)	(₹ in crore)
	(1.57)	**1.78**	**(1.91)**	**2.26**

Particulars	March 31, 2019		March 31, 2018	
Assumptions	Salary Growth rate		Salary Growth rate	
Sensitivity level	1 % Increase	1 % Decrease	1 % Increase	1 % Decrease
Impact on defined benefit obligations	(₹ in crore)	(₹ in crore)	(₹ in crore)	(₹ in crore)
	1.75	**(1.58)**	**2.25**	**(1.94)**

Particulars	March 31, 2019		March 31, 2018	
Assumptions	Attrition rate		Attrition rate	
Sensitivity level	50% Increase	50% Increase	50% Increase	50% Increase
Impact on defined benefit obligations	(₹ in crore)	(₹ in crore)	(₹ in crore)	(₹ in crore)
	(0.29)	**0.36**	**(0.06)**	**0.07**

Particulars	March 31, 2019		March 31, 2018	
Assumptions	Mortality rate		Mortality rate	
Sensitivity level	10% Increase	10% Increase	10% Increase	10% Increase
Impact on defined benefit obligations	(₹ in crore)	(₹ in crore)	(₹ in crore)	(₹ in crore)
	*-	*-	*-	*-

* Figures being nullified on conversion to ₹ in crore.

(ix) Maturity profile of Defined Benefit Obligation

Particulars	March 31, 2019	March 31, 2018
Weighted average duration (based on discounted cash flows)	7 years	12 years

(x) The expected cash flows of defined benefit obligation over the future periods (valued on undiscounted bases)

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Within the next 12 months (next annual reporting period)	2.73	1.15
Between 2 and 5 years	10.93	6.11
Between 5 and 10 years	9.78	5.16
Beyond 10 years	22.42	42.58
Total Expected Payments	**45.86**	**55.00**

The Company expect to contribute ₹ 1.23 crore to the gratuity fund in the financial year 2019-20 (previous year ₹ Nil).

(xi) Asset - Liability Matching Strategies

The Company has purchased insurance policy, which is basically a year-on-year cash accumulation plan in which the interest rate is declared on yearly basis and is guaranteed for a period of one year. The insurance Company, as part of the policy rules, makes payment of all gratuity outgoes happening during the year (subject to sufficiency of funds under the policy).The policy, thus, mitigates the liquidity risk.

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However, being a cash accumulation plan, the duration of assets is shorter compared to the duration of liabilities. Thus, the Company is exposed to movement in interest rate (in particular, the significant fall in interest rates, which should result in a increase in liability without corresponding increase in the asset).

29 Segment Information

The Company is primarily engaged in one business segment, namely developing, operating and maintaining the Ports services, Ports related Infrastructure development activities and development of infrastructure at contiguous Special Economic Zone at Mundra, as determined by chief operating decision maker, in accordance with Ind-AS 108 ""Operating Segment"". Considering the inter relationship of various activities of the business, the chief operating decision maker monitors the operating results of its business segment on overall basis. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements.

30 Related Party Disclosures

Related parties where control exists.

Wholly owned Subsidiary Companies	Adani Ennore Container Terminal Private Limited
	Adani Hazira Port Private Limited
	Adani Hospitals Mundra Private Limited
	Adani Logistics Limited
	Adani Vizag Coal Terminal Private Limited
	Adani Warehousing Services Private Limited
	Karnavati Aviation Private Limited
	MPSEZ Utilities Private Limited
	Mundra International Airport Private Limited
	The Dhamra Port Company Limited
	Adani Vizhinjam Port Private Limited
	Mundra International Gateway Terminal Private Limited
	Madurai Infrastructure Private Limited (formerly known as Mundra LPG Infrastructure Private Limited)
	Adani Kattupalli Port Private Limited
	Adani International Terminals Pte Limited, Singapore
	Adani Kandla Bulk Terminal Private Limited
	Adani Murmugao Port Terminal Private Limited
	Shanti Sagar International Dredging Private Limited (formerly known as Adani Food and Agro Processing Park Private Limited)
	Abbot Point Operations Pty Limited, Australia
	Adani Petroleum Terminal Private Limited [upto December 28, 2018]
	The Adani Harbour Services Private Limited (formerly known as TM Harbour Services Private Limited)
	Adani Bhavanapadu Port Private Limited [incorporated on May 21, 2018]
	Adinath Polyfills Private Limited
	Adani Mundra Port Holding Pte. Limited,Singapore [incorporated on October 30, 2018]
Other Subsidiary Companies	Dholera Infrastructure Private Limited (Controlling interest)
	Adani Petronet (Dahej) Port Private Limited
	Mundra SEZ Textile And Apparel Park Private Limited
	Marine Infrastructure Developer Private Limited [acquired on June 28, 2018]
Step down Subsidiary	Hazira Infrastructure Private Limited
	Mundra LPG Terminal Private Limited (formerly known as Adani LPG terminal Private Limited) (upto December 28, 2018)
	Adani Dhamra LPG Terminal Private Limited (upto December 28, 2018)
	Dholera Port and Special Economic Zone Limited (Controlling Interest)
	Dhamra LNG Terminal Private Limited
	Abott Point Bulk Coal Pty Limited, Australia
	Blue Star Realtors Private Limited [acquired on April 26, 2018]

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	Adani Mundra Port Pte,Singapore Limited [incorporated on January 03, 2019]
	Dermot Infracon Private Limited [acquired on March 25, 2019]
	Adani Abbot Port Pte. Limited,Singapore [incorporated on January 03, 2019]
	Adani Petroleum Terminal Private Limited [w.e.f March 16, 2019]
	Adani Yangon International Terminal Company Limited, Myanmar [incorporated on October 30, 2018]
	Adani Agri Logistics (Samastipur) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Darbhanga) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Dahod) Limited [acquired on March 29, 2019]
	Adani Agri Logistics Limited [acquired on March 29, 2019]
	Adani Agri Logistics (MP) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Dewas) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Harda) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Hoshangabad) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Satna) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Ujjain) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Panipat) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Kannauj) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Katihar) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Kotkapura) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Mansa) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Bathinda) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Moga) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Barnala) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Nakodar) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Raman) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Dhamora) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Borivali) Limited [acquired on March 29, 2019]
Other related parties with whom transaction have been taken place during the year.	
Joint Venture Entities	Adani CMA Mundra Terminal Private Limited
	Adani International Container Terminal Private Limited
	Adani NYK Auto Logistics Solutions Private Limited [incorporated on September 17, 2018]
Key Management Personnel and their relatives	Mr. Gautam S. Adani - Chairman and Managing Director
	Mr. Rajesh S. Adani - Director and Brother of Mr. Gautam S. Adani
	Dr. Malay Mahadevia - Wholetime Director
	Mr Karan G. Adani - Chief Executive Officer and son of Mr. Gautam S. Adani
	Prof. G. Raghuram - Non-Executive Director
	Mr. Sanjay S. Lalbhai - Non-Executive Director
	Ms. Radhika Haribhakti - Non-Executive Director
	Mr. Gopal Krishna Pillai - Non-Executive Director
	Mr. Mukesh Kumar - Non-Executive Director (w.e.f. October 23, 2018)
	Mr. B. Ravi - Chief Financial Officer (upto February 12, 2018)
	Mr. Deepak Maheshwari - Chief Financial Officer (w.e.f. May 03, 2018)
	Ms. Dipti Shah - Company Secretary (upto July 31, 2018)
	Mr. Kamlesh Bhagia - Company Secretary (w.e.f August 06, 2018)
Entities over which (i) Key Management Personnel and their relatives & (ii) entities having significant influence over the Company have control or are under significant influence through voting powers	Adani Foundation
	Adani Properties Private Limited
	Delhi Golf Link Properties Private Limited
	Adani Infrastructure and Developers Private Limited
	Adani Infrastructure Management Services Limited
	Adani Renewable Energy (KA) Limited
	Udupi Power Corporation Limited
	Adani Mundra SEZ Infrastructure Private Limited
	Adani Townships And Real Estate Company Private Limited

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	Abbot Point Port Holdings Pte Limited, Singapore
	Mundra Port Pty Limited, Australia
	Shanti Builders
	Adani Bunkering Private Limited
	Adani Enterprises Limited
	Mundra Solar PV Limited
	Adani Cementation Limited
	Adani Transport Limited
	Adani Finserve Private Limited
	Mundra Solar Technopark Private Limited
	Adani Shipping PTE Limited
	Adani Green Energy Limited
	Adani Gas Limited
	Adani Global F.Z.E.
	Adani Global PTE Limited
	Adani Infra (India) Limited
	Belvedere Golf and Country Club Private Limited
	Sunanda Agri Trade Private Limited
	Adani Skill Development Center
	Mundra LPG Terminal Private Limited (formerly known as Adani LPG terminal Private Limited) (w.e.f. December 29, 2018)
	Adani Dhamra LPG Terminal Private Limited (w.e.f. December 29, 2018)
	Adani Power Dahej Limited
	Adani Power (Mundra) Limited
	Adani Power Maharashtra Limited
	Adani Power Limited
	Adani Power Rajasthan Limited
	Adani Wilmar Limited
	Kutch Power Generation Limited
	Vishakha Solar Films Private Limited
	Maharashtra Eastern Grid Power Transmission Company Limited
	Parampujya Solar Energy Private Limited
	Golden Valley Agrotech Private Limited
	Vishakha Renewables Private Limited
	Gujarat Adani Institute Of Medical Sciences

Terms and conditions of transactions with related parties

(i) Outstanding balances of related parties at the year end are unsecured and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables. The Company has not recorded any impairment of receivables relating to amounts owed by related parties except provision made in previous year for loans given to a subsidiary of ₹ 196.10 crore. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

(ii) All Rupee loans are given on interest bearing within the range of 7.50% p.a. to 11.50% p.a. except loan to Dholera Infrastructure Private Limited, Dholera Port & Special Economic Zone Limited, Karnavati Aviation Private Limited, Adani Hospitals Mundra Private Limited, Mundra International Airport Private Limited, Abbot Point Operations Pty Limited, Adani International Terminals Pte Limited whereby loan transaction aggregating to ₹ 191.12 crore (previous year ₹ 1,774.54 crore) are interest free.

Notes:

(i) The names of the related parties and nature of the relationships where control exists are disclosed irrespective of whether or not there have been transactions between the related parties. For others, the names and the nature of relationships is disclosed only when the transactions are entered into by the Company with the related parties during the existence of the related party relationship.

(ii) Aggregate of transactions for the year ended and balances thereof with these parties have been given below.

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(A) Transactions with Related Parties

₹ in crore

Sr No	Particulars	For the Year Ended	With Subsidiaries	With Joint Ventures	With Other Entities #	Key Management Personnel and their relatives
1	Income from Port Services / Other Operating Income	**March 31, 2019**	**31.44**	**428.65**	**598.48**	**-**
		March 31, 2018	25.22	267.62	356.23	-
2	Lease & Infrastructure Usage Income/ Upfront Premium (Includes Reversal)	**March 31, 2019**	**8.38**	**11.44**	**165.21**	**-**
		March 31, 2018	5.52	449.75	17.50	-
3	Income from Development of Container Terminal Infrastructure	**March 31, 2019**	**-**	**-**	**-**	**-**
		March 31, 2018	-	2,258.85	-	-
4	Sale of Non Financial Asset	**March 31, 2019**	**-**	**-**	**91.74**	**-**
		March 31, 2018	-	-	117.33	-
5	Interest Income on loans/ deposits/deferred accounts receivable	**March 31, 2019**	**739.72**	**133.16**	**91.85**	**-**
		March 31, 2018	690.51	121.33	60.16	-
6	Interest Expenses	**March 31, 2019**	**19.62**	**-**	**-**	**-**
		March 31, 2018	-	-	-	-
7	Purchase of Spares and consumables, Power & Fuel	**March 31, 2019**	**57.20**	**-**	**57.95**	**-**
		March 31, 2018	62.31	-	108.46	-
8	Recovery of expenses (Reimbursement)	**March 31, 2019**	**0.37**	**73.81**	**-**	**-**
		March 31, 2018	0.60	19.19	-	-
9	Services Availed (including reimbursement of expenses)	**March 31, 2019**	**146.44**	**5.37**	**91.47**	**-**
		March 31, 2018	88.26	-	63.49	-
10	Rent charges paid	**March 31, 2019**	**-**	**-**	**8.17**	**-**
		March 31, 2018	0.08	2.08	8.58	-
11	Sales of Scrap and other Miscellaneous Income	**March 31, 2019**	**23.88**	**0.26**	**15.28**	**-**
		March 31, 2018	27.14	0.53	8.43	-
12	Loans Given	**March 31, 2019**	**6,111.41**	**280.50**	**-**	**-**
		March 31, 2018	5,766.04	472.34	3.27	-
13	Loans Received back	**March 31, 2019**	**6,076.96**	**31.31**	**-**	**-**
		March 31, 2018	3,988.26	55.72	3.27	-
14	Loan taken	**March 31, 2019**	**811.00**	**-**	**-**	**-**
		March 31, 2018	-	-	-	-
15	Loan Repaid	**March 31, 2019**	**725.00**	**-**	**-**	**-**
		March 31, 2018	-	-	-	-
16	Advance / Deposit given	**March 31, 2019**	**-**	**-**	**125.75**	**-**
		March 31, 2018	-	-	18.00	-
17	Advance / Deposit Received back	**March 31, 2019**	**-**	**-**	**10.00**	**-**
		March 31, 2018	-	-	10.00	-
18	Share Application Money Paid / Investment	**March 31, 2019**	**327.04**	**-**	**-**	**-**
		March 31, 2018	0.01	48.23	-	-
19	Purchase of Investment	**March 31, 2019**	**0.10**	**-**	**-**	**-**
		March 31, 2018	-	-	-	-
20	Donation	**March 31, 2019**	**-**	**-**	**39.00**	**-**
		March 31, 2018	-	-	48.38	-
21	Purchase of Property / Assets / Land use rights	**March 31, 2019**	**1.76**	**-**	**-**	**-**
		March 31, 2018	-	-	-	-
22	Sale of Assets	**March 31, 2019**	**70.07**	**-**	**-**	**-**
		March 31, 2018	298.11	345.22	1.40	-
23	Investment in perpetual debt	**March 31, 2019**	**4,257.05**	**-**	**-**	**-**
		March 31, 2018	-	-	-	-
24	Redemption of perpetual debt	**March 31, 2019**	**950.00**	**-**	**-**	**-**
		March 31, 2018	-	-	-	-
25	Remuneration	**March 31, 2019**	**-**	**-**	**-**	**19.19**
		March 31, 2018	-	-	-	19.76

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for the year ended March 31, 2019

₹ in crore

Sr No	Particulars	For the Year Ended	With Subsidiaries	With Joint Ventures	With Other Entities #	Key Management Personnel and their relatives
26	Commission to Directors	**March 31, 2019**	**-**	**-**	**-**	**1.00**
		March 31, 2018	-	-	-	1.00
27	Commission to Non-Executive Directors	**March 31, 2019**	**-**	**-**	**-**	**0.36**
		March 31, 2018	-	-	-	0.36
28	Sitting Fees	**March 31, 2019**	**-**	**-**	**-**	**0.27**
		March 31, 2018	-	-	-	0.13
29	Corporate Guarantee Given	**March 31, 2019**	**USD 270 Mn**	**-**	**-**	**-**
		March 31, 2019	**47.46**	**-**	**-**	**-**
		March 31, 2018	884.90	-	-	-

(B) Balances with Related Parties

₹ in crore

Sr No	Particulars	As at	With Subsidiaries	With Joint Ventures	With Other Entities #	Key Management Personnel and their relatives
1	Trade Receivables (net of bills discounted)	**March 31, 2019**	**19.99**	**75.53**	**708.33**	**-**
		March 31, 2018	17.80	1,505.66	557.25	-
2	Loans (Net of provision)	**March 31, 2019**	**8,211.99**	**1,489.04**	**572.85**	**-**
		March 31, 2018	8,763.37	1,213.37	-	-
3	Capital Advances	**March 31, 2019**	**-**	**0.09**	**8.19**	**-**
		March 31, 2018	-	0.09	138.22	-
4	Trade Payables (including provisions)	**March 31, 2019**	**30.43**	**3.17**	**16.97**	**-**
		March 31, 2018	18.85	3.22	26.65	-
5	Advances and Deposits from Customer/ Sale of Assets	**March 31, 2019**	**0.30**	**3.68**	**9.74**	**-**
		March 31, 2018	0.01	3.68	13.69	-
6	Other Financial & Non-Financial Assets	**March 31, 2019**	**458.24**	**170.85**	**1,611.91**	**-**
		March 31, 2018	447.43	160.13	777.22	-
7	Borrowings	**March 31, 2019**	**86.00**	**-**	**-**	**-**
		March 31, 2018	-	-	-	-
8	Other Financial & Non-Financial Liabilities	**March 31, 2019**	**11.87**	**-**	**72.72**	**-**
		March 31, 2018	213.58	-	133.62	-
9	Corporate Guarantee	**March 31, 2019**	**USD 12.98 Mn**	**USD 21.16 Mn**	**-**	**-**
		March 31, 2019	**EUR 86.88 Mn**	**-**	**-**	**-**
		March 31, 2019	**316.20**	**-**	**-**	**-**
		March 31, 2018	USD 19.21 Mn	USD 32.10 Mn	USD 800.00 Mn	-
		March 31, 2018	EUR 96.53 Mn	-	-	-
		March 31, 2018	104.86	448	-	-
10	Corporate Guarantee (Deed of indemnity received) Loan outstanding USD Nil (previous year USD 288 Mn)	**March 31, 2019**	**-**	**-**	**-**	**-**
		March 31, 2018	-	-	USD 800.00 Mn	-

Entities over which (i) Key Management Personnel and their relatives & (ii) entities having significant influence over the Company have control or are under significant influence through voting powers

Notes:

a) The Company has allowed some of its subsidiaries, joint ventures and other group company to avail non fund based facilities out of its credit facilities. The aggregate of such transaction amounts to ₹ 2,375.02 crore (previous year ₹ 1,778.45 crore) is not disclosed in above schedule.

b) Pass through transactions/payable relating to railway freight, water front charges and other payable to third parties have not been considered for the purpose of related party disclosure.

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31 a) The Company takes various types of derivative instruments. The category-wise outstanding position of derivative instruments is as under:

Nature	Particulars of Derivatives		Purpose
	As at March 31, 2019	As at March 31, 2018	
INR - Foreign Currency Swap	USD 30.00 Million (₹ 207.47 Crore)	USD 66.00 Million (₹ 430.16 Crore)	Hedging of equivalent INR borrowing to mitigate higher interest rate of INR borrowings as against the foreign currency loans with possible risk of principal currency losses
Forward Contract	USD 113.50 Million	USD 111.50 Million	Hedging of expected future billing based on foreign currency denominated tariff
	USD 72.24 Million	-	Hedging of interest liability on foreign currency borrowing
	USD 61.65 Million	USD 7.63 Million	Hedging of foreign currency Buyer's Credit Facility
	EURO 3.30 Million	-	Hedging of foreign currency borrowing principal & interest liability
	-	EUR 62.75 Million	Hedging of foreign currency borrowing principal liability of USD against EUR
	USD 56.00 Million	USD 70.00 Million	Hedging of foreign currency borrowing principal liability of USD against JPY
Options	-	EUR 90 Million	Hedging of foreign currency borrowing principal liability of USD against EUR
	-	USD 79.00 Million	Hedging of foreign currency borrowing principal liability of USD against JPY
Interest rate Swap - Fixed to Variable Rate	-	Interest on USD 225.00 Million Principal amount	Hedging of interest rate on foreign currency borrowing liability
Foreign Currency - INR Full Currency Swap	USD 111.38 Million	USD 111.38 Million	Hedging of currency and interest rate risk of foreign currency borrowing

b) The details of foreign currency exposures those are not hedged by a derivative instrument or otherwise are as under:

Nature	As at March 31, 2019		As at March 31, 2018	
	Amount (₹ in crore)	Foreign Currency (in Million)	Amount (₹ in crore)	Foreign Currency (in Million)
Foreign Currency Loan	1,276.26	USD 184.55	1,039.87	USD 159.55
	144.94	EUR 18.66	230.70	EUR 28.55
Foreign Currency Bond	10,640.36	USD 1538.63	10,027.99	USD 1,538.63
Buyer's Credit	125.08	USD 18.09	542.98	USD 83.31
	2.18	EUR 0.28	2.27	EUR 0.28
Trade Payables and Other Current Liabilities	3.44	USD 0.50	2.93	USD 0.45
	0.23	EUR 0.03	1.12	EUR 0.14
	1.83	SGD 0.36	2.37	SGD 0.48
	0.01	GBP *	0.14	GBP 0.01
Interest accrued but not due	3.27	USD 0.47	76.18	USD 11.69
	0.55	EUR 0.07	0.73	EUR 0.09
Trade Receivable	39.00	USD 5.64	-	-
Other Receivable	84.17	AUD 17.17	85.93	AUD 17.17
	26.17	USD 3.78	-	-
Loan given	98.04	AUD 20.00	100.09	AUD 20.00
	526.06	USD 76.07	437.00	USD 67.05

* Figures being nullified on conversion to foreign currency in million.

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Closing rates as at :	March 31, 2019	March 31, 2018
INR / USD	69.15	65.18
INR / EUR	77.67	80.81
INR / GBP	90.53	92.28
INR / JPY	0.62	0.62
INR / AUD	49.02	50.05
INR / SGD	51.04	49.82

32 Financial Instruments, Fair Value Measurements, Financial Risk and Capital Management

32.1Category-wise Classification of Financial Instruments:

₹ in crore

Particulars	Refer Note	As at March 31, 2019			
		Fair Value through other Comprehensive income	Fair Value through profit or loss	Amortised cost	Carrying Value
Financial Assets					
Cash and cash equivalents	11	-	-	3,850.53	3,850.53
Bank balances other than cash and cash equivalents	7 & 11	-	-	18.95	18.95
Investments in unquoted Equity Shares (other than investment in subsidiaries and joint ventures)	4	236.04	-	-	236.04
Investments in unquoted Mutual Funds	10	-	13.81	-	13.81
Investments in unquoted Debentures and Commercial Papers	4 & 10	-	-	487.30	487.30
Trade Receivables (including bills discounted)	5	-	-	1,910.06	1,910.06
Loans	6	-	-	11,173.85	11,173.85
Derivatives instruments	7	-	57.67	-	57.67
Other Financial Assets	7	-	-	3,892.29	3,892.29
Total		**236.04**	**71.48**	**21,332.98**	**21,640.50**
Financial Liabilities					
Borrowings (including the bills discounted and current maturities)	14, 15 & 17	-	-	24,994.40	24,994.40
Trade Payables	18	-	-	194.32	194.32
Derivatives instruments	15	-	28.98	-	28.98
Other Financial Liabilities	15	-	-	594.90	594.90
Total		**-**	**28.98**	**25,783.62**	**25,812.60**

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₹ in crore

Particulars	Refer Note	As at March 31, 2018			
		Fair Value through other Comprehensive income	Fair Value through profit or loss	Amortised cost	Carrying Value
Financial Assets					
Cash and cash equivalents	11	-	-	484.00	484.00
Bank balances other than cash and cash equivalents	7 & 11	-	-	826.60	826.60
Investments in unquoted Equity Shares (other than investment in subsidiaries and joint ventures)	4	210.94	-	-	210.94
Investments in unquoted Mutual Funds	10	-	0.25	-	0.25
Investments in unquoted Debentures and Commercial Papers	4 & 10	-	-	835.95	835.95
Trade Receivables (including bills discounted)	5	-	-	3,288.42	3,288.42
Loans	6	-	-	11,054.37	11,054.37
Derivatives instruments	7	-	36.15	-	36.15
Other Financial Assets	7	-	-	2,316.68	2,316.68
Total		**210.94**	**36.40**	**18,806.02**	**19,053.36**
Financial Liabilities					
Borrowings (including the bills discounted and current maturities)	14, 15 & 17	-	-	20,119.11	20,119.11
Trade Payables	18	-	-	213.37	213.37
Derivatives instruments	15	-	113.08	-	113.08
Other Financial Liabilities	15	-	-	894.08	894.08
Total		**-**	**113.08**	**21,226.56**	**21,339.64**

Note: Group company investment amounting to ₹ 13,219.44 crore (previous year ₹ 9,495.19 crore) are measured at cost hense not included in above tables.

32.2 Fair Value Measurements:

a) Quantitative disclosures of fair value measurement hierarchy for financial assets and financial liabilities

The following table provides the fair value measurement hierarchy of the Company's financial assets and liabilities:

₹ in crore

Particulars	As at March 31, 2019			As at March 31, 2018		
	Significant observable Inputs (Level 2)	Significant unobservable Inputs (Level 3)	Total	Significant observable Inputs (Level 2)	Significant unobservable Inputs (Level 3)	Total
Financial Assets						
Investment in unquoted Equity Investments measured at FVTOCI (refer note 4)	-	236.04	236.04	-	210.94	210.94
Investments in unquoted Mutual Funds measured at FVTPL (refer note 10)	13.81	-	13.81	0.25	-	0.25
Derivatives instruments (refer note 7)	57.67	-	57.67	36.15	-	36.15
Total	**71.48**	**236.04**	**307.52**	**36.40**	**210.94**	**247.34**
Financial Liabilities						
Derivatives instruments (refer note15)	28.98	-	28.98	113.08	-	113.08
Total	**28.98**	**-**	**28.98**	**113.08**	**-**	**113.08**

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b) Description of significant unobservable inputs to valuation:

The significant unobservable inputs used in the fair value measurement categorised within Level 3 of the fair value hierarchy together with a quantitative sensitivity analysis as at March 31, 2019 and March 31, 2018 are as shown below:

Particulars	Valuation technique	Significant unobservable inputs	Range (weighted average)	Sensitivity of the input to fair value
FVTOCI assets in unquoted equity shares	DCF Method	Weighted Average Cost of Capital (WACC)	31 March 2019 :13.56 % - 16.23% (14.90%) 31 March 2018 : 12.12 % - 20.80% (16.46%)	1% increase would result in decrease in fair value by ₹ 6.99 crore as of March 31, 2019 (₹ 20.58 crore as of March 31, 2018)

c) Financial Instrument measured at Amortised Cost

The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

32.3 Financial Risk objective and policies

The Company's principal financial liabilities, other than derivatives, comprise loans and borrowings, trade and other payables, and financial guarantee contracts. The main purpose of these financial liabilities is to finance the Company's operations/projects and to provide guarantees to support its operations and its subsidiaries and joint ventures. The Company's principal financial assets include loans, investment including mutual funds, trade and other receivables, and cash and cash equivalents which is derived from its operations. The Company also holds FVTOCI investments and enters into derivative transactions.

In the ordinary course of business, the Company is mainly exposed to risks resulting from exchange rate fluctuation (currency risk), interest rate movements (interest rate risk) collectively referred as Market Risk, Credit Risk, Liquidity Risk and other price risks such as equity price risk. The Company's senior management oversees the management of these risks. It manages its exposure to these risks through derivative financial instruments by hedging transactions. It uses derivative instruments such as Cross Currency Swaps, Full Currency swaps, Interest rate swaps, foreign currency future options and foreign currency forward contract to manage these risks. These derivative instruments reduce the impact of both favourable and unfavourable fluctuations.

The Company's risk management activities are subject to the management, direction and control of Central Treasury Team of the Company under the framework of Risk Management Policy for Currency and Interest rate risk as approved by the Board of Directors of the Company. The Company's central treasury team ensures appropriate financial risk governance framework for the Company through appropriate policies & procedures and financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken.

The decision of whether and when to execute derivative financial instruments along with its tenure can vary from period to period depending on market conditions and the relative costs of the instruments. The tenure is linked to the timing of the underlying exposure, with the connection between the two being regularly monitored. The Company is exposed to losses in the event of non-performance by the counterparties to the derivative contracts. All derivative contracts are executed with counterparties that, in our judgment, are creditworthy. The outstanding derivatives are reviewed periodically to ensure that there is no inappropriate concentration of outstanding to any particular counterparty.

Further, all currency and interest risk as identified above is measured on a daily basis by monitoring the mark to market (MTM) of open and hedged position. The MTM is derived basis underlying market curves on closing basis of relevant instrument quoted on Bloomberg/Reuters. For quarter end, the MTM for each derivative instrument outstanding is obtained from respective banks. All gain / loss arising from MTM for open derivative contracts and gain / loss on settlement / cancellation / roll over of derivative contracts is recorded in statement of profit and loss.

a) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk. Financial instruments affected by market risk include loans and borrowings, deposits, FVTOCI investments, short term Investments and derivative financial instruments.

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The sensitivity analysis in the following sections relate to the position as at March 31, 2019 and March 31, 2018.

The sensitivity analysis have been prepared on the basis that the amount of net debt, the ratio of fixed to floating interest rates of the debt and derivatives and the proportion of financial instruments in foreign currencies are all constant as at March 31, 2019 and March 31, 2018. The analysis exclude the impact of movements in market variables on: the carrying values of gratuity and other post-retirement obligations; provisions.

The following assumptions have been made in calculating the sensitivity analysis:

- The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at March 31, 2019 and March 31, 2018.

(i) **Interest rate risk**

The Company is exposed to changes in market interest rates due to financing, investing and cash management activities. The Company's exposure to the risk of changes in market interest rates relates primarily to The Company's long-term debt obligations with floating interest rates and period of borrowings. The Company manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings. The Company enters into interest rate swap contracts or interest rate future contracts to manage its exposure to changes in the underlying benchmark interest rates.

Interest rate sensitivity

The following paragraph demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

If interest rates had been 50 basis points higher / lower and all other variables were held constant, the Company's profit for the year ended March 31, 2019 would decrease / increase by ₹ 10.48 crore (previous year ₹ 9.33 crore). This is mainly attributable to interest rates on variable rate of long term borrowings.

(ii) **Foreign currency risk**

Exchange rate movements, particularly the United States Dollar (USD) and Euro (EUR) against Indian Rupee (INR), have an impact on the Company's operating results. The Company manages its foreign currency risk by entering into currency swap for converting INR loan into other foreign currency for taking advantage of lower cost of borrowing in stable currency environment. The Company also enters into various foreign exchange contracts to mitigate the risk arising out of foreign exchange rate movement on foreign currency borrowings or creditors. Further, to hedge foreign currency future transactions in respect of which firm commitment are made or which are highly probable forecast transactions (for instance, foreign exchange denominated income) the Company has entered into foreign currency forward contracts as per the policy of the Company.

The Company is mainly exposed to changes in USD, EURO, AUD and SGD. The below table demonstrates the sensitivity to a 1% increase or decrease in the respective foreign currency rates against INR, with all other variables held constant. The sensitivity analysis is prepared on the net unhedged exposure of the Company as at the reporting date. 1% represents management's assessment of reasonably possible change in foreign exchange rate.

₹ in crore

Particulars	Impact on Profit before tax		Impact on Pre-tax Equity	
	For the year ended		For the year ended	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
USD Sensitivity				
RUPEES / USD – Increase by 1%	(58.59)	(59.80)	(58.59)	(59.80)
RUPEES / USD – Decrease by 1%	58.59	59.80	58.59	59.80
EURO Sensitivity				
RUPEES / EURO – Increase by 1%	(0.03)	(0.04)	(0.03)	(0.04)
RUPEES / EURO – Decrease by 1%	0.03	0.04	0.03	0.04
SGD Sensitivity				
RUPEES / SGD – Increase by 1%	(0.02)	(0.02)	(0.02)	(0.02)
RUPEES / SGD – Decrease by 1%	0.02	0.02	0.02	0.02
AUD Sensitivity				
RUPEES / AUD – Increase by 1%	1.82	0.86	1.82	0.86
RUPEES / AUD – Decrease by 1%	(1.82)	(0.86)	(1.82)	(0.86)

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(iii) Equity price risk

The Company's non-listed equity securities are susceptible to market price risk arising from uncertainties about future values of the investment securities. The Company manages the equity price risk through diversification and by placing limits on individual and total equity instruments. Reports on the equity portfolio are submitted to the Company's senior management on a regular basis. The Company's Board of Directors reviews and approves all equity investment decisions.

The Company has given corporate guarantees and pledged part of its investment in equity in order to fulfil the collateral requirements of the subsidiaries and joint ventures companies. The counterparties have an obligation to return the guarantees/ securities to the Company. There are no other significant terms and conditions associated with the use of collateral.

b) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables and other financial assets) and from its financing activities, including loans to others, deposits with banks, financial institutions & others, foreign exchange transactions and other financial assets.

Customer credit risk is managed by the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive evaluation and individual credit limits are defined in accordance with this assessment.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The calculation is based on exchange losses historical data.

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the Company's Board of Directors on an annual basis, and may be updated throughout the year subject to approval of the Company's Finance Committee. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

Concentrations of Credit risk form part of Credit risk

Considering that the Company operates the port services and provide related infrastructure services, the Company is significantly dependent on such customers located at Mundra. Out of total income from port operations, the Company earns 37 % revenue (previous year 28 %) from such customers, and with some of these customers, the Company has long term cargo contracts. As at March 31, 2019, receivables from such customer constitute 40 % (previous year 50%) of total trade receivables. A loss of these customer could adversely affect the operating result or cash flow of the Company.

c) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in raising funds to meet commitments associated with financial instruments that are settled by delivering cash or another financial asset. Liquidity risk may result from an inability to sell a financial asset quickly at close to its fair value.

The Company has an established liquidity risk management framework for managing its short term, medium term and long term funding and liquidity management requirements. The Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. The Company manages the liquidity risk by maintaining adequate funds in cash and cash equivalents. The Company also has adequate credit facilities agreed with banks to ensure that there is sufficient cash to meet all its normal operating commitments in a timely and cost-effective manner.

The table below analyses derivative and non-derivative financial liabilities of the Company into relevant maturity groupings based on the remaining period from the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

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₹ in crore

Particulars	Refer Note	On Demand	Less than 1 year	1 to 5 years	Over 5 years	Total
As at March 31, 2019						
Borrowings	14, 15 & 17	-	6,912.27	10,339.72	7,742.41	24,994.40
Trade Payables	18	-	194.32	-	-	194.32
Derivatives Instruments	15	-	18.10	10.88	-	28.98
Other Financial Liabilities	15	-	575.73	10.96	8.21	594.90
Total		**-**	**7,700.42**	**10,361.56**	**7,750.62**	**25,812.60**

₹ in crore

Particulars	Refer Note	On Demand	Less than 1 year	1 to 5 years	Over 5 years	Total
As at March 31, 2018						
Borrowings	14, 15 & 17	-	1,279.32	11,212.94	7,626.85	20,119.11
Trade Payables	18	-	213.37	-	-	213.37
Derivatives Instruments	15	-	40.59	72.49	-	113.08
Other Financial Liabilities	15	-	874.82	13.37	5.89	894.08
Total		**-**	**2,408.10**	**11,298.80**	**7,632.74**	**21,339.64**

32.4 Capital management

For the purposes of the company's capital management, capital includes issued capital and all other equity. The primary objective of the company's capital management is to maximize shareholder value. The Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants.

The company monitors capital using gearing ratio, which is net debt (total debt less cash and bank balance) divided by total capital plus net debt.

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Total Borrowings (refer note 14,15 and 17)	24,994.40	20,119.11
Less: Cash and bank balance (refer note 7 & 11)	3,869.48	1,310.60
Net Debt (A)	**21,124.92**	**18,808.51**
Total Equity (B)	**20,491.67**	**18,283.26**
Total Equity and Net Debt (C = A + B)	**41,616.59**	**37,091.77**
Gearing ratio	51%	51%

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period. No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2019 and March 31, 2018.

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33 Information required to be furnished as per Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) and Schedule III of the Companies Act, 2013 for the year ended March 31, 2019. This information has been determined to the extent such parties have been identified on the basis of information available with the Company and relied upon by auditors.

₹ in crore

Sr. No	Particulars	March 31, 2019	March 31, 2018
i)	Principal amount and interest due thereon remaining unpaid to any supplier as at the end of each accounting year.		
	Principal	0.15	0.02
	Interest	Nil	Nil
ii)	The amount of interest paid by the buyer in terms of section 16, of the Micro Small and Medium Enterprise Development Act, 2006 (27 of 2006), along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	Nil	Nil
iii)	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro Small and Medium Enterprise Development Act, 2006.	Nil	Nil
iv)	The amount of interest accrued and remaining unpaid at the end of each accounting year	Nil	Nil
v)	The amount of further interest remaining due and payable even in the succeeding years until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of MSMED Act 2006.	Nil	Nil

34 Capital Commitments and Other Commitments

(i) Capital Commitments

Estimated amount of contract (net of security deposits amounting to ₹ 323.63 crore included in note 7 and advances) remaining to be executed on capital account and not provided for ₹ 1,931.90 crore (previous year ₹ 355.25 crore) pertains to various projects to be executed during the next 5 years.

(ii) Other Commitments

a) The port projects of subsidiary companies viz. Adani Hazira Port Private Limited("AHPPL"), The Dhamra Port Company Limited ("DPCL"), joint venture Adani International Container Terminal Private Limited ("AICTPL") and joint venture Adani CMA Mundra Terminal Private Limited ("ACMTPL") have been funded through various credit facility agreements with banks. Against the said facilities availed by the aforesaid entities from the banks, the Company has pledged its shareholding in the subsidiary / joint venture companies and executed Non Disposal Undertaking, the details of which is tabulated below :-

The details of shareholding pledged by the Company is as follows :

Particulars	% of Non disposal undertaking (Apart from pledged)		% of Share Pledged of the total shareholding of investee company	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Adani Hazira Port Private Limited	-	-	27.25%	27.25%
Adani International Container Terminal Private Limited	24.97%	-	25.03%	12.51%
The Dhamra Port Company Limited	21.00%	21.00%	30.00%	30.00%
Adani CMA Mundra Terminal Private Limited	-	-	25.50%	-

b) Contract/ Commitment for purchase of certain supplies. Advance given ₹ 356.95 crore (previous year ₹ 231.19 crore)

c) The Company has provided a letter of support to few subsidiaries to provide financials support if and when needed to meet its financials obligation.

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35 Contingent Liabilities not provided for

₹ in crore

Sr. No	Particulars	March 31, 2019	March 31, 2018
a)	Corporate Guarantees given to banks and financial institutions against credit facilities availed by the subsidiaries and joint ventures. Amount outstanding there against ₹ 1,227.06 crore (previous year ₹ 1,616.94 crore)	3,297.06	1,929.13
b)	Corporate Guarantee given to a bank for credit facility availed by erstwhile subsidiary company, Mundra Port Pty Limited, Australia read with note (l) below. (Amount outstanding there against ₹ Nil (previous year ₹ 1,877.04 crore)	(refer note (l))	(refer note (l))
c)	Certain facilities availed by the subsidiaries and joint ventures and other group company against credit facilities sanctioned to the Company.	2,375.02	1,778.45
d)	Bank Guarantees given to government authorities and banks (also includes DSRA bank guarantees given to bank on behalf of subsidiaries and erstwhile subsidiaries.)	86.00	73.00
e)	Civil suits filed by the Customers for recovery of damages against certain performance obligations. The said civil suits are currently pending with various Civil Courts in Gujarat. The management is reasonably confident that no liability will devolve on the Company in this regard and hence no provision is made in the books of accounts towards these suits.	0.94	0.94
f)	Show cause notices from the Custom Authorities against duty on port related cargo. The Company has given deposit of ₹ 0.05 crore (previous year ₹ 0.05 crore) against the demand. The management is reasonably confident that no liability will devolve on the Company and hence no liability has been recognised in the books of accounts.	0.14	0.14
g)	Customs department notice for wrongly availing duty benefit exemption under DFCEC Scheme on import of equipment. The Company has filed its reply to the show cause notice with Deputy Commissioner of Customs, Mundra and Commissioner of Customs, Mumbai against order in original. The management is of view that no liability shall arise on the Company.	0.25	0.25
h)	Various show cause notices received from Commissioner/ Additional Commissioner/ Joint Commissioner/ Deputy Commissioner of Customs and Central Excise, Rajkot and Commissioner of Service Tax, Ahmedabad and appeals there of, for wrongly availing of Cenvat credit/ Service tax credit and Education Cess credit on input services and steel, cement and other fixed assets during financial year 2006-07 to 2014-15. In similar matter, the Excise department has demanded recovery of the duty along with penalty and interest thereon. The Company has given deposit of ₹ 4.50 crore (previous Year ₹ 4.50 crore) against the demand. These matters are pending before the Supreme Court, the High Court of Gujarat, Commissioner of Central Excise (Appeals), Rajkot and Commissioner of Service Tax, Ahmedabad. The Company has taken an external opinion in the matter based on which the management is of the view that no liability shall arise on the Company. Further, during the earlier year, the Company has received favourable order from High Court of Gujarat against demand in respect of dispute relating to financial year 2005-06 and favourable order from CESTAT against similar demand in respect of dispute relating to FY 2005-06 to FY 2010 -11 (up to Sept 2011).	36.49	36.49

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35 Contingent Liabilities not provided for (Contd.)

₹ in crore

Sr. No	Particulars	March 31, 2019	March 31, 2018
i)	Show cause notices received from Commissioner of Customs and Central Excise, Rajkot and appeal thereof in respect of levy of service tax on various services provided by the Company and wrong availment of CENVAT credit by the Company during financial year 2009-10 to 2011-12. These matters are currently pending at High Court of Gujarat ₹ 6.72 crore (previous Year ₹ 6.72 crore); and Customs, Excise and Service Tax Appellate Tribunal, Ahmedabad ₹ 0.15 crore (previous Year ₹ 0.15 crore) and Commissioner of Service Tax Ahmedabad ₹ 0.03 crore (previous Year ₹ 0.03 crore). The Company has taken an external opinion in the matter based on which the management is of the view that no liability shall arise on the Company.	6.90	6.90
j)	Commissioner of Customs, Ahmedabad has demanded vide letter no.4/Comm./SIIB/2009 dated November 25, 2009 for recovery of penalty in connection with import of Air Craft which is owned by Karnavati Aviation Private Limited (Formerly known as Gujarat Adani Aviation Private Limited.), subsidiary of the Company. Company has filed an appeal before the Customs, Excise and Service Tax Appellate Tribunal against the demand order, the management is reasonably confident that no liability will devolve on the Company and hence no liability has been recognised in the books of account.	2.00	2.00
k)	The Company's tax assessments is completed till assessment year 2015-16, pending appeals with Appellate Tribunal for Assessment Year 2011-12 and CIT (Appeals) for Assessment Year 2012-13 to 2015-16. During the year, the Company has received a favourable order from Appellate Tribunal for assessment year 2009-10 and 2010-11. The management is reasonably confident that no liability will devolve on the Company.		
l)	The Company had initiated and recorded the divestment of its entire equity holding in Adani Abbot Point Terminal Holdings Pty Limited (""AAPTHPL"") and entire Redeemable Preference Shares holding in Mundra Port Pty Limited (""MPPL"") representing Australia Abbot Point Port operations to Abbot Point Port Holdings Pte Limited, Singapore during the year ended March 31, 2013. The sale of securities transaction was recorded as per Share Purchase Agreement ('SPA') entered on March 30, 2013 including subsequent amendments thereto, with a condition to have regulatory and lenders approvals. The Company has all the approvals except in respect of approval from one of the lenders who has given specific line of credit to MPPL. The Company received entire sale consideration except AUD 17.17 Million as on reporting date. The Company expects to receive the said amount in next year. The Company had an outstanding corporate guarantee to a lender of USD 800 million against line of credit to MPPL, which was repaid in full during the year hence the same guarantee is not effective as on reporting date. The Company had also pledged its entire equity holding of 1,000 equity shares of AUD 1 each in MPPL in favour of lender which are in the process of getting released at the reporting date. Outstanding loan against said corporate guarantee as on March 31, 2019 is Nil (previous year USD 288.00 million). Since financial year 2013-14, the Company has received corporate guarantee ('Deed of Indemnity') against above outstanding corporate guarantee from Abbot Point Port Holding Pte Limited, Singapore which is effective till discharge of underlying liability and as at reporting date is no longer effective.		
m)	There has been a Supreme Court (SC) judgement dated 28th February 2019, relating to components of salary structure that need to be taken into account while computing the contribution to provident fund under the EPF Act. There are interpretative aspects related to the Judgement including the effective date of application. The Company will continue to assess any further developments in this matter for the implications on financial statements, if any.		

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36 The following are the details of loans and advances in the nature of loans given to subsidiaries, associates and other entities in which directors are interested in terms of regulation 53 (F) read together with para A of Schedule V of SEBI (Listing Obligation and Disclosure Regulation, 2015).

₹ in crore

Sr. No	Particulars	Outstanding amount as at		Maximum amount outstanding during the year	
		March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
(i)	Adani Logistics Limited	272.02	443.03	704.06	443.03
(ii)	Adani Kandla Bulk Terminal Private Limited	1,164.62	1,146.51	1,176.82	1,155.82
(iii)	The Dhamra Port Company Limited	1,401.44	1,483.71	1,627.56	1,802.73
(iv)	Adani Petronet (Dahej) Port Private Limited	321.29	634.47	637.32	705.38
(v)	Adani Murmugao Port Terminal Private Limited	393.66	412.74	415.90	416.75
(vi)	Adani Ennore Container Terminal Private Limited	378.86	455.37	524.91	563.12
(vii)	Adani Hazira Port Private Limited	1,771.00	1,765.83	1,771.00	3,242.10
(viii)	Adani Vizag Coal Terminal Private Limited (refer note 4(b)(i))	377.96	290.90	381.36	290.90
(ix)	Karnavati Aviation Private Limited	15.65	294.18	295.68	294.18
(x)	Adani Kattupalli Port Private Limited	20.70	373.60	389.40	427.60
(xi)	Shanti Sagar International Dredging Private Limited	77.20	270.39	310.54	344.47
(xii)	Mundra SEZ Textile and Apparel Park Private Limited	31.05	31.27	31.27	31.47
(xiii)	Adani Vizhinjam Port Private Limited	1,000.47	811.83	1,000.47	982.21
(xiv)	Mundra International Airport Private Limited	2.38	6.79	7.09	7.04
(xv)	Adani Hospitals Mundra Private Limited	0.09	4.09	4.09	4.09
(xvi)	MPSEZ Utilities Private Limited	0.10	-	6.30	403.12
(xvii)	Adani Mundra LPG Terminal Private Limited	571.00	-	571.00	31.83
(xviii)	Adani Petroleum Terminal Private Limited	569.37	398.91	913.48	398.91
(xix)	Adani Warehousing Services Private Limited	-	0.49	0.49	350.11
(xx)	Abbot Point Operations Pty Limited	98.04	100.09	98.04	100.09
(xxi)	Adani CMA Mundra Container Terminal Private Limited	477.76	238.21	477.76	243.24
(xxii)	Adani International Container Terminal Private Limited	1,011.28	975.15	1,011.28	1,022.73
(xxiii)	Mundra Solar Technopark Private Limited	-	-	-	2.00
(xxiv)	Marine Infrastructure Developer Private Limited	446.10	-	495.00	-
(xxv)	Dholera Infrastructure Private Limited	4.91	4.81	4.91	4.81
(xxvi)	Dholera Port & Special Economic Zone Limited	4.22	4.12	4.22	4.12
(xxvii)	Adani Dhamra LPG Terminal Private Limited	1.85	-	1.85	-
(xxviii)	The Adani Harbour Services Private Limited	-	-	-	380.00
(xxix)	Madurai Infrastructure Private Limited (formerly known as Mundra LPG Infrastructure Private Limited)	0.02	0.01	0.02	0.01
(xxx)	Adani International Terminal Pte Limited	65.83	3.26	65.83	3.26

Note -All loans are given on interest bearing except loan to Dholera Infrastructure Private Limited, Dholera Port & Special Economic Zone Limited, Karnavati Aviation Private Limited, Adani Hospitals Mundra Private Limited, Mundra International Airport Private Limited, Abbot Point Operations Pty Limited, Adani International Terminal PTE Limited.

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37 Disclosure of significant interest in subsidiaries and joint ventures as per Ind AS 27 para 17.

Sr. No	Name of Entities	Relationship	Place of Business	Ownership %
(i)	Adani Logistics Limited	Subsidiary	India	100
(ii)	Karnavati Aviation Private Limited	Subsidiary	India	100
(iii)	MPSEZ Utilities Private Limited	Subsidiary	India	100
(iv)	Mundra SEZ Textile and Apparel Park Private Limited	Subsidiary	India	50
(v)	Adani Murmugao Port Terminal Private Limited	Subsidiary	India	100
(vi)	Mundra International Airport Private Limited	Subsidiary	India	100
(vii)	Adani Hazira Port Private Limited	Subsidiary	India	100
(viii)	Adani Petronet (Dahej) Port Private Limited	Subsidiary	India	74
(ix)	Madurai Infrastructure Private Limited (formerly known as Mundra LPG Infrastructure Private Limited)	Subsidiary	India	100
(x)	Adani Vizag Coal Terminal Private Limited	Subsidiary	India	100
(xi)	Adani Kandla Bulk Terminal Private Limited	Subsidiary	India	100*
(xii)	Adani Warehousing Services Private Limited	Subsidiary	India	100
(xiii)	Adani Ennore Container Terminal Private Limited	Subsidiary	India	100
(xiv)	Adani Hospitals Mundra Private Limited	Subsidiary	India	100
(xv)	The Dhamra Port Company Limited	Subsidiary	India	100
(xvi)	Shanti Sagar International Dredging Private Limited (formerly known as Adani Food and Agro Processing Park Private Limited)	Subsidiary	India	100
(xvii)	Abbot Point Operations Pty Limited	Subsidiary	Australia	100
(xviii)	Adani Vizhinjam Port Private Limited	Subsidiary	India	100
(xix)	Adani Kattupalli Port Private Limited	Subsidiary	India	100
(xx)	The Adani Harbour Services Private Limited (formerly known as TM Harbour Services Private Limited)	Subsidiary	India	100
(xxi)	Mundra International Gateway Terminal Private Limited	Subsidiary	India	100
(xxii)	Adani International Terminals Pte Ltd	Subsidiary	Singapore	100
(xxiii)	Dholera Infrastructure Private Limited	Subsidiary	India	49
(xxiv)	Adinath Polyfills Private Limited (Acquisition of Controlling Interest in Equity Shares of Company)	Subsidiary	India	100
(xxv)	Marine Infrastructure Developer Private Limited	Subsidiary	India	97
(xxvi)	Adani Mundra Port Holding Pte Limited	Subsidiary	Singapore	100
(xxvii)	Adani Bhavnapadu Port Private Limited	Subsidiary	India	100
(xxviii)	Adani International Container Terminal Private Limited	Joint Ventures	India	50
(xxix)	Adani CMA Mundra Terminal Private Limited		India	50

* Includes beneficial ownership of 26% of equity interest in aforesaid subsidiaries (refer note 4 (c)).

38 The Company had entered into preliminary agreement with a party for development and maintenance of Liquefied Natural Gas ("LNG") terminal infrastructure facilities at Mundra ("the LNG Project") vide preliminary agreement dated September 30, 2014. The Company had, during the quarter ended September 30, 2014, recognised project service revenue of ₹ 200.00 crore towards land reclamation pending conclusion of a definitive agreement based on the activities completed. The LNG Project is substantially completed and the Company and the other party have spent substantial amounts on their respective areas as per the agreement on the LNG Project which are within their scope. During the current year, the Management has assessed that it would be prudent to record revenue from this project once definitive agreements are executed by both the parties. Consequently the Company has derecognised accrued income amounting to ₹ 121.90 crore (net off

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for the year ended March 31, 2019

advance received ₹ 50 crore and cost recognised earlier). The same is presented as an exceptional item in the financial results for the quarter and year ended March 31, 2019. The Management based on its assessment of ongoing activities, is of the view that project costs amounting to ₹ 562.89 crore incurred by the Company towards the LNG Project is considered fully recoverable.

39 During the year ended March 31, 2017, the Board of Directors of APSEZL (hereinafter referred as "the Transferor Company") and The Adani Harbour Service Private Limited (Formerly known as "TM Harbour Services Private Limited") (hereinafter referred as "the Transferee company" or "AHSPL"), a wholly owned subsidiary of the Company had approved a Scheme of Arrangement ("the Scheme") between the Transferor Company and the Transferee Company. After necessary approvals from the relevant stakeholders of both the companies, the Scheme was sanctioned by National Company Law Tribunal ("NCLT") at Ahmedabad vide its order dated August 18, 2017. Pursuant to the Scheme, the Marine Business Undertaking ("Demerged Business") of the Transferor Company was transferred on slump sale basis to the Transferee Company with appointed date of April 01, 2016. The Scheme became operative from August 23, 2017 upon filing of certified copy of the order of the NCLT, Ahmedabad with the Registrar of Companies.

The Company has accounted for the transaction in accordance with the accounting treatment prescribed in the Scheme as approved by the NCLT, Ahmedabad whereby the net assets of the Marine Business Undertaking amounting to ₹ 397.18 crore of the Transferor Company as at April 1, 2016, being the appointed date, have been transferred to the transferee company for a consideration of ₹ 200 crore. The shortage of the amount received as consideration and the net assets i.e. ₹ 197.18 crore, as at the appointed date is adjusted to the balance of retained earnings.

Furthermore, pursuant to the demerger, the financial results of the Marine business undertaking w.e.f the appointed date till March 31, 2017 stands transferred to the transferee company and consequently ₹ 514.51 crore is presented as an adjustment to the retained earnings for the financial year ended March 31, 2018.

40 Standards issued but not effective

Ind AS 116 Leases: On March 30, 2019, Ministry of Corporate Affairs has notified Ind AS 116, Leases. Ind AS 116 will replace the existing leases Standard, Ind AS 17 Leases, and related Interpretations. The Standard sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract i.e., the lessee and the lessor. Ind AS 116 introduces a single lessee accounting model and requires a lessee to recognise assets and liabilities for all leases with a term of more than twelve months, unless the underlying asset is of low value. Currently, operating lease expenses are charged to the statement of Profit & Loss.The Standard also contains enhanced disclosure requirements for lessees.

Ind AS 116 substantially carries forward the lessor accounting requirements in Ind AS 17. The effective date for adoption of Ind AS 116 is annual periods beginning on or after April 1, 2019. The standard permits two possible methods of transition:- Full retrospective – Retrospectively to each prior period presented applying Ind AS 8 Accounting Policies, Changes in Accounting Estimates and Errors Modified retrospective – Retrospectively, with the cumulative effect of initially applying the Standard recognised at the date of initial application. Under modified retrospective approach, the lessee records the lease liability as the present value of the remaining lease payments, discounted at the incremental borrowing rate and the right of use asset either as:- Its carrying amount as if the standard had been applied since the commencement date, but discounted at lessee's incremental borrowing rate at the date of initial application or an amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments related to that lease recognised under Ind AS 17 immediately before the date of initial application. Certain practical expedients are available under both the methods.

On completion of evaluation of the effect of adoption of Ind AS 116, the Company is proposing to use the 'Modified Retrospective Approach' for transitioning to Ind AS 116. Accordingly, comparatives for the year ended March 31, 2019 will not be retrospectively adjusted. The Company has elected certain available practical expedients on transition.

Ind AS 12 Appendix C, Uncertainty over Income Tax Treatments : On March 30, 2019, Ministry of Corporate Affairs has notified Ind AS 12 Appendix C, Uncertainty over Income Tax Treatments which is to be applied while performing the determination of taxable profit (or loss), tax bases, unused tax losses, unused tax credits and tax rates, when there is uncertainty over income tax treatments under Ind AS 12. According to the appendix, companies need to determine the probability of the relevant tax authority accepting each tax treatment, or group of tax treatments, that the companies have used or plan to use in their income tax filing which has to be considered to compute the most likely amount or the expected value of the tax treatment when determining

Notes to the Standalone Financial Statements
for the year ended March 31, 2019

taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates. The standard permits two possible methods of transition - i) Full retrospective approach – Under this approach, Appendix C will be applied retrospectively to each prior reporting period presented in accordance with Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors, without using hindsight and ii) Retrospectively with cumulative effect of initially applying Appendix C recognised by adjusting equity on initial application, without adjusting comparatives. The effective date for adoption of Ind AS 12 Appendix C is annual periods beginning on or after April 1, 2019. The Company will adopt the standard on April 1, 2019 and has decided to adjust the cumulative effect in equity on the date of initial application i.e. April 1, 2019 if any without adjusting comparatives. The effect on adoption of Ind AS 12 Appendix C would be insignificant in the standalone financial statements.

Amendment to Ind AS 12 – Income taxes : On March 30, 2019, Ministry of Corporate Affairs issued amendments to the guidance in Ind AS 12, 'Income Taxes', in connection with accounting for dividend distribution taxes. The amendment clarifies that an entity shall recognise the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events. Effective date for application of this amendment is annual period beginning on or after April 1, 2019. The Company is currently evaluating the effect of this amendment on the standalone financial statements.

Amendment to Ind AS 19 – plan amendment, curtailment or settlement- On March 30, 2019, Ministry of Corporate Affairs issued amendments to Ind AS 19, 'Employee Benefits', in connection with accounting for plan amendments, curtailments and settlements. The amendments require an entity:- to use updated assumptions to determine current service cost and net interest for the remainder of the period after a plan amendment, curtailment or settlement; and to recognise in profit or loss as part of past service cost, or a gain or loss on settlement, any reduction in a surplus, even if that surplus was not previously recognised because of the impact of the asset ceiling. Effective date for application of this amendment is annual period beginning on or after April 1, 2019. The Company is currently evaluating the effect of this amendment on the standalone financial statements.

41 Event occurred after the Balance Sheet Date

Under APSEZ dividend policy, a percentage of profit are paid out as dividend. As part of the policy, this year APSEZ will be paying a combination of dividend and buy-back of shares to the shareholders, which will be announced by 4th June, 2019. This amount (Dividend + Share buy-back) is expected to exceed the regular dividend pay-out.

For and on behalf of the Board of Directors

Gautam S. Adani
Chairman and Managing Director
DIN : 00006273

Rajesh S. Adani
Director
DIN : 00006322

Karan Adani
Wholetime Director and CEO
DIN: 03088095

Deepak Maheshwari
Chief Financial Officer

Kamlesh Bhagia
Company Secretary

Place : Ahmedabad
Date : May 27, 2019

Independent Auditor's Report

To
The Members of
Adani Ports and Special Economic Zone Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of Adani Ports and Special Economic Zone Limited ("the Parent") and its subsidiaries, (the Parent and its subsidiaries together referred to as "the Group") which includes the Group's share of loss in its joint ventures, which comprise the Consolidated Balance Sheet as at March 31, 2019, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of other auditors on separate financial statements of subsidiaries and joint venture referred to in the Other Matters section below, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ('Ind AS'), and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2019, and their consolidated profit, their consolidated total comprehensive income, their consolidated cash flows and their consolidated changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing specified under section 143 (10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us and the audit evidence obtained by other auditors in terms of their reports referred to in the sub-paragraphs (a) and (b) of the Other Matters section below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Emphasis of Matter

We draw attention to:

(i) Note 39 to the consolidated financial statements, which describes the management's assessment for recoverability of the project cost incurred by Parent, pending execution of definitive agreements between the parties.

(ii) Note 40(b) to the consolidated financial statements which describes the key sources of estimation uncertainties as at March 31, 2019 relating to the recoverability of the carrying amount of property, plant and equipment and intangible assets amounting to ₹ 355.41 crore in case of Adani Murmugao Port Terminal Private Limited and ₹ 834.20 crore in case of Adani Kandla Bulk Terminal Private Limited, subsidiaries of the Parent.

Our report is not modified in respect of these matters.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Goodwill — Dhamra Port Company Limited ["Dhamra port"] — Refer to Note 42 to the consolidated financial statements

Key Audit Matter Description

The Company's evaluation of goodwill for impairment involves the comparison of the recoverable value of cash-generating unit to its carrying value. The Company used the discounted cash flow model to estimate recoverable value, which requires management to make significant estimates and assumptions related to forecasts of future revenues and operating margins, and discount rates. Changes in these assumptions could have a significant impact on either the recoverable value, the amount of any goodwill impairment charge, or both.

The goodwill balance was ₹ 2,559.31 Crore as of March 31, 2019 is pertaining to Dhamra Port. The recoverable value of Dhamra Port exceeded its carrying value as of the measurement date and, therefore, no impairment was recognised.

We focused on this area as Key Audit Matter due to the size/materiality of the goodwill balance, and because the Group's assessment of the 'value in use' of the cash generating unit involves judgements about the future results of the business and the discount rates applied to future cash flow forecasts.

How the Key Audit Matter Was Addressed in the Audit

Our audit procedures related to forecasts of future revenue, operating margins and cash flows and selection of the discount rate for impairment assessment of goodwill related to Dhamra Port included the following :

- We tested the Design, Implementation and Operating effectiveness of controls over impairment assessment process, including those over the forecasts of future revenue, operating margins and cash flows including selection of the discount rate.
- We evaluated the reasonableness of management's revenue and operating margin forecasts by comparing the forecasts to:
  - Historical revenues and operating margins.
  - Internal communications to management and the Board of Directors.
- With the assistance of our fair value specialists, we evaluated the reasonableness of the (1) valuation methodology and (2) discount rate by:
  - Testing the source information underlying the determination of the discount rate and the mathematical accuracy of the calculation.
  - Developing a range of independent estimates and comparing those to the discount rate selected by management.

Property, plant and Equipment & Intangible assets for Service Concession Arrangement — Refer to Note 40(b) to the consolidated financial statements

Key Audit Matter Description

The Group has entered into Service Concession Arrangement ("SCAs") for its port facilities at Kandla and Goa. The cost of infrastructure facilities forming part of the SCAs are classified as Intangible assets along with certain tangible assets. As of March 31, 2019, the aggregate carrying value of these assets is ₹ 1,189.61 Crore.

The Company's evaluation of impairment of these assets involves the comparison of recoverable value of each cash-generating unit to its corresponding carrying value. The Company used the discounted cash flow model to estimate recoverable value, which requires management to make significant estimates and assumptions related to forecasts of future revenues and operating margins, and discount rates. Changes in these assumptions could have a significant impact on either the recoverable value, the amount of any impairment charge, or both.

We focused on this area as Key Audit Matter due to the size/materiality of the balance of assets under the SCA and because the Group's assessment of the 'value in use' of the cash generating unit involves judgements about the future results of the business and the discount rates applied to future cash flow forecasts.

How the Key Audit Matter Was Addressed in the Audit

Our audit procedures related to forecasts of future revenue and operating margin and selection of the discount rate for these SCAs included the following, among others:

- We tested the Design, Implementation and Operating effectiveness of controls over impairment assessment process, including those over the forecasts of future revenue and operating margin, and the selection of the discount rate.
- We evaluated the reasonableness of management's revenue and operating margin forecasts by comparing the forecasts to:
  - Historical revenues and operating margins.
  - Internal communications to management and the Board of Directors.
- With the assistance of our fair value specialists, we evaluated the reasonableness of the (1) valuation methodology and (2) discount rate by:
  - Testing the source information underlying the determination of the discount rate and the mathematical accuracy of the calculation.
  - Developing a range of independent estimates and comparing those to the discount rate selected by management.

Business Combinations — Marine Infrastructure Developers Private Limited ("MIDPL") & Adani Agri Logistics Companies ("AALL") — Refer to Note 37(i) to the consolidated financial statements]

Key Audit Matter Description

During the year, the Group has acquired the businesses of MIDPL and AALL for a consideration of ₹ 1,950 Crore and ₹ 945.70 Crore respectively. The Group accounted for the acquisitions under the acquisition method of accounting for business combinations. Accordingly, the purchase price was allocated to the assets acquired and liabilities (including contingent liabilities, if any) assumed based on their fair values on their respective acquisition dates.

The determination of such fair values for the purpose of purchase price allocation was considered to be a key focus area of our audit as the fair valuation process involves judgments and estimates such as appropriateness of the valuation methodology applied and the discount rates applied to future cash flow forecasts.

How the Key Audit Matter Was Addressed in the Audit

Our audit procedures related to the reasonability of the fair values assigned to assets acquired and liabilities assumed included the following :

- We tested the Design, Implementation and Operating effectiveness of controls over the purchase price allocation process
- With the assistance of our fair value specialists, we evaluated (1) the appropriateness of the valuation methodologies for identified intangibles and (2) reasonableness of the valuation assumptions viz. discount rate / contributory asset charge, as applicable discount rate, including testing the source information underlying the determination of the discount rate, testing the mathematical accuracy of the calculation, and developing a range of independent estimates and comparing those to the discount rate selected by independent valuers and relied upon by the management.
- We evaluated the competencies, capabilities and objectivity of the independent valuers engaged by the Company's management for value analysis of tangible and intangible assets.

Recoverability of project asset cost — Refer to Note 39 to the consolidated financial statements

Key Audit Matter Description

The group's assets include project inventories of ₹ 562.89 crore towards construction of project facilities as referred to in a preliminary agreement entered into by the Parent with one of its customers. Pending definitive agreement between the parties, the assessment of recoverability of the project assets involved judgement and hence considered a key audit matter.

How the Key Audit Matter Was Addressed in the Audit

Our audit procedures related to the assessment of recoverability of aforesaid balances included the following:

- We tested key controls over the management judgments and the assumptions-setting processes including judgments regarding expected realisation date and value
- Assessing the underlying preliminary agreement, project progress reports, the reports of the committee set up by the customer to facilitate the execution of definitive agreements with the Company and various communications between the Company and the customer, which indicate that considerable progress has been made towards signing of the definitive agreements.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Parent's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report of even date and annexures thereof, but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon.
- Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the consolidated financial statements, our responsibility is to read the other information, compare with the financial statements of the subsidiaries and joint venture audited by the other auditors, to the extent it relates to these entities and, in doing so, place reliance on the work of the other auditors and consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to subsidiaries and joint venture, is traced from their financial statements audited by the other auditors.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Consolidated Financial Statements

The Parent's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group including its joint ventures in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group and of its joint ventures are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and its joint ventures and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Parent, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group (and of its joint ventures) are responsible for assessing the ability of the Group (and of its joint ventures) to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate or cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its joint ventures are also responsible for overseeing the financial reporting process of the Group and of its joint ventures.

Auditor's Responsibility for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Parent has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its joint ventures to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its joint ventures to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its joint ventures to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities or business activities included in the consolidated financial statements of which we are the independent auditors. For the other entities or business activities included in the consolidated financial statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

We communicate with those charged with governance of the Parent and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

(a) We did not audit the financial statements of 51 subsidiaries, whose financial statements reflect total assets of ₹ 17,222.70 crore as at March 31, 2019, total revenues of ₹ 3,708.93 crore and net cash inflows amounting to ₹ 1,446.68 crore for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net loss of ₹ 100.69 crore for the year ended March 31, 2019, as considered in the consolidated financial statements, in respect of one joint venture, whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and joint venture, and our report in terms of subsection (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, and joint venture is based solely on the reports of the other auditors.

Certain of these subsidiaries are located outside India whose financial statements and other financial information have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been audited by other auditors under generally accepted auditing standards applicable in their respective countries. The Company's management has converted the financial statements of such subsidiaries located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Company's management. Our opinion in so far as it relates to the balances and affairs of such subsidiaries located outside India is based on the report of other auditors and the conversion adjustments prepared by the management of the Company and audited by us.

(b) We did not audit the financial information of one subsidiary, whose financial information reflect total assets of ₹ Nil as at March 31, 2019, total revenues of ₹ Nil and net cash inflows amounting to ₹ Nil for the year ended on that date, as considered in the consolidated financial statements. This financial information are unaudited and have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary, is based solely on such unaudited financial information. In our opinion and according to the information and explanations given to us by the Management, this financial information are not material to the Group.

Our opinion on the consolidated financial statements above and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on the separate financial statements of the subsidiaries and joint venture referred to in the Other Matters section above we report, to the extent applicable that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

   b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

   c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

   d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.

e) On the basis of the written representations received from the directors of the Parent as on March 31, 2019 taken on record by the Board of Directors of the Company and the reports of the statutory auditors of its subsidiary companies and joint ventures companies incorporated in India, none of the directors of the Group companies and joint ventures companies incorporated in India is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164(2) of the Act.

f) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditors' reports of the Parent, subsidiary companies and joint venture companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of those companies.

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Parent to its directors during the year is in accordance with the provisions of section 197 of the Act.

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014,as amended in our opinion and to the best of our information and according to the explanations given to us:

   i) The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, its joint ventures ;

   ii) Provision has been made in the consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;

   iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Parent and its subsidiary companies and joint venture companies incorporated in India.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Kartikeya Raval
Partner
(Membership No. 106189)

Ahmedabad, May 27, 2019

Annexure "A" to the Independent Auditor's Report

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the consolidated Ind AS financial statements of the Company as of and for the year ended March 31, 2019, we have audited the internal financial controls over financial reporting of Adani Ports and Special Economic Zone Limited (hereinafter referred to as "Parent"), its subsidiary companies and joint ventures, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Parent, its subsidiary companies and joint ventures, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Parent, its subsidiary companies and its joint ventures, which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by other auditors of the subsidiary companies and joint venture, which are companies incorporated in India, in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Parent, its subsidiary companies and its joint ventures, which are companies incorporated in India.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors referred to in the Other Matters paragraph below, the Parent, its subsidiary companies and joint ventures, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the criteria for internal financial control over financial reporting established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to 45 subsidiary companies and one joint venture, which are companies incorporated in India, is based solely on the corresponding reports of the auditors of such companies incorporated in India.

Our opinion is not modified in respect of the above matter.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Kartikeya Raval
Partner
(Membership No. 106189)

Ahmedabad, May 27, 2019

Consolidated Balance Sheet

as at March 31, 2019

₹ in Crore

Particulars	Notes	As at March 31, 2019	As at March 31, 2018
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	3	22,780.93	18,444.06
Capital Work-in-Progress		4,483.48	4,545.46
Goodwill	3	3,267.93	2,667.13
Other Intangible Assets	3	2,072.56	1,558.82
Investments accounted using Equity Method	4	3.00	-
Financial Assets			
Investments	4	265.49	559.14
Trade Receivables	5	-	2.14
Loans	6	-	2.80
Loans to Joint Venture Entities	6	1,219.54	1,193.06
Other Financial Assets	7	4,346.73	1,490.83
Deferred Tax Assets (net)	26	1,028.38	1,310.54
Other Non-Current Assets	8	2,428.28	1,314.24
		41,896.32	**33,088.22**
Current Assets			
Inventories	9	806.68	520.29
Financial Assets			
Investments	10	513.81	519.78
Trade Receivables	5	2,431.91	3,537.91
Customers' Bills Discounted		357.75	772.00
Cash and Cash Equivalents	11	4,798.19	823.48
Bank Balances other than above	11	1,169.11	2,144.07
Loans	6	1,278.11	1,484.58
Loans to Joint Venture Entities	6	269.50	20.31
Other Financial Assets	7	2,153.20	1,258.35
Advance paid for Acquisition		-	1,825.00
Other Current Assets	8	852.88	1,381.13
		14,631.14	**14,286.90**
Total Assets		**56,527.46**	**47,375.12**
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	12	414.19	414.19
Other Equity	13	24,124.01	20,654.64
Total Equity attributable to Equity holders of the parent		**24,538.20**	**21,068.83**
Non-Controlling Interests		209.94	149.56
Total Equity		**24,748.14**	**21,218.39**
Liabilities			
Non-Current Liabilities			
Financial Liabilities			
Borrowings	14	19,883.32	20,628.97
Other Financial Liabilities	15	166.05	144.44
Provisions	19	3.90	4.22
Deferred Tax Liabilities (net)	26	216.03	142.40
Other Non-Current Liabilities	16	1,158.33	1,227.74
		21,427.63	**22,147.77**
Current Liabilities			
Financial Liabilities			
Borrowings	17	6,188.12	1.17
Customers' Bills Discounted	17	357.75	772.00
Trade and Other Payables	18		
- total outstanding dues of micro enterprises and small enterprises		2.07	0.07
- total outstanding dues of creditors other than micro enterprises and small enterprises		570.00	489.66
Other Financial Liabilities	15	2,541.67	2,058.40
Provisions	19	99.25	98.22
Liabilities for Current Tax (net)	26	28.56	128.62
Other Current Liabilities	16	564.27	460.82
		10,351.69	**4,008.96**
Total Liabilities		**31,779.32**	**26,156.73**
Total Equity and Liabilities		**56,527.46**	**47,375.12**

The accompanying notes form an integral part of the consolidated financial statements.

As per our report of even date

For Deloitte Haskins & Sells LLP
Chartered Accountants

Kartikeya Raval
Partner

Place : Ahmedabad
Date : May 27, 2019

For and on behalf of the Board of Directors

Gautam S. Adani
Chairman and Managing Director
DIN : 00006273

Rajesh S. Adani
Director
DIN : 00006322

Karan Adani
Wholetime Director and CEO
DIN: 03088095

Deepak Maheshwari
Chief Financial Officer

Kamlesh Bhagia
Company Secretary

Place : Ahmedabad
Date : May 27, 2019

Consolidated Statement of Profit and Loss

for the year ended March 31, 2019

₹ in Crore

Particulars	Notes	For the year ended March 31, 2019	For the year ended March 31, 2018
Income			
Revenue from Operations	20	10,925.44	11,322.96
Other Income	21	1,362.34	1,010.93
Total Income		**12,287.78**	**12,333.89**
Expenses			
Operating Expenses	22	2,760.80	3,231.83
Employee Benefits Expense	23	529.81	447.32
Depreciation and Amortisation Expense	3	1,373.48	1,188.37
Foreign Exchange Loss (net)		475.92	83.29
Finance Costs	24		
Interest and Bank Charges		1,428.30	1,257.35
Derivative (Gain)/Loss (net)		(43.11)	238.02
Other Expenses	25	567.35	498.40
Total Expenses		**7,092.55**	**6,944.58**
Profit before share of profit from joint venture entities, exceptional items and tax		5,195.23	5,389.31
Exceptional items	39 & 40(a)	(68.95)	(155.18)
Profit before share of profit from joint venture entities and tax		**5,126.28**	**5,234.13**
Tax expense:	26		
Current tax		1,057.60	1,546.39
Deferred tax		219.31	92.83
Less: Tax (credit) under Minimum Alternate Tax (MAT)		(195.44)	(95.04)
Total tax expense		**1,081.47**	**1,544.18**
Profit after tax and before share of profit from joint venture entities		4,044.81	3,689.95
Share of profit from joint venture entities		(0.06)	-
Profit for the Year	(A)	**4,044.75**	**3,689.95**
Attributable to:			
Equity holders of the parent		3,990.22	3,673.62
Non-controlling interests		54.53	16.33
Other Comprehensive Income			
Items that will not be reclassified to profit or loss in subsequent periods			
Re-measurement (losses)/gains on defined benefit plans		(2.55)	0.87
Income tax impact		0.32	(0.28)
		(2.23)	**0.59**
Net Gains on FVTOCI Equity Investments		23.25	11.74
Income tax impact		(5.41)	(1.74)
		17.84	**10.00**
Items that will be reclassified to profit or loss in subsequent periods			
Exchange difference on translation of foreign operations		(0.20)	(0.74)
		(0.20)	**(0.74)**
Total Other Comprehensive Income for the year (net of tax)	(B)	15.41	9.85
Attributable to:			
Equity holders of the parent		15.85	9.40
Non-controlling interests		(0.44)	0.45
Total Comprehensive income for the year (net of tax)	(A)+(B)	**4,060.16**	**3,699.80**
Attributable to:			
Equity holders of the parent		4,006.07	3,683.02
Non-controlling interests		54.09	16.78
Earnings per Share - (Face value of ₹ 2 each) Basic and Diluted (in ₹)	27	**19.27**	**17.74**

The accompanying notes form an integral part of the consolidated financial statements.

As per our report of even date

For Deloitte Haskins & Sells LLP
Chartered Accountants

Kartikeya Raval
Partner

Place : Ahmedabad
Date : May 27, 2019

For and on behalf of the Board of Directors

Gautam S. Adani
Chairman and Managing Director
DIN : 00006273

Rajesh S. Adani
Director
DIN : 00006322

Karan Adani
Wholetime Director and CEO
DIN: 03088095

Deepak Maheshwari
Chief Financial Officer

Kamlesh Bhagia
Company Secretary

Place : Ahmedabad
Date : May 27, 2019

Consolidated Statement of Changes in Equity

for the year ended March 31, 2019

₹ in crore

Particulars	Attributable to equity holders of the parent											Non-controlling interest	Total equity
	Equity share capital	Other Equity									Total		
		Equity Component of Non Cumulative Redeemable Preference shares	Reserve & Surplus						Other Comprehensive Income				
			Securities Premium	Foreign Currency Monetary item Translation Difference Account	Debenture Redemption Reserve	Tonnage Tax Reserve	General Reserve	Retained Earnings	Foreign Currency Translation Reserve	Equity instrument through OCI			
Balance as at April 1, 2017	**414.19**	**165.88**	**2,535.70**	**(74.55)**	**476.21**	**3.30**	**2,141.55**	**11,722.42**	**0.73**	**140.55**	**17,525.98**	**139.24**	**17,665.22**
Impact of Demerger (refer note 41)	-	-	-	-	-	-	-	123.96	-	-	123.96	-	123.96
Impact of Demerger on Non-controlling interest (refer note 41)	-	-	-	-	-	-	-	6.46	-	-	6.46	(6.46)	-
Profit for the year (A)	-	-	-	-	-	-	-	3,673.62	-	-	3,673.62	16.33	3,689.95
Other Comprehensive Income													
Re-measurement gains / (losses) on defined benefit plans (net of tax)	-	-	-	-	-	-	-	0.59	-	-	0.59	-	0.59
Net Gains on FVTOCI Equity Investments (net of tax)	-	-	-	-	-	-	-	-	-	9.55	9.55	0.45	10.00
Exchange difference on translation of foreign operations (D)	-	-	-	-	-		-	-	(0.74)	-	(0.74)	-	(0.74)
Total Comprehensive Income for the year (A+B+C+D)	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**3,674.21**	**(0.74)**	**9.55**	**3,683.02**	**16.78**	**3,699.80**
Dividend on shares	-	-	-	-	-	-	-	(269.22)	-	-	(269.22)	-	(269.22)
Dividend distribution tax (DDT)	-	-	-	-	-		-	(54.81)	-	-	(54.81)	-	(54.81)
Foreign exchange gain /(loss) during the year	-	-	-	(7.92)	-	-	-	-	-	-	(7.92)	-	(7.92)
Amortised in consolidated statement of profit and loss	-	-	-	45.34	-	-	-	-	-	-	45.34	-	45.34
Transfer to General Reserve	-	-	-	-	(119.32)	-	119.32	-	-	-	-	-	-
Share in Securities Premium of Joint Venture	-	-	16.02	-	-	-	-	-	-	-	16.02	-	16.02
Transfer to Debenture Redemption Reserve	-	-	-	-	304.82	-	-	(304.82)	-	-	-	-	-
Transfer to Tonnage Tax Reserve	-	-	-	-	-	316.20	-	(316.20)	-	-	-	-	-
Balance as at March 31, 2018	**414.19**	**165.88**	**2,551.72**	**(37.13)**	**661.71**	**319.50**	**2,260.87**	**14,582.00**	**(0.01)**	**150.10**	**21,068.83**	**149.56**	**21,218.39**

Consolidated Statement of Changes in Equity
for the year ended March 31, 2019

₹ in crore

Particulars	Attributable to equity holders of the parent											Non-controlling interest	Total equity
	Equity share capital	Other Equity									Total		
		Equity Component of Non Cumulative Redeemable Preference shares	Reserve & Surplus						Other Comprehensive Income				
			Securities Premium	Foreign Currency Monetary item Translation Difference Account	Debenture Redemption Reserve	Tonnage Tax Reserve	General Reserve	Retained Earnings	Foreign Currency Translation Reserve	Equity instrument through OCI			
Balance as at April 1, 2018	**414.19**	**165.88**	**2,551.72**	**(37.13)**	**661.71**	**319.50**	**2,260.87**	**14,582.00**	**(0.01)**	**150.10**	**21,068.83**	**149.56**	**21,218.39**
Profit for the year	-	-	-	-	-	-	-	3,990.22	-	-	3,990.22	54.53	4,044.75
Other Comprehensive Income													
Re-measurement gains / (losses) on defined benefit plans (net of tax)	-	-	-	-	-	-	-	(2.23)	-	-	(2.23)	-	(2.23)
Net Gains on FVTOCI Equity Investments (net of tax)	-	-	-	-	-	-	-	-	-	18.28	18.28	(0.44)	17.84
Exchange difference on translation of foreign operations	-	-	-	-	-	-	-	-	(0.20)	-	(0.20)	-	(0.20)
Total Comprehensive Income for the year	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**3,987.99**	**(0.20)**	**18.28**	**4,006.07**	**54.09**	**4,060.16**
Dividend on shares	-	-	-	-	-	-	-	(414.19)	-	-	(414.19)	-	(414.19)
Dividend distribution tax (DDT)								(85.64)	-	-	(85.64)	-	(85.64)
Dividend to Non-Controlling Interests												(5.42)	(5.42)
Foreign exchange gain/(loss) during the year	-	-	-	(153.47)	-	-	-	-	-	-	(153.47)	-	(153.47)
Amortised in consolidated statement of profit and loss	-	-	-	119.53	-	-	-	-	-	-	119.53	-	119.53
Transfer to General Reserve	-	-	-	-	(315.00)	-	315.00	-	-	-	-	-	-
Others	-	-	-	-	-	-	-	(3.34)			(3.34)		(3.34)
Increase in Non-Controlling Interests on account of acquisition	-	-	-	-	-	-	-	-	-	-	-	11.97	11.97
Gain on increase in non controlling interest	-	-	-	-	-	-	-	0.41			0.41	(0.41)	-
Increase in share capital of non controlling interest	-	-	-	-	-	-	-	-			-	0.15	0.15
Transfer to Debenture Redemption Reserve	-	-	-	-	167.33	-	-	(167.33)	-	-	-	-	-
Transfer from/to Tonnage Tax Reserve	-	-	-	-	-	210.32	-	(210.32)	-	-	-	-	-
Balance as at March 31, 2019	**414.19**	**165.88**	**2,551.72**	**(71.07)**	**514.04**	**529.82**	**2,575.87**	**17,689.58**	**(0.21)**	**168.38**	**24,538.20**	**209.94**	**24,748.14**

The accompanying notes form an integral part of the consolidated financial statements.

As per our report of even date

For Deloitte Haskins & Sells LLP
Chartered Accountants

Kartikeya Raval
Partner

Place : Ahmedabad
Date : May 27, 2019

For and on behalf of the Board of Directors

Gautam S. Adani
Chairman and Managing Director
DIN : 00006273

Rajesh S. Adani
Director
DIN : 00006322

Karan Adani
Wholetime Director and CEO
DIN: 03088095

Deepak Maheshwari
Chief Financial Officer

Kamlesh Bhagia
Company Secretary

Place : Ahmedabad
Date : May 27, 2019

Consolidated Statement of Cash flows

for the year ended March 31, 2019

₹ In Crore

	Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
A	**Cash Flows from Operating Activities**		
	Net profit before Tax	5,126.28	5,234.13
	Adjustments for :		
	Depreciation and Amortisation Expense	1,373.48	1,188.37
	Unclaimed Liabilities / Excess Provision Written Back	(18.97)	(1.93)
	Cost of Assets transferred under Finance Lease	34.15	11.96
	Recognition of Deferred Income under Long Term Land Lease / Infrastructure Usage Agreements	(62.56)	(58.37)
	Financial Guarantees Income	(5.87)	(4.37)
	Amortisation of Government Grant	(11.45)	(8.57)
	Finance Cost	1,428.30	1,257.35
	Effect of Exchange Rate Change	447.30	146.40
	Derivative (Gain)/Loss (net)	(43.11)	238.02
	Provision/(Reversal) of Doubtful Debts	24.15	(0.19)
	Interest Income	(1,220.19)	(901.08)
	Dividend Income	(7.00)	(4.00)
	Net Gain on Sale of Current Investments	(43.02)	(34.64)
	(Reversal)/Provision for Impairment (refer note 40 (a))	(52.95)	155.18
	De-recognition of accrued revenue (refer note 39)	121.90	-
	Investment accounted using Equity Method	-	75.36
	Gain on Loss of Control of subsidiaries	(0.50)	-
	Diminution in value of Inventories	2.64	0.30
	Amortisation of fair valuation adjustment on Security Deposit	7.49	9.23
	Loss on Sale / Discard of Property, Plant and Equipment (net)	4.14	11.26
	Operating Profit before Working Capital Changes	**7,104.21**	**7,314.41**
	Adjustments for :		
	Decrease/(Increase) in Trade Receivables	1,264.26	(1,561.47)
	(Increase)/Decrease in Inventories	(256.92)	44.87
	(Increase) in Financial Assets	(961.17)	(489.43)
	(Increase)/Decrease in Other Assets	(318.98)	1,162.97
	(Decrease)/Increase in Provisions	(3.93)	4.43
	Increase/(Decrease) in Trade Payables	79.58	(25.06)
	Increase in Other Financial Liabilities	127.02	84.29
	Increase in Other Liabilities	101.84	72.31
	Cash Generated from Operations	**7,135.91**	**6,607.32**
	Direct Taxes paid (Net of Refunds)	(1,106.51)	(999.18)
	Net Cash generated from Operating Activities	**6,029.40**	**5,608.14**
B	**Cash Flows from Investing Activities**		
	Purchase of Property, Plant and Equipment (including Capital Work-in-progress, other intangible assets, capital advances and capital creditors)	(2,940.49)	(2,732.15)
	(Payment)/Refund of Deposit given against Capital Commitments	(2,064.61)	(192.84)
	Payment for acquisition of subsidiaries	(1,478.16)	(375.00)
	Equity investment in Joint Venture entities	(3.06)	(55.18)
	Redemption of/(Investment in) Non Convertible Redeemable Debentures	317.00	(317.00)
	Loans given	(19,306.22)	(9,917.65)
	Loans received back	19,266.31	9,762.96
	Proceeds from/(Deposits in) Fixed Deposits (net) including Margin Money Deposits	1,005.54	(1,107.67)
	Proceeds from sale of Investments in Mutual Fund (net)	17.34	48.35
	Sale of Investments in short term Debentures and Commercial Papers (net)	48.00	396.00
	Proceeds from Sale of Property, Plant and Equipment	53.83	34.37
	Dividend Received	7.00	4.00
	Interest Received	653.37	605.97
	Net Cash used in Investing Activities	**(4,424.15)**	**(3,845.84)**

Consolidated Statement of Cash flows

for the year ended March 31, 2019

₹ In Crore

	Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
C	**Cash Flows from Financing Activities**		
	Proceeds from Long Term Borrowings	154.63	5,695.63
	Repayment of Long Term Borrowings	(1,809.99)	(3,291.24)
	Proceeds from Short Term Borrowings	36,348.68	15,741.79
	Repayment of Short Term Borrowings	(30,385.58)	(18,345.59)
	Interest & Finance Charges Paid	(1,471.72)	(1,163.95)
	Loss on settlement of Derivative Contracts	(17.63)	(201.70)
	Payment of Dividend on Equity and Preference Shares	(418.48)	(269.16)
	Payment of Dividend Distribution Tax	(86.57)	(54.81)
	Net Cash Generated from/(used in) Financing Activities	**2,313.34**	**(1,889.03)**
D	**Net increase/(decrease) in Cash and Cash Equivalents (A+B+C)**	**3,918.59**	**(126.73)**
E	**Cash and Cash Equivalents at the Beginning of the year (refer note 11)**	823.48	950.21
F	**Cash and Cash Equivalents on acquisition of subsidiaries (refer note 37)**	91.44	-
G	**Reduction in Cash and Cash Equivalents on account of loss of control of subsidiaries**	(35.32)	-
H	**Cash and Cash Equivalents at the End of the year (refer note 11)**	4,798.19	823.48
	Components of Cash & Cash Equivalents		
	Cash on Hand	0.23	0.13
	Cheques on hand	-	241.86
	Balances with Scheduled Banks		
	- In Current Accounts	4,612.89	548.05
	- In Fixed Deposit Accounts	185.07	33.44
	Cash and Cash Equivalents at the end of the year	**4,798.19**	**823.48**

Summary of significant accounting policies refer note 2.3

1 The Consolidated Statement of Cash Flows has been prepared under the Indirect method as set out in Ind AS 7 - Statement of Cash Flows notified under Section 133 of the Companies Act 2013, read together with Paragraph 7 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended).

2 a) During the year, Group has made investment in Mutual Fund of ₹ 88,227.61 crore (previous year ₹ 56,072.76 crore) and redeemed Mutual Fund of ₹ 88,244.95 crore (previous year ₹ 56,121.11 crore).

b) During the year, Group has made short term investment in Debenture and Commercial Paper of ₹ 492.00 crore (previous year ₹ 1,050.00 crore) and redeemed Debenture and Commercial Paper of ₹ 540.00 crore (previous year ₹ 1,446.00 crore).

3 Disclosure under Para 44A as set out in Ind AS 7 on Statement of Cash Flows under Companies is given as per note 15(c).

The accompanying notes form an integral part of the consolidated financial statements.

As per our report of even date

For Deloitte Haskins & Sells LLP
Chartered Accountants

Kartikeya Raval
Partner

Place : Ahmedabad
Date : May 27, 2019

For and on behalf of the Board of Directors

Gautam S. Adani
Chairman and Managing Director
DIN : 00006273

Rajesh S. Adani
Director
DIN : 00006322

Karan Adani
Wholetime Director and CEO
DIN: 03088095

Deepak Maheshwari
Chief Financial Officer

Kamlesh Bhagia
Company Secretary

Place : Ahmedabad
Date : May 27, 2019

Notes to the Consolidated Financial Statements

for the year ended March 31, 2019

1 Corporate information

The Consolidated financial statements comprise financial statements of Adani Ports and Special Economic Zone Limited ("the Company" or "APSEZL") , its joint venture entities and subsidiaries (collectively, the "Group") for the year ended March 31, 2019. The Company is a public company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. Its shares are listed on two recognised stock exchanges in India. The registered office of the Company is located at "Adani House", Mithakhali Six Roads, Navrangpura, Ahmedabad, Gujarat, India - 380009.

The Group has port infrastructure facilities at Mundra, Kandla, Hazira, Dahej, Dhamra, Vizag, Murmugao, Kattupalli, Ennore locations developed pursuant to the respective concession/sub concession agreements apart from other businesses. The Group is also developing port infrastructure at Vizhinjam.

The Company is in the business of development, operations and maintenance of port infrastructure (port services and related infrastructure development) and has linked multi product Special Economic Zone (SEZ) and related infrastructure contiguous to Port at Mundra. The initial port infrastructure facilities at Mundra including expansion thereof through development of additional port terminals and south port terminal infrastructure facilities are developed pursuant to the concession agreement with Government of Gujarat (GoG) and Gujarat Maritime Board (GMB) for 30 years period effective from February 17, 2001. At Mundra, the Company has expanded port infrastructure facilities through approved supplementary concession agreement (pending to be concluded) which will be effective till the year 2040, whereby port infrastructure has been developed at Wandh in Mundra to handle coal cargo. The said agreement is in the process of getting signed with GoG and GMB although Coal terminal at Wandh is recognized as commercially operational w.e.f. February 01, 2011.

The first Container terminal facilities (CT-1) developed at Mundra, was transferred under sub-concession agreement entered into on January 7, 2003 between Mundra International Container Terminal Limited ("MICTL") and the Company wherein the Company has given rights to MICTL to handle the container cargo for a period of 28 years i.e. up to February 17, 2031. The container terminal facilities developed at South Port location (CT-3) has been leased under approved sub concession agreement dated October 17, 2011 to (50:50) joint venture company, Adani International Container Terminal Private Limited ("AICTPL"), co-terminate with main concession agreement with GMB. During the previous year the Company has entered into an arrangement with the Adani International Container Terminal Private Limited ("AICTPL"), a Joint Venture, to sub lease new terminal CT-3 Extension besides CT-3. The said terminal commenced operations w.e.f. November 01, 2017. The said sub-concession agreement is pending to be concluded with GoG and GMB. Another container terminal facilities developed at South Port location (CT-4) has been leased to (50:50) joint venture company, Adani CMA Mundra Terminal Private Limited ("ACMTPL") (joint venture arrangement with CMA Terminals, France since July 30, 2014). The execution of sub-concession agreement between the Company, ACMTPL and GMB is pending as on date.

The Multi Product Special Economic Zone developed at Mundra by the Company along with port infrastructure facilities is approved by the Government of India vide their letter no. F-2/11/2003/EPZ dated April 12, 2006 and subsequently amended from time to time till date. The Company has also set up Free Trade and Ware housing Zone at Mundra based on approval of Ministry of Commerce and Industry vide letter no.F.1/16/2011-SEZ dated January 04, 2012. The Company has also set up additional Multi Product Special Economic Zone at Mundra Taluka over an area of 1,856 hectares as per approval from Ministry of Commerce and Industry vide approval letter dated April 24, 2015. The Company has received single notification consolidating all three notified SEZ in Mundra vide letter dated March 15, 2016 of Ministry of Commerce and Industry, Department of Commerce (SEZ Section).

The consolidated financial statements were authorised for issue in accordance with a resolution of the directors on May 27, 2019.

The entities considered for consolidation and their nature of operations are as follows:

i) Adani Logistics Limited ("ALL"), a 100% subsidiary of APSEZL, has developed multi-model cargo storage-cum-logistics services through development of Inland Container Depots (ICDs) and Container Freight Stations (CFSs) at various strategic locations and operates container trains on specific railway routes as per concession agreement entered into with Ministry of Railways, Government of India.

ii) MPSEZ Utilities Private Limited ("MUPL"), is a 100% subsidiary of APSEZL, has developed infrastructure including operation, development, maintenance, improvement, and extension of utility services (including power distribution) at Mundra Special Economic Zone in Kutch district, Gujarat.

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iii) Mundra SEZ Textile and Apparel Park Private Limited ("MITAP"), a 49.88% subsidiary of APSEZL and 5.40% investment held through ALL (a 100% subsidiary of APSEZL), has set up an integrated textile park under the scheme of Ministry of Textiles, Government of India in Special Economic Zone at Mundra, Kutch district, Gujarat.

iv) Karnavati Aviation Private Limited ("KAPL"), a 100% subsidiary of APSEZL, is engaged in providing non scheduled (passenger) airline services through its aircrafts.

v) Adani Petronet (Dahej) Port Private Limited ("APDPPL"), a 74% subsidiary of APSEZL, has developed a Solid Cargo Port Terminal and related port infrastructure facilities of bulk cargo at Dahej, Gujarat.

vi) Adani Murmugao Port Terminal Private Limited ("AMPTPL"), a 100% subsidiary of APSEZL, has developed port infrastructure facilities i.e. coal handling terminal at Murmugao, Goa.

vii) Mundra International Airport Private Limited ("MIAPL"), a 100% subsidiary of APSEZL, has plan to set up air cargo operations at Kawai, Rajasthan.

viii) Adani Hazira Port Private Limited ("AHPPL"), a 100% subsidiary of APSEZL, has developed multi – cargo terminal and related infrastructure at Hazira - Surat (Gujarat). The further expansion of port facilities is under development.

ix) Hazira Infrastructure Private Limited ("HIPL"), a step down subsidiary of APSEZL, a 100% subsidiary of Adani Hazira Port Private Limited has plans to develop and construct rail corridor between Surat and Hazira along with related infrastructure subject to approval by Railway Board and Government of Gujarat.

x) Madurai Infrastructure Private Limited (formerly known as Mundra LPG Infrastructure Private Limited ("MLIPL"), is a 100% subsidiary of APSEZL.

xi) Adinath Polyfills Private Limited ("APPL") a 100% subsidiary of APSEZL and was strategically acquired to enhance the port business.

xii) Adani Vizag Coal Terminal Private Limited ("AVCTPL") is a 100% subsidiary of APSEZL. The Company has developed Port infrastructure facilities at East Quay for handling steam coal at Visakhapatnam Port.

xiii) Adani Kandla Bulk Terminal Private Limited ("AKBTPL") is a 100% subsidiary of APSEZL. The Company has developed a Dry Bulk terminal off Tekra near Tuna outside Kandla creek at Kandla Port.

xiv) Adani Warehousing Services Private Limited ("AWSPL") is a 100% subsidiary of APSEZL. The Company is formed to provide warehousing / storage facilities and other related services.

xv) Adani Ennore Container Terminal Private Limited ("AECTPL") is a 100% subsidiary of APSEZL. The Company has developed container terminal and other related infrastructure at Ennore Port.

xvi) Adani Hospitals Mundra Private Limited ("AHMPL") is a 100% subsidiary of APSEZL. The Company provides hospital and related services at Mundra.

xvii) The Dhamra Port Company Limited ("DPCL"), wholly owned subsidiary of the Company is operating bulk cargo port infrastructure facilities at Dhamra in the state of Odisha.

xviii) Shanti Sagar International Dredging Private Limited ("SSIDPL") was incorporated on May 05, 2015 as a 100% subsidiary of APSEZL. The Company is providing dredging services.

xix) The Adani Harbour Services Private Limited ("TAHSPL") has become a wholly owned subsidiary of APSEZL. Previously, the company was known as TM Harbour Services Private Limited. The principal activity of TAHSPL is to own and operate harbour tugs, barges, other port crafts, ocean towage and offshore support vessels and to provide marine services like pilotage, laying and maintenance of buoys including SBMs, mooring of vessels at berth and mid-stream.

xx) Adani Vizhinjam Port Private Limited ("AVPPL"), a 100% subsidiary of APSEZL, is developing container terminal port and other related infrastructure at Vizhinjam.

xxi) Adani Kattupalli Port Private Limited ("AKPPL"), a 100% subsidiary of APSEZL is engaged in the business of Container Freight Station at Kattupaili Port, Tamil Nadu.

xxii) Adani Petroleum Terminal Private Limited ("APTPL") was incorporated as wholly owned subsidiary of APSEZL on April 26, 2016. On December 29, 2018, APTPL has ceased to be a subsidiary of the Company. With effect from March 16, 2019, the same has become wholly owned subsidiary of Adani Logistics Limited (Subsidiary of APSEZL).

xxiii) Adani Dhamra LPG Terminal Private Limited ("ADLTPL") was a step down subsidiary of APSEZL till December 28, 2018.

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xxiv) Mundra LPG Terminal Private Limited ("MLTPL") was a step down subsidiary of APSEZL till December 28, 2018.

xxv) Dhamra LNG Terminal Private Limited ("DLTPL"),a 100% subsidiary of Adani Petroleum Terminal Private Limited has ceased to be step down subsidiary of the Company on December 29, 2018. With effect from March 16, 2019, the same has become step down subsidiary of Adani Logistics Limited because APTPL has become subsidiary of ALL.

xxvi) Dholera Infrastructure Private Limited ("DIPL"), an entity in which APSEZL holds 49% of equity, was incorporated with the main object of developing, maintaining and operating infrastructure facilities on November 22, 2006 under the Companies Act, 1956. The company through its subsidiary is in the process of developing port and infrastructure facilities. Under Ind AS 110 , it has been evaluated that APSEZL has defacto control over DIPL and accordingly is considered as subsidiary for consolidation purpose. (refer note 2.4(A)(i))

xxvii) Dholera Port And Special Economic Zone Limited ("DPSEZL"), a 100% subsidiary of Dholera Infrastructure Private Limited was incorporated on August 31, 1998 under the provisions of Companies Act, 1956. The Company is in the process of developing a port at Dholera.

xxviii) Abbot Point Operations Pty Limited ("APO") is a 100% subsidiary of the Company and engaged in the business of Port Operations.

xxix) Abbot Point Bulkcoal Pty Limited ("APB") has become a wholly owned subsidiary of Abbot Point Operations Pty Limited and step down subsidiary of APSEZL.

xxx) Mundra International Gateway Terminal Private Limited ("MIGTPL") has been incorporated as wholly owned subsidiary of the Company on May 17, 2017.

xxxi) Adani International Terminals Pte Limited ("AITPL") has been incorporated as wholly owned subsidiary of the Company on June 30, 2017.

xxxii) Blue Star Realtors Private Limited has become wholly owned subsidiary of Adani Logistics Limited (the subsidiary company of APSEZL) w.e.f. April 26, 2018.

xxxiii) Adani Bhavanapadu Port Private Limited ("ABPPL") has been incorporated as wholly owned subsidiary of the Company on May 21, 2018.

xxxiv) Marine Infrastructure Developer Private Limited has become subsidiary of APSEZL w.e.f. June 28, 2018 with 97% equity stake and is engaged in the business of Port Operations at Kattupali Port.

xxxv) Adani Mundra Port Holding Pte. Limited ("AMPHPL") has been incorporated as wholly owned subsidiary of the Company on October 30, 2018.

xxxvi) Adani Mundra Port Pte. Limited ("AMPPL") has been incorporated as wholly owned subsidiary of Adani Mundra Port Holding Pte. Limited (a subsidiary company of APSEZL) on January 03, 2019.

xxxvii) Adani Abbot Port Pte. Limited ("AAPPL") has been incorporated as wholly owned subsidiary of Adani Mundra Port Holding Pte. Limited (a subsidiary company of APSEZL) on January 03, 2019.

xxxviii) Adani Yangon International Terminal Company Limited ("AYITCL") has been incorporated as wholly owned subsidiary of Adani International Terminals Pte Limited (a subsidiary company) on February 22, 2019.

xxxix) Adani Agri Logistics Limited, Adani Agri Logistics (Dahod) Limited, Adani Agri Logistics (Samastipur) Limited and Adani Agri Logistics (Darbhanga) Limited have become wholly owned subsidiaries of Adani Logistics Limited (the subsidiary company of APSEZL) w.e.f. March 29, 2019 and is engaged in the business of Logistics Operations. Pursuant to the acquisition of 100 % equity stake of Adani Agri Logistics Limited ("AALL"), subsidiary companies of AALL have became step down subsidiary companies of Adani Logistics Limited (the subsidiary company of APSEZL).

xl) Dermot Infracon Private Limited has become wholly owned subsidiary of Adani Logistics Limited (the subsidiary company of APSEZL) w.e.f. March 25, 2019.

2 Basis of preparation

2.1 The consolidated financials statements of the Group has been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.

Accounting policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in accounting policy as mentioned in note 2.3 (x) hitherto in use.

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The consolidated financial statements have been prepared on a historical basis, except for the following assets and liabilities which have been measured at fair value or revalued amount:-

- Derivative financial instruments
- Defined Benefit Plans - Plan Assets measured at fair value and
- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments)

In addition, the consolidated financial statements are presented in INR and all values are rounded to the nearest crore (INR 00,00,000), except when otherwise indicated.

2.2 Principles of consolidation

The consolidated financial statements comprise the financial statements of the Company, its joint venture entities and its subsidiaries as at March 31, 2019. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:-

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee and
- The ability to use its power over the investee to affect its returns

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights
- The size of the group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that group member's financial statements in preparing the consolidated financial statements to ensure conformity with the group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent company. When the end of the reporting period of the parent is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the financial statements of the parent to enable the parent to consolidate the financial information of the subsidiary, unless it is impracticable to do so.

Consolidation procedure:

(a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries.

(b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary. Business combinations policy explains how to account for any related goodwill.

(c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and property, plant & equipment, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the

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non-controlling interests having a deficit balance. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

- Derecognises the assets (including goodwill) and liabilities of the subsidiary
- Derecognises the carrying amount of any non-controlling interests
- Derecognises the cumulative translation differences recorded in equity
- Recognises the fair value of the consideration received
- Recognises the fair value of any investment retained
- Recognises any surplus or deficit in profit or loss
- Reclassifies the parent's share of components previously recognised in OCI to profit or loss or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets or liabilities.

2.3 Summary of significant accounting policies

a) Investment in associates and joint venture entities

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but do not control or joint control over those policies.

A joint venture entity is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The considerations made in determining whether significant influence or joint control are similar to those necessary to determine control over the subsidiaries.

The Group's investments in its associate and joint venture entities are accounted for using the equity method. Under the equity method, the investment in an associate or a joint venture entities is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the joint venture since the acquisition date.

The consolidated statement of profit and loss reflects the Group's share of the results of operations of the joint venture entities. Any change in OCI of those investees is presented as part of the Group's OCI. In addition, when there has been a change recognised directly in the equity of the joint venture entities, the Group recognises its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Group and the joint venture entities are eliminated to the extent of the interest in the joint venture entities.

If an entity's share of losses of a joint venture equals or exceeds its interest in the associate or joint venture (which includes any long term interest that, in substance, form part of the Group's net investment in the associate or joint venture), the entity discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the joint venture. If the joint venture subsequently reports profits, the entity resumes recognising its share of those profits only after its share of the profits equals the share of losses not recognised.

The aggregate of the Group's share of profit or loss of a joint venture entities is shown on the face of the consolidated statement of profit and loss.

The financial statements of the joint venture entities are prepared for the same reporting period as the Group. When necessary, adjustments are made to bring the accounting policies in line with those of the Group.

After application of the equity method, the Group determines whether it is necessary to recognise an impairment loss on its investment in its joint venture entities. At each reporting date, the Group determines whether there is objective evidence that the investment in the joint venture entities are impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the joint venture entities and its carrying value, and then recognises the loss as 'Share of profit of a joint venture entities' in the consolidated statement of profit and loss.

Upon loss of significant influence over associate entity/ joint control over the joint venture entities, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associates entity / joint venture entities upon loss of significant influence or joint control and the fair value of the retained investment and proceeds from disposal is recognised in profit or loss.

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b) Current versus non-current classification

The Group presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle; or
- Held primarily for the purpose of trading; or
- Expected to be realized within twelve months after the reporting period; or
- Cash and cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle; or
- It is held primarily for the purpose of trading; or
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities respectively.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Group has identified twelve months as its operating cycle.

c) Foreign currency transactions :

The Group's consolidated financial statements are presented in INR, which is also the parent company's functional currency. For each entity the Group determines the functional currency and items included in the financial statements of each entity are measured using that functional currency. However, for practical reasons, the Group entities use an average rate if the average approximates the actual rate at the date of transaction. The Group uses the direct method of consolidation and on disposal of a foreign operation the gain or loss that is reclassified to profit or loss reflects the amount that arises from using this method.

Transactions and balances

Transactions in foreign currencies are initially recorded by the Group entities at their respective functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognized in profit or loss with the exceptions for which below treatment is given as per the option availed under Ind AS 101.

i. Exchange differences, arising on long-term foreign currency monetary items related to acquisition of a property, plant and equipment (including funds used for project work-in-progress) recognised in the Indian GAAP financial statements for the period ending immediately before the beginning of the first Ind AS financial reporting period i.e. March 31, 2016 are capitalised / decapitalised to cost of fixed assets and depreciated over the remaining useful life of the asset.

ii. Exchange differences arising on other outstanding long term foreign currency monetary items recognised in the Indian GAAP financial statements for the period ending immediately before the beginning of the first Ind AS financial reporting period i.e. March 31, 2016 are accumulated in the "Foreign Currency Monetary Item Translation Difference Account" (FCMITDA) and amortized over the remaining life of the concerned monetary item or financial year 2019-20, whichever is earlier.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

Group companies

On consolidation, the assets and liabilities of foreign operations are translated into INR at the rate of exchange prevailing at the reporting date and their statements of profit or loss are translated at exchange rates prevailing at the dates of the transactions. For practical reasons, the group uses an average rate to translate income and expense items, if the average rate approximates the exchange rates at the dates of the transactions. The exchange differences arising on translation for consolidation are recognised in OCI. On disposal of a foreign operation, the component of OCI relating to that particular foreign operation is recognised in profit or loss.

d) Fair value measurement

The Group measures financial instruments, such as, derivatives at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the

Notes to the Consolidated Financial Statements
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measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Group's Management determines the policies and procedures for both recurring fair value measurement, such as derivative financial instruments and unquoted financial assets measured at fair value and for non recurring fair value measurement, such as an assets under the scheme of business undertaking.

External valuers are involved for valuation of significant assets such as business undertaking for transfer under the scheme and unquoted financial assets and financial liabilities. Involvement of external valuers is decided upon annually by the Management and in specific cases after discussion with and approval by the respective company's Audit Committee. Selection criteria includes market knowledge, reputation, independence and whether professional standards are maintained. The Management decides, after discussions with the Group's external valuers, which valuation techniques and inputs to use for each case.

At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Group's accounting policies. For this analysis, the Management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The Management, in conjunction with the Group's external valuers, also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- Disclosures for valuation methods, significant estimates and assumptions (refer note 2.4 and 33.2)
- Quantitative disclosures of fair value measurement hierarchy (refer note 33.2)
- Investment in unquoted equity shares (refer note 4)
- Financial instruments (including those carried at amortised cost) (refer note 33.1)

e) Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

The specific recognition criteria described below must also be met before revenue is recognised.

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Port operation and logistics services
Revenue from port operation services including cargo handling, storage, rail infrastructure, other ancillary port services and logistics services are recognized in the accounting period in which the services are rendered on proportionate completion method basis based on services completed till reporting date. Revenue is recognized based on the actual service provided to the end of reporting period as a proportion of total services to be provided.

In cases, where the contracts include multiple contract obligations, the transaction price will be allocated to each performance obligation based on the standalone selling prices. Where these prices are not directly observable, they are estimated based on expected cost plus margin.

Revenue on take-or-pay charges are recognized for the quantity that is the difference between annual agreed tonnage and actual quantity of cargo handled. The amount recognised as revenue is exclusive of goods & services tax where applicable.

Income in the nature of license fees / waterfront royalty and revenue share is recognized in accordance terms and conditions of relevant service agreement with customers/ sub concessionaire.

Income towards infrastructure premium is recognized as revenue in the year in which the Company provides access to its common infrastructure.

Income from long term leases
As a part of its business activity, the Group leases/ sub-leases land on long term basis to its customers. Leases are classified as finance lease whenever the terms of lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating lease. In some cases, the Company enters into cancellable lease / sub-lease transaction agreement, while in other cases, it enters into non-cancellable lease / sub-lease agreement. The Company recognizes the income based on the principles of leases as set out in Ind AS 17 "Leases" and accordingly in cases where the land lease / sub-lease agreement are cancellable in nature, the income in the nature of upfront premium received / receivable is recognized on operating lease basis i.e. on a straight line basis over the period of lease / sub-lease agreement / date of memorandum of understanding takes effect over lease period and annual lease rentals are recognized on an accrual basis.

In cases where long term land lease / sub-lease transaction agreement are non-cancellable in nature, the income is recognized on finance lease basis i.e. at the inception of lease / sub-lease agreement / date of memorandum of understanding takes effect over lease period, the income recognized is equal to the present value of the minimum lease payment over the lease period (including non-refundable upfront premium) which is substantially equal to the fair value of land leased / sub-leased. In respect of land given on finance lease basis, the corresponding cost of the land and development costs incurred are expensed off in the statement of profit and loss.

Rental income
Rental income arising from operating leases on investment properties is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit and loss due to its operating nature.

Development of Infrastructure Assets
The Company's business operations includes construction and development of infrastructure assets. where the outcome of the project cannot be estimated reasonably, Revenue from contracts for such construction and development activities is recognized on completion of relevant activities under the contract and the transfer of control of the infrastructure when all significant risks and rewards of ownership in the infrastructure assets are transferred to the customer.

Non scheduled aircraft services
Revenue from chartered services is recognized when the service is performed under contractual obligations.

Utilities Services
Revenue is recognized as and when the service performed under contractual obligations and the right to receive such income is established. Delayed payment charges are accounted as and when received.

Income from SEIS/SFIS
Income from Services Exports from India Scheme ('SEIS') incentives under Government's Foreign Trade Policy 2015-20 and Served from India Scheme ('SFIS') under Government's Foreign Trade Policy 2009-14 on the port services income is recognised based on effective rate of incentive under the scheme, provided no significant uncertainty exists for the measurability, realisation and utilisation of the credit under the scheme. The receivables related to SEIS licenses are classified as "Other Non Financial Assets".

Revenue recognition from Service Concession arrangements in Agri Logistics Business
Once the infrastructure is in operation, the treatment of income is as follows:

Finance income over financial asset after consideration of fixed storage charges is recognized using effective interest rate method. Variable storage charges revenue

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is recognized in the period of storage of food grains. Revenues from other variable charges such as loading and unloading charges, bagging charges, stacking charges, etc. as per the rates mentioned in SCA are recognized in each period as and when services are rendered in accordance with "Ind AS 115 - Revenue from Contracts with Customers".

Interest income

For all financial assets measured either at amortized cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in finance income in the consolidated statement of profit and loss.

Dividends

Dividend Income is recognized when the Group's right to receive the payment is established, which is generally when shareholders approve the dividend.

f) Government grants

Government grants are recognized where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognized as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognized as income in equal amounts over the expected useful life of the related asset.

Royalty on Cargo

Waterfront royalty cargo under the various concession/ sub concession agreement is paid at concessional rate in terms of rate prescribed by respective states Maritime Board (MB) and notified in official gazette of various state Government authorities, wherever applicable.

g) Taxes

Tax expense comprises of current income tax and deferred tax.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax (including Minimum Alternate Tax ("MAT")) is measured at the amount expected to be paid to the tax authorities in accordance with the Income-Tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantially enacted, at the reporting date.

Current income tax relating to items recognized outside the statement of profit and loss is recognized outside the statement of profit and loss (either in other comprehensive income or in equity). Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the balance-sheet approach on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognized for all taxable temporary differences, except:-

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint venture entities, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint venture entities, deferred tax assets are recognized only to the extent that it is

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probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

The Company is eligible and claiming tax deductions available under section 80IAB of the Income Tax Act, 1961 for a period of 10 years w.e.f FY 2007-08. Some of the subsidiaries and joint venture entities are also eligible for tax deductions available under section 80IA of the Income Tax Act, 1961 for a period of 10 years out of eligible period of 15 years. In view of the Company and some of the subsidiaries and joint venture entities availing tax deduction under Section 80IA/80IAB of the Income Tax Act, 1961, deferred tax has been recognized in respect of temporary difference, which reverse after the tax holiday period in the year in which the temporary difference originate and no deferred tax (assets or liabilities) is recognized in respect of temporary difference which reverse during tax holiday period, to the extent such gross total income is subject to the deduction during the tax holiday period. For recognition of deferred tax, the temporary difference which originate first are considered to reverse first.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient future taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

The Group recognizes tax credits in the nature of Minimum Alternative Tax ("MAT") credit as an asset only to the extent that there is sufficient taxable temporary difference/convincing evidence that the Group will pay normal income tax during the specified period, i.e., the period for which tax credit is allowed to be carried forward. In the year in which the Group recognizes tax credits as an asset, the said asset is created by way of tax credit to the consolidated statement of profit and loss. The Group reviews such tax credit asset at each reporting date and writes down the asset to the extent the Group does not have sufficient taxable temporary difference/convincing evidence that it will pay normal tax during the specified period. Deferred tax includes MAT tax credit.

h) Property, plant and equipment (PPE)

Under the previous GAAP (Indian GAAP), Property, plant and equipment are stated at cost net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises the purchase price, borrowing costs (if capitalization criteria are met) and other cost directly attributable to bringing the asset to its working condition for the intended use. The Group has elected to regard previous GAAP carrying values of property, plant and equipment as deemed cost at the date of transition to Ind AS.

Property, plant and equipment and Capital work-in-progress are stated at cost. Such cost includes the cost of replacing parts of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in consolidated profit and loss as incurred. The present value of the expected cost for the decommissioning of the asset after its use is included in the cost of respective asset if recognition criteria for the provision are met.

The Group adjusts exchange differences arising on translation difference/settlement of long term foreign currency monetary items outstanding in the Indian GAAP financial statements for the period ending immediately before the beginning of the first Ind AS financial statements i.e. March 31, 2016 and pertaining to the acquisition of a depreciable asset to the cost of asset and depreciates the same over the remaining useful life of the asset. The depreciation on such foreign exchange difference is recognised from first day of the financial year.

Borrowing cost relating to acquisition / construction of Property, Plant and Equipment which take substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use.

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets as prescribed under Part C of Schedule II of the Companies Act, 2013 except for the assets mentioned below for which useful

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lives have been estimated by the management. The Identified component of fixed assets are depreciated over their useful lives and the remaining components are depreciated over the life of the principal assets. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

The Group has estimated the following useful life to provide depreciation on its certain Property, Plant and Equipment based on assessment made by expert and management estimate.

Assets	Estimated Useful life
Leasehold Land	Right to Use over the balance period of Concession Agreement and approved Supplementary Concession Agreement (as mentioned in note 1) / over the period of agreement of 20 years
Leasehold Land Development	Over the balance period of Concession Agreement and approved Supplementary Concession Agreement by Gujarat Maritime board, other major port trust authorities, State Government authorities etc. as applicable
Marine Structure, Dredged Channel, Building RCC Frame Structure	50 Years as per concession agreement/over the balance period of concession agreement as applicable
Dredging Pipes - Plant and Equipment	1.5 Years
Nylon and Steel coated belt on Conveyor - Plant and Equipment	4 Years and 10 Years respectively
Inner Floating and outer floating hose, String of Single Point Mooring - Plant and Machinery	6 Years
Fender, Buoy installed at Jetty - Marine Structures	5 - 10 Years
Bridges, Drains & Culverts	25 Years as per concession agreement
Carpeted Roads – Other than RCC	10 Years
Non Carpeted Roads – Other than RCC	3 Years
Tugs	20 Years

An item of property, plant and equipment covered under Concession agreement, sub-concession agreement and supplementary concession agreement, shall be transferred to and shall vest in Grantor (government authorities) at the end of respective concession agreement. In cases, where the Group is expected to receive consideration of residual value of property from grantor at the end of concession period, the residual value of contracted property is considered as the carrying value at the end of concession period based on depreciation rates as per management estimate/ Schedule II of the Companies Act, 2013 and in other cases it is Nil.

An item of property, plant and equipment and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

i) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value on the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on

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intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the consolidated statement of profit and loss when the asset is derecognised.

A summary of the policies applied to the Group's intangible assets is, as follows:

Intangible Assets	Method of Amortisation	Estimated Useful life
Software applications	on straight line basis	5 Years based on management estimate
License Fees paid to Ministry of Railway (MOR) for approval for movement of Container Trains	on straight line basis	Over the license period of 20 years
Right to Use of Land	on straight line basis	Over the period of agreement between 10-20 years
Right of use to develop and operate the port facilities	on straight line basis	Over the balance period of Sub-Concession Agreement
License	on straight line basis	35 Years based on validity of license

Port concession rights arising from Service Concession/ Sub-Concession Arrangements:

The Group recognises port concession rights as "Port Infrastructure Rights" under "Intangible Assets" arising from a service concession arrangement, in which the grantor controls or regulates the services provided and the prices charged, and also controls any significant residual interest in the infrastructure such as property, plant and equipment, if the infrastructure is existing infrastructure of the grantor or the infrastructure is constructed or purchased by the Group as part of the service concession arrangement. Such an intangible asset is recognised by the Group at cost (which is the fair value of the consideration received or receivable for the construction service delivered) and is capitalised when the project is complete in all respects and the Group receives the completion certificate from the authorities as specified in the concession agreement.

Port concession rights also include certain property, plant and equipment which are reclassified as intangible assets in accordance with Appendix A of Ind AS 11 'Service Concession Arrangements'. These assets are amortised based on the lower of their useful lives or concession period.

Gains or losses arising from de-recognition of port concession rights are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the consolidated statement of profit or loss when the asset is de-recognised.

The estimated period of port concession arrangements are of 30 years.

Service Concession Arrangements in respect of Agri Logistics Business

The subsidiary companies have entered into service concession agreement with Food Corporation Of India (FCI) which is an arrangement between the "grantor" (a public sector entity/authority) and the "operator" (a private sector entity) to provide services that give the public access to major economic and social facilities utilizing private-sector funds and expertise.

With respect to SCA, revenue and costs are allocated between those relating to construction services and those relating to operation and maintenance services, and are accounted for separately. Consideration received or receivable is allocated by reference to the relative fair value of services delivered when the amounts are separately identifiable. The infrastructure used in a concession are classified as an intangible asset or a financial asset, depending on the nature of the payment entitlements established in the SCA.

When the amount of consideration under the arrangement for the provision of public services is substantially fixed by a contract, the Group recognizes the consideration for construction services at its fair value as a financial asset and is classified as "financial asset under service concession arrangements".

When the amount of consideration under the arrangement comprises -

- fixed charges based on Annual Guaranteed Tonnage and
- variable charges based on Actual Utilization Tonnage then, the Group recognizes the consideration for

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construction services at its fair value, as the "financial asset under service concession arrangement" to the extent present value of fixed payment to be received discounted at incremental borrowing rate and the residual portion is recognized as an intangible asset.

j) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

k) Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

Group as a lessee

A lease is classified at the inception date as a finance lease or an operating lease. A lease that transfers substantially all the risks and rewards incidental to ownership to the Group is classified as a finance lease.

Finance leases are capitalised at the commencement of the lease at the inception date fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in finance costs in the statement of profit and loss, unless they are directly attributable to qualifying assets, in which case they are capitalized in accordance with the Group's general policy on the borrowing costs . Contingent rentals are recognised as expenses in the periods in which they are incurred.

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Group will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Operating lease payments are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term.

Group as a lessor

Leases in which the Group does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Group to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Group's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

l) Inventories

Inventories are valued at lower of cost and net realisable value.

Stores and Spares: Valued at lower of cost and net realizable value. Cost is determined on a moving weighted average basis. Cost of stores and spares lying in bonded warehouse includes custom duty payable.

Stores and Spares which do not meet the definition of property, plant and equipment are accounted as inventories.

Costs incurred that relate to future contract activities are recognised as "Project Work-in-Progress".

Project work-in-progress comprise specific contract costs and other directly attributable overheads including borrowing costs which can be allocated on specific contract cost is, valued at lower of cost and net realisable value.

Net Realizable Value in respect of stores and spares is the estimated current procurement price in the ordinary course of the business.

m) Impairment of non-financial assets

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those

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from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Group bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Group's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year.

Impairment losses including impairment on inventories, are recognised in the statement of profit and loss.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

Goodwill is tested for impairment annually as at every year end and when circumstances indicate that the carrying value may be impaired.

Impairment is determined for goodwill by assessing the recoverable amount of CGU (or group of CGUs) to which the goodwill relates. When the recoverable amount of the CGU is less than its carrying amount, an impairment loss is recognised. Impairment losses relating to goodwill cannot be reversed in future periods.

Intangible assets with indefinite useful lives are tested for impairment annually as at year end at the CGU level, as appropriate, and when circumstances indicate that the carrying value may be impaired.

n) Provisions, Contingent Liabilities and Contingent Assets

General

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the statement of profit and loss. Contingent liabilities are not recognised but disclosed unless the probability of an outflow of resources is remote. Contingent assets are disclosed where inflow of economic benefits is probable.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Operational Claim provisions

Provisions for operational claims are recognised when the service is provided to the customer. Further recognition is based on historical experience. The initial estimate of operational claim related cost is revised annually.

o) Retirement and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The Group has no obligation, other than the contribution payable to the provident fund. The Group recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid.

The Group operates a defined benefit gratuity plan in India, which requires contributions to be made to a separately administered fund. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined

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benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Group recognises the following changes in the net defined benefit obligation as an expense in the consolidated statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements and
- Net interest expense or income

Accumulated leave, which is expected to be utilised within the next twelve months, is treated as short term employee benefits. The Group measures the expected cost of such absence as the additional amount that is expected to pay as a result of the unused estimate that has accumulated at the reporting date. The Group treats accumulated leave expected to be carried forward beyond twelve months as long term compensated absences which are provided for based on actuarial valuation as at the end of the period. The actuarial valuation is done as per projected unit credit method. The Group presents the entire leave as a current liability in the balance sheet, since it does not have an unconditional right to defer it's settlement for twelve month after the reporting date.

p) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus in case of financial asset not recorded at fair value through profit and loss, transaction with that are attributable to the acquisition of the financial assets.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in three categories:

- Debt instruments at amortised cost
- Debt instruments and derivative instruments and equity instruments at fair value through Profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

(i) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

(ii) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Group. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the consolidated statement of profit and loss . The losses arising from impairment are recognised in the consolidated statement of profit and loss except where the Company has given temporary waiver of interest not exceeding 12 months period. This category generally applies to trade/loans and other receivables.

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as amortized cost or as FVTOCI, is classified as FVTPL.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the profit and loss.

Equity investments

All equity investments in scope of Ind AS 109 are measured at fair value. For all other equity instruments, the Group may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Group decides to classify an equity instrument as FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to profit and loss, even on sale of investment. However, the Group may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the profit and loss.

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Perpetual debt

The Company invests in a subordinated perpetual debt, redeemable at the issuer's option, with a fixed coupon that can be deferred indefinitely if the issuer does not pay a dividend on its equity shares. The Company classifies these instruments as equity under Ind AS 32.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Group's consolidated balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

Impairment of financial assets

The Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure :

a) Financial assets that are debt instruments, and are measured at amortised cost e.g. loans, debt securities, deposits, trade receivables and bank balances

b) Financial assets that are debt instruments, are measured at fair value through other comprehensive income (FVTOCI)

c) Lease receivables under Ind AS 17

d) Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115

The Group follows 'simplified approach' for recognition of impairment loss allowance on:

- Trade receivables or contract revenue receivables; and
- All lease receivables resulting from transactions within the scope of Ind AS 17

Under the simplified approach the Group does not track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the group determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12 month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used.

ECL is the difference between all contracted cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive, discounted at the original EIR. ECL impairment loss allowance (or reversal) recognised during the period is recognised as income / (expense) in the statement of profit and loss (P&L). This amount is reflected under the head "Other Expense" in the statement of profit and loss.

The balance sheet presentation for various financial instruments is described below:

Financial assets measured at amortised cost, contractual revenue receivables and lease receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the group does not reduce impairment allowance from the gross carrying amount.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed

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to enable significant increases in credit risk to be identified on a timely basis.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109.

Gains or losses on liabilities held for trading are recognised in the consolidated statement of profit and loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ losses are not subsequently transferred to P&L. However, the Group may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit and loss. The Group has not designated any financial liability as FVTPL.

Loans and borrowings

This is the category most relevant to the Group. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in the consolidated profit and loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the consolidated statement of profit and loss.

This category generally applies to borrowings.

Financial guarantee contracts

Financial guarantee contracts issued by the Group are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value through profit or loss (FVTPL), adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

Reclassification of financial assets

The Group determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Group's senior management determines change in the business model as a result of external or internal changes which are significant to the Group's operations. Such changes are evident to external parties. A change in the business model occurs when the Group either begins or ceases to perform an activity that is significant to its operations. If the Group reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Group does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

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Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

q) Derivative financial instruments

Initial recognition and subsequent measurement

The Group uses derivative financial instruments, such as forward currency contracts, cross currency swaps, options, interest rate futures and interest rate swaps to hedge its foreign currency risks and interest rate risks, respectively. Such derivative financial instruments are initially recognised at fair value through profit or loss (FVTPL) on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivative financial instrument are classified in the statement of profit and loss and reported with foreign exchange gains/(losses) not within results from operating activities. Changes in fair value and gains/(losses) on settlement of foreign currency derivative financial instruments relating to borrowings, which have not been designated as hedge are recorded as finance cost.

r) Redeemable preference shares

Redeemable preference shares are separated into liability and equity components based on the terms of the contract.

On issuance of the redeemable preference shares, the fair value of the liability component is determined using a market rate for an equivalent non-convertible instrument. This amount is classified as a financial liability measured at amortised cost (net of transaction costs) until it is extinguished on redemption.

Transaction costs are apportioned between the liability and equity components of the redeemable preference shares based on the allocation of proceeds to the liability and equity components when the instruments are initially recognised.

s) Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the consolidated statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Group's cash management.

t) Cash dividend to equity holders of the parent

The Company recognises a liability to make cash to equity holders of the parent when the distribution is authorised and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

u) Goodwill on consolidation

Goodwill on consolidation as on the date of transition represents the excess of cost of acquisition at each point of time of making the investment in the subsidiary over the Group's share in the net worth of a subsidiary. For this purpose, the Group's share of net worth is determined on the basis of the latest financial statements, prior to the acquisition, after making necessary adjustments for material events between the date of such financial statements and the date of respective acquisition. Goodwill arising on consolidation is not amortised, however, it is tested for impairment annually. In the event of cessation of operations of a subsidiary, the unimpaired goodwill is written off fully.

Goodwill on consolidation arising on acquisitions on or after the date of transition represents the excess of the cost of acquisition at each point of time of making the investment in the subsidiary, over the Group's share in the fair value of the net assets of a subsidiary.

Goodwill on consolidation is allocated to cash generating units or group of cash generating units that are expected to benefit from the synergies of the acquisition.

v) Business Combination

Business Combination have been accounted for using the acquisition method under the provisions of Ind AS 103, Business Combinations. The cost of an acquisition is measured at the fair value of the assets transferred, equity instruments issued and liabilities incurred or assumed at the date of acquisition, which is the date on which control is transferred to the Group. The cost of acquisition also includes fair value of any contingent considerations. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at the fair value on the date of acquisition. Business Combinations between entities under common control is accounted for at carrying value.

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Transaction costs that the Group incurs in connection with a business combination such as legal fees, due diligence fees and other professional consulting fees are expensed as incurred.

If the initial accounting for a business combination is incomplete by the end of reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period, or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amount recognised at that date.

Goodwill arising on an acquisition of a business is carried at cost as established at the date of acquisition of the business less accumulated impairment losses, if any.

w) Earnings per Share

Basic earnings per share are calculated by dividing the profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

x) New and amended standards adopted by the Group

The Group has applied the following standards and amendments for the first time for annual reporting period commencing from April 01, 2018:-

Ind AS 115 - Revenue from Contracts with Customers

The core principle of the standard is that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Further, the new standard requires enhanced disclosures about the nature, amount, timing and uncertainty of revenue and cash flows arising from the entity's contracts with customers.

The standard permits two possible methods of transition

Retrospective approach - Under this approach the standard will be applied retrospectively to each prior reporting period presented in accordance with Ind AS 8- Accounting Policies, Changes in Accounting Estimates and Errors.

Retrospectively with cumulative effect of initially applying the standard recognized at the date of initial application (Cumulative catch - up approach).

The Group adopted Ind AS 115 using the modified retrospective method of adoption. The adoption of the standard did not have any material impact on the consolidated financial statements of the Group.

Amendment to Ind AS 20, Accounting for Government Grants and Disclosure of Government Assistance

The amendment clarifies that where the government grant related to assets, including non-monetary grant at fair value, shall be presented in balance sheet either by setting up the grant as deferred income or by deducting grant in arriving at the carrying amount of the asset. Prior to the amendment, Ind AS 20 did not allow the option to present asset related grant by deducting the grant from the carrying amount of the assets. These amendments do not have any impact on the consolidated financial statements.

Appendix B, Foreign Currency Transactions and Advance Consideration to Ind AS 21, The Effects of Changes in Foreign Exchange Rates

The Appendix B to Ind AS 21 clarifies the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income, when an entity has received or paid advance consideration in a foreign currency. If there are multiple payments or receipts in advance, then the entity must determine the transaction date for each payment or receipt of advance consideration. Entities may apply the Appendix requirements on a fully retrospective basis. Alternatively, an entity may apply these requirements prospectively to all assets, expenses and income in its scope that are initially recognised on or after:

- The beginning of the reporting period in which the entity first applies the Appendix, or
- The beginning of a prior reporting period presented as comparative information in the financial statements of the reporting period in which the entity first applies the Appendix.

The interpretation does not have any impact on the Group's consolidated financial statements.

Amendment to Ind AS 12, Income Taxes

The amendments clarify that an entity needs to consider whether tax law restricts the sources of taxable profits against which it may make deductions on the reversal of that deductible temporary difference. Furthermore, the amendments provide guidance on how an entity

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should determine future taxable profits and explain the circumstances in which taxable profit may include the recovery of some assets for more than their carrying amount. Entities are required to apply the amendments retrospectively. However, on initial application of the amendments, the change in the opening equity of the earliest comparative period may be recognised in opening retained earnings (or in another component of equity, as appropriate), without allocating the change between opening retained earnings and other components of equity. Entities applying this relief must disclose that fact. These amendments do not have any impact on the consolidated financial statement of Group as the Group has no deductible temporary differences or assets that are in the scope of the amendments.

Amendment to Ind AS 40, Investment Property

The amendments clarify when an entity should transfer property, including property under construction or development into, or out of investment property. The amendments state that a change in use occurs when the property meets, or ceases to meet, the definition of investment property and there is evidence of the change in use. A mere change in management's intentions for the use of a property does not provide evidence of a change in use. Entities should apply the amendments prospectively to changes in use that occur on or after the beginning of the annual reporting period in which the entity first applies the amendments. An entity should reassess the classification of property held at that date and, if applicable, reclassify property to reflect the conditions that exist at that date. Retrospective application in accordance with Ind AS 8 is only permitted if it is possible without the use of hindsight. These amendments do not have any impact on the Group's consolidated financial statements.

Amendment to Ind AS 28, Investment in Associates and Joint Ventures

The amendments clarify that a venture capital organisation or a mutual fund, unit trust and similar entities may elect, at initial recognition, to measure investments in an associate or joint venture at fair value through profit or loss separately for each associate or joint venture. Further, Ind AS 28 permits an entity that is not an investment entity to retain the fair value measurement applied by its associates and joint venture (that are investment entities) when applying the equity method. Therefore, this choice is available, at initial recognition, for each investment entity associate or joint venture.

Ind AS 112, Disclosure of Interest in Other Entities

The amendments clarify that the disclosure requirements in Ind AS 112, other than those in paragraphs B10–B16, apply to an entity's interest in a subsidiary, a joint venture or an associate (or a portion of its interest in a joint venture or an associate) that is classified (or included in a disposal Company that is classified) as held for sale.

2.4 Significant accounting judgments, estimates and assumptions

The preparation of the Group's consolidated financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

(A) Judgements

In the process of applying the Group's accounting policies, management has made the following judgements, which has the most significant effect on the consolidated financial statements:

(i) Consolidation of entities in which the Group holds less than a majority of voting rights (de facto control):-

Group owns 49% ownership interest in Dholera Infrastructure Private Limited ("DIPL"), Group has entered into an agreement with the other shareholders of the DIPL basis which the directors of the Company has assessed that it has the practical ability to direct the relevant activities of DIPL unilaterally and therefore APSEZ has control over DIPL.

(ii) Investment in entities which are not considered for consolidation

The Group has investment of ₹ 40 crore in Kutch Railway Company Limited ("KRCL"), the investee, to the tune of the 20% of the paid up capital of the said company. However, the considering that majority of the remaining shares are held by government companies / government authorities / government agencies, and the day-to day-operations being managed by government officials, the Group does not consider that it has significant influence over KRCL. Accordingly, the investment in the said entity has not been accounted under Ind AS 28.

Further, the group has investment of ₹ 5.21 crore in Ambily Technologies Private Limited ("ATPL"), the investee, to the tune of 20% of the paid up capital of the said company. However, the Group is currently not involved in the operational and financial matters of the company and accordingly, the Group does not consider that it has significant

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influence over ATPL. Accordingly, the investment in ATPL has not been accounted under Ind AS 28.

(iii) Common control transaction under Ind AS 103
The Group has made acquisition of Adani Agri Logistics Limited , Adani Agri Logistics (Dahod) Limited, Adani Agri Logistics (Samastipur) Limited and Adani Agri Logistics (Darbhanga) Limited from Adani Enterprises Limited which has been described in Note 37. The Management of the Company assessed whether or not these acquisitions are "Common Control Business Combinations" (as defined in Appendix C of Ind-AS 103). In making their judgement, the Management considered the absolute size of holding of S.B. Adani Family Trust ("SBAFT") in both the companies, the relative size of and dispersion of the shareholding owned by other shareholders, availability of information relating to contractual arrangements between SBAFT and other shareholders which could give SBAFT sufficient power to make decisions about the relevant activities of the Company. After a careful evaluation of the available information, the Management concluded that the acquisition does not meet the definition of Common Control Business Combinations. Accordingly, the acquisition has been accounted for by applying the "acquisition method" as enunciated in Ind-AS 103.

(B) Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Group based its assumptions and estimates on parameters available when the consolidated financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

Impairment of non-financial assets (including goodwill)
Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the asset's performance being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes. These estimates are most relevant to goodwill with indefinite useful lives recognised by the Group. The key assumptions used to determine the recoverable amount for the CGU, are disclosed and further explained in note 40 and 42.

Impairment of financial assets
The impairment provisions for Financial Assets are based on assumptions about risk of default and expected cash loss. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

Taxes
Deferred tax assets (including MAT credits) are recognised for unused tax credits to the extent that it is probable that taxable profit will be available against which the credits can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies. Further details on taxes are disclosed in note 26.

Defined benefit plans (gratuity benefits)
The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. The underlying bonds are further reviewed for quality. Those having excessive credit spreads are excluded from the analysis of bonds on which the discount rate is based, on the basis that they do not represent high quality corporate bonds. The mortality rate is based on publicly available mortality tables for the specific countries. Those mortality tables tend to change only at interval in

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response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates for the respective countries. Further details about gratuity obligations are given in note 28.

Fair value measurement

In measuring the fair value of certain assets and liabilities for financial reporting purpose, the Group uses market observable data to the extent available. Where such Level 1 inputs are not available, the Group engages third party qualified valuers to establish appropriate valuation techniques and inputs to the model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgement include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. Refer note 33 for further disclosures.

Provision for Decommissioning Liabilities

The management of the Group has estimated that there is no contractual and probable decommissioning liability under the condition / terms of the various concession agreements/sub-concession agreements with various Maritime Boards/Government Port Trust Authorities.

The present value of the expected cost for the decommissioning of the asset after its use is included in the cost of respective asset if recognition criteria for the provision are met in case of agreement with Food Corporation of India.

Depreciation / amortisation and useful lives of property, plant and equipment / intangible assets

Property, plant and equipment / intangible assets are depreciated / amortised over their estimated useful lives, after taking into account estimated residual value. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation / amortisation to be recorded during any reporting period. The useful lives and residual values are based on the Group's historical experience with similar assets and take into account anticipated technological changes. The depreciation / amortisation for future periods is revised if there are significant changes from previous estimates.

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3. Property, Plant and Equipment, Intangible Assets and Goodwill

Note 3(a) Property, Plant and Equipment

₹ in crore

Particulars	Property, Plant and Equipment																
	Free Hold Land	Leasehold land	Buildings, Roads and Civil Infrastructure	Computer Hardware	Land Development cost on Leasehold Land	Office Equipments	Plant & Equipment	Furnitures & Fixture	Vehicles	Dredged Channels	Marine Structures	Railway Tracks	Tugs and Boats	Railway Wagons	Aircraft	Project Assets	Total
Cost																	
As at April 1, 2017	**644.05**	**78.79**	**2,875.31**	**50.97**	**684.06**	**79.39**	**5,274.14**	**56.07**	**33.10**	**3,220.10**	**2,551.22**	**870.55**	**1,047.85**	**116.51**	**292.48**	**974.00**	**18,848.59**
Additions	15.33	0.22	177.81	17.09	144.42	10.59	795.36	18.10	8.31	372.30	317.64	10.79	1,023.59	-	-	-	2,911.55
Deductions/Adjustment	(1.53)	-	(0.45)	(0.68)	(7.86)	(0.69)	(36.61)	(0.60)	(5.63)	-	-	-	(7.58)	-	-	(0.41)	(62.04)
Exchange difference	-	-	2.60	(0.06)	0.09	0.01	9.45	0.10	-	0.56	2.31	0.63	(0.86)	(0.01)	0.53	26.35	41.70
As at March 31, 2018	**657.85**	**79.01**	**3,055.27**	**67.32**	**820.71**	**89.30**	**6,042.34**	**73.67**	**35.78**	**3,592.96**	**2,871.17**	**881.97**	**2,063.00**	**116.50**	**293.01**	**999.94**	**21,739.80**
Acquisitions through Business Combination (refer note 37(i))	191.19	138.75	286.65	0.84	-	0.19	361.99	0.98	0.15	-	1,220.19	62.62	-	79.33	-	-	2,342.88
Acquisitions (refer note 37(iv))	376.60	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	376.60
Additions	133.83	82.16	779.76	30.12	37.59	34.59	1,178.71	107.40	4.76	326.20	0.58	26.01	1.45	13.52	-	2.55	2,759.23
Deductions/Adjustment	-	(6.52)	-	(0.34)	(2.78)	(0.06)	(6.63)	(0.03)	(1.41)	-	(15.33)	-	(5.10)	-	-	(0.02)	(38.22)
Exchange difference	-	-	29.07	-	1.03	0.17	47.52	0.30	-	8.06	44.05	7.34	-	-	8.47	15.21	161.22
As at March 31, 2019	**1,359.47**	**293.40**	**4,150.75**	**97.94**	**856.55**	**124.19**	**7,623.93**	**182.32**	**39.28**	**3,927.22**	**4,120.66**	**977.94**	**2,059.35**	**209.35**	**301.48**	**1,017.68**	**27,341.51**
Accumulated Depreciation																	
As at April 1, 2017	**-**	**2.49**	**376.62**	**24.46**	**52.68**	**32.29**	**790.51**	**8.39**	**11.18**	**128.53**	**126.12**	**170.01**	**160.24**	**19.12**	**34.70**	**248.43**	**2,185.77**
Depreciation for the year	-	3.46	157.66	13.14	31.86	12.94	432.66	4.27	5.57	85.58	67.48	81.28	91.48	10.21	17.17	118.03	1,132.79
Deductions/(Adjustment)	-	-	(0.21)	(0.42)	-	(0.33)	(15.99)	(0.27)	(2.95)	-	(1.06)	-	(1.38)	-	-	(0.21)	(22.82)
As at March 31, 2018	**-**	**5.95**	**534.07**	**37.18**	**84.54**	**44.90**	**1,207.18**	**12.39**	**13.80**	**214.11**	**192.54**	**251.29**	**250.34**	**29.33**	**51.87**	**366.25**	**3,295.74**
Depreciation for the year	-	5.18	160.74	14.24	37.98	13.84	494.01	7.75	5.30	93.72	102.64	75.33	139.04	10.79	17.77	89.43	1,267.76
Deductions/(Adjustment)	-	6.14	-	(0.34)	-	(0.04)	(2.05)	(0.02)	(0.46)	-	(4.65)	-	(1.49)	-	-	(0.01)	(2.92)
As at March 31, 2019	**-**	**17.27**	**694.81**	**51.08**	**122.52**	**58.70**	**1,699.14**	**20.12**	**18.64**	**307.83**	**290.53**	**326.62**	**387.89**	**40.12**	**69.64**	**455.67**	**4,560.58**
Net Block																	
As at March 31, 2018	657.85	73.06	2,521.20	30.14	736.17	44.40	4,835.16	61.28	21.98	3,378.85	2,678.63	630.68	1,812.66	87.17	241.14	633.69	18,444.06
As at March 31, 2019	**1,359.47**	**276.13**	**3,455.94**	**46.86**	**734.03**	**65.49**	**5,924.79**	**162.20**	**20.64**	**3,619.39**	**3,830.13**	**651.32**	**1,671.46**	**169.23**	**231.84**	**562.01**	**22,780.93**

Notes :-

a) Depreciation of ₹ 32.53 crore (previous year ₹ 68.21 crore) relating to the project assets and pre-fabricated residential structure (temporary structure) has been allocated to Capitalisation / Capital Work-in-progress for expansion of project works.

b) Freehold Land includes land development cost of ₹ 12.56 crore (previous year ₹ 12.56 crore).

c) Plant and Equipment includes cost of Water Pipeline amounting to ₹ 3.37 crore (Gross) (previous year ₹ 3.37 crore), accumulated depreciation ₹ 1.59 crore (previous year ₹ 1.19 crore) which is constructed on land not owned by the Company.

d) Buildings includes 612 residential flats (previous year 612 flats) and a hostel building valuing ₹ 130.75 crore (Gross) (previous year ₹ 130.75 crore), accumulated depreciation ₹ 10.49 crore (previous year ₹ 7.81 crore) at Samudra Township, Mundra, which are pending to be registered in Company's name.

e) As a part of concession agreement for development of port and related infrastructure at Mundra, the Company has been allotted land on lease basis by Gujarat Maritime Board (GMB). The Company has recorded rights in the GMB Land at present value of future annual lease payments in the books and classified the same as lease hold land.

f) Land development cost on leasehold land includes costs incurred towards reclaimed land of ₹ 691.18 crore (previous year ₹ 663.61 crore), accumulated depreciation ₹ 96.38 crore (previous year ₹ 68.01 crore). The cost has been estimated by the management, being cost allocated out of the dredging activities approximate the actual cost.

g) Reclaimed land measuring 1,093.53 hectare are pending to be registered in the name of the Company.

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h) Project Assets includes dredgers and earth moving equipments.

i) Free hold Land includes Land given on Operating Lease Basis:
Gross Block as at March 31, 2019 : ₹ 6.71 crore (previous year ₹ 6.71 crore)
Accumulated Depreciation as at March 31, 2019 : ₹ 0.24 crore (previous year ₹ 0.18 crore)
Net Block as at March 31, 2019 : ₹ 6.47 crore (previous year ₹ 6.53 crore)

j) Leasehold land includes 38 hectare of forest land amounting to ₹ 3.59 crore allotted to one of the subsidiary company by Ministry of Environment and Forests.

k) GIDC has allotted 11.70 hectare of land on right to use basis for the period of 10 years for developing facilities for the project having gross value of ₹ 0.58 crore (previous year ₹ 0.58 crore) to one of the subsidiary company.

l) Plant and Equipment includes electrical installation of ₹ 13.04 crore and accumulated depreciation of ₹ 4.61 crore (previous year ₹ 13.04 crore and accumulated depreciation of ₹ 3.46 crore) for setting up of 66 kVA infrastructure facilities for providing power connection to the port facilities of subsidiary companies.

m) The amount of borrowing costs capitalised during the year ended March 31, 2019 was ₹ 36.12 crore (previous year ₹ 59.58 crore). The rate used to determine the amount of borrowing costs eligible for capitalisation was ranging from 2.85% to 11%, which is the effective interest rate of the specific borrowing.

n) The Company had reclaimed total 230 hectares of land for its port activities. The Company had developed these land area through dredging activities and an amount of ₹ 17.68 crore (previous year ₹ 17.68 crore) is capitalized as leasehold land development.

o) Refer footnote to note 14 and 17 for security / charges created on property, plant and equipment.

Note 3(b) Intangible Assets

₹ in crore

Particulars	Software	Railway License Fee	Service Concession Assets	Right to operate port	Right to use of land	Total
Cost						
As at April 1, 2017	**51.78**	**31.25**	**1,839.58**	**-**	**21.56**	**1,944.17**
Additions	25.46	-	92.78	-	-	118.24
Deductions/Adjustment	-	-	(6.45)	-	-	(6.45)
Exchange difference	0.02	-	5.65	-	-	5.67
As at March 31, 2018	**77.26**	**31.25**	**1,931.56**	**-**	**21.56**	**2,061.63**
Acquisitions through Business Combination (refer note 37(i))	0.46	-	447.52	123.80	-	571.78
Additions	42.07	5.00	2.61	-	-	49.68
Deductions/Adjustment	-	-	(40.49)	-	-	(40.49)
Exchange difference	0.25	-	-	-	-	0.25
As at March 31, 2019	**120.04**	**36.25**	**2,341.20**	**123.80**	**21.56**	**2,642.85**
Accumulated Amortisation & Impairment						
As at April 1, 2017	**15.60**	**5.00**	**200.98**	**-**	**2.30**	**223.88**
Amortisation for the year	11.10	2.50	110.09	-	0.10	123.79
Impairment (refer note 40 (a))	-	-	155.18	-	-	155.18
Deductions/Adjustment	-	-	(0.04)	-	-	(0.04)
As at March 31, 2018	**26.70**	**7.50**	**466.21**	**-**	**2.40**	**502.81**
Amortisation for the year	19.93	2.53	111.14	4.55	0.10	138.25
Impairment (refer note 40 (a))			(52.95)	-	-	(52.95)
Deductions/Adjustment	-	-	(17.82)	-	-	(17.82)
As at March 31, 2019	**46.63**	**10.03**	**506.58**	**4.55**	**2.50**	**570.29**
Net Block						
As at March 31, 2018	50.56	23.75	1,465.35	-	19.16	1,558.82
As at March 31, 2019	**73.41**	**26.22**	**1,834.62**	**119.25**	**19.06**	**2,072.56**

Note 3(c) Goodwill

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Carrying value at the beginning of the year	2,667.13	2,670.39
Add/(Less):- Amount recognised through acquisitions and business combinations.	600.80	(3.26)
Carrying value at the end of the year (refer note 42)	**3,267.93**	**2,667.13**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2019

4 Non-Current Investments

₹ In Crore

Particulars	March 31, 2019	March 31, 2018
Unquoted		
In Equity Shares of Company (Investment at fair value through OCI) (refer note (c) below)		
5,00,00,000 (previous year 5,00,00,000) fully paid Equity Shares of ₹ 10 each of Kutch Railway Company Limited	235.00	210.00
1,73,30,000 (previous year - 1,73,30,000) fully paid Equity Shares of ₹ 10 each of Bharuch Dahej Railway Company Limited	24.24	25.99
5,50,000 (previous year 5,50,000) fully paid Equity Shares of ₹ 10 each of Mundra Solar Technopark Private Limited	0.94	0.94
1,000 (previous year 1,000) fully paid Equity Shares of AUD 1 each of Mundra Port Pty Limited (refer note (b) below)	-*	-*
14,001 (previous year 14,001) fully paid Equity Shares of ₹ 10 each of Ambily Technologies Private Limited	5.21	5.21
50,000 (previous year Nil) fully paid Equity Share of ₹ 10 each of Mundra LPG Terminal Private Limited (refer note (d) below)	0.05	-
50,000 (previous year Nil) fully paid Equity Share of ₹ 10 each of Adani Dhamra LPG Terminal Private Limited (refer note (d) below)	0.05	-
FVTOCI Investment	**265.49**	**242.14**
Investment in Debenture (Valued at amortised cost)		
Nil (previous year 3,170) 7.7% Non-Convertible Redeemable Debenture of ₹ 10,00,000 each of J M Financial Products Limited	-	317.00
In Government Securities (valued at amortised cost)	-	
National Savings Certificates (Lodged with Government Department) & others	-*	-*
Investments	**265.49**	**559.14**
In equity shares of Joint Ventures (valued at cost)		
32,22,31,817 (previous year 32,22,31,817) fully paid Equity Shares of ₹ 10 each of Adani International Container Terminal Private Limited (refer note 36 (B))	-	-
5,93,78,278 (previous year 5,93,78,278) fully paid Equity Shares of ₹ 10 each of Adani CMA Mundra Terminal Private Limited (refer note 36 (B))	-	-
30,60,000 (previous year Nil) fully paid Equity Shares of ₹ 10 each of Adani NYK Auto Logistics Solutions Private Limited (refer note 36 (B))	3.00	-
Investments accounted using Equity Method	**3.00**	**-**
	268.49	**559.14**

-* Figures being nullified on conversion to ₹ in crore.

Notes:

a) Aggregate amount of unquoted investments as at March 31, 2019 ₹ 268.49 crore (previous year ₹ 559.14 crore).

b) 1,000 fully paid equity shares (previous year - 1,000) of Mundra Port Pty Limited. (Refer note 35(u)) has been pledged with banks against borrowings by the respective entity.

c) Reconciliation of Fair value measurement of the investment in unquoted equity shares

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Opening Balance	242.14	225.19
Add : Investment made during the year	0.10	5.21
Fair value gain recognised in Other comprehensive income	23.25	11.74
Closing Balance	**265.49**	**242.14**

d) During the year, pursuant to issuance of new equity shares by Adani Dhamra LPG Terminal Private Limited ("ADLTPL") and Mundra LPG Terminal Private Limited ("MLTPL") to Adani Trading Services LLP on a private placement basis on December 29, 2018, these companies (ADLTPL, MLTPL) have ceased to be subsidiaries of the Company. With regards to loss of control of the subsidiary subsequently, the investment has since been classified as Fair Value through OCI.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2019

5 Trade Receivables

(Unsecured, unless otherwise stated)

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Trade Receivables				
Considered good (refer note 31)	-	2.14	2,838.24	4,334.34
Less : Allowances for expected credit loss	-	-	(48.58)	(24.43)
	-	**2.14**	**2,789.66**	**4,309.91**
Other Trade Receivables	-	2.14	2,431.91	3,537.91
Customers' Bill Discounted (refer note (c) below)	-	-	357.75	772.00
Total Trade Receivables	**-**	**2.14**	**2,789.66**	**4,309.91**

Notes:

a) No trade or other receivables are due from directors or other officers of the Company either severally or jointly with any other person nor any trade or other receivable are due from firms or private companies in which any director is a partner, a director or a member.

b) Generally, as per credit terms trade receivable are collectable within 30-180 days although the Group provide extended credit period with interest between 8% to 15% considering business and commercial arrangements with the customers including the related parties. Receivable of ₹ 0.43 crore (previous year ₹ 2.54 crore) are contractually collectable on deferred basis.

c) The Carrying amounts of the trade receivables include receivables amounting to ₹ 357.75 crore (previous year ₹ 772 crore) which are subject to a bills discounting arrangement. Under this arrangement, the Group has transferred the relevant receivables to the bank / financial institution in exchange of cash and is prevented from selling or pledging the receivables. The Cost of bill discounting is to the customer's account as per the arrangement. However, the Group has retained late payment and credit risk. The Group therefore continues to recognise the transferred assets in their entirety in its balance sheet. The amount repayable under the bills discounting arrangement is presented as unsecured borrowing in note 17.

d) Trade receivable includes regular receivables arising from services provided to power companies which are passing through a difficult external environment causing certain delays in payment.

The Group has reviewed these receivables and considering the improving market conditions in the power sector, expects that the power companies will improve their operating effectiveness and recover past dues from Discoms and thereby the Group believes that the amount is good and recoverable.

6 Loans

(Unsecured unless otherwise stated)

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Loans to Joint Venture Entities				
- Considered Good	1,219.54	1,193.06	269.50	20.31
Loans to Related Parties				
- Considered Good	-	-	3.25	-
Loans to others (refer note below)				
- Considered Good	-	2.80	1,274.86	1,484.58
	1,219.54	**1,195.86**	**1,547.61**	**1,504.89**

Note:

Loan to others includes inter-corporate deposits aggregating ₹ 1,092.10 crore (previous year ₹ 1,105.40 crore) (Including renewals on due dates) to third parties. These deposits are given at prevailing market interest rates. The inter-corporate deposits have been approved by the Finance committee of the Board of Directors and subsequently noted by the Board of Directors of the company. The Group has received undertaking from one of the promoter owned entity to unconditionally honour the dues from these parties along with interest in case these are not paid by the parties.

Notes to the Consolidated Financial Statements
for the year ended March 31, 2019

7 Other Financial Assets

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Security deposits (refer note 34(i))				
- Considered good	2,763.70	488.35	121.18	292.46
- Considered doubtful	-	-	7.27	7.27
	2,763.70	**488.35**	**128.45**	**299.73**
Allowances for doubtful deposit	-	-	(7.27)	(7.27)
	2,763.70	**488.35**	**121.18**	**292.46**
Loans and Advances to Employees	1.77	2.20	3.15	2.87
Land Lease Receivable (refer note 20 (c))	1,405.50	923.81	53.07	4.64
Bank Deposit with original maturity of more than twelve months and margin money deposits (refer note 11)	9.93	40.51	-	-
Interest Accrued	25.84	-	1,209.70	694.30
Non Trade Receivable	-	-	574.73	107.08
Asset under Service Concession	108.06	-	20.22	-
Receivables against sale of investment (refer note 35(u))	-	-	84.17	85.93
Derivative Instruments / Forward Contracts Receivable	-	-	72.57	61.91
Advances for land consideration	31.93	35.96	4.03	1.52
Financial Guarantee received	-	-	-	4.37
Insurance Claim Receivables	-	-	8.40	0.50
Gratuity Assets (refer note 28)	-	-	1.98	2.77
	4,346.73	**1,490.83**	**2,153.20**	**1,258.35**

8 Other Assets

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Capital advances (refer note (a) & (b) below)				
- Secured, considered good	34.35	0.04	-	-
- Unsecured, considered good	1,162.89	792.37	-	111.29
- Unsecured, doubtful	10.59	10.59	-	-
	1,207.83	**803.00**	**-**	**111.29**
Less: Allowances for doubtful advances	(10.59)	(10.59)	-	-
	1,197.24	**792.41**	**-**	**111.29**
Balance with Government Authorities	343.36	244.90	171.75	144.36
Prepaid Expenses	155.91	89.42	45.62	34.55
Accrued revenue (refer note 39)	-	-	63.46	202.30
Contract Assets (refer note (c) below)	-	-	79.40	60.97
Advances recoverable other than in cash				
To others	0.06	0.12	68.46	83.03
To related parties	237.10	-	127.87	334.67
Export benefits and Other receivables	258.22	-	296.32	409.96
Taxes recoverable (net) (refer note 26)	236.39	187.39	-	-
	2,428.28	**1,314.24**	**852.88**	**1,381.13**

Notes:

a) Capital advance includes ₹ 198.72 crore (previous year ₹ 111.40 crore) paid to various parties and government authorities towards purchase of land.

b) The Group has received bank guarantees of ₹ 34.35 crore (previous year ₹ 0.04 crore) against capital advances.

Notes to the Consolidated Financial Statements
for the year ended March 31, 2019

c) Contract assets are the right to receive consideration in exchange for services transferred to the customer. Contract assets are initially recognised for revenue earned from services as receipt of consideration is conditional on successful completion of services. Upon completion of services and acceptance by the customers, the amounts recognised as contract assets are reclassified to financial assets.

9 Inventories

(At lower of cost and Net realisable value)

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Stores and Spares, Fuel and Lubricants	-	-	243.79	223.22
Project work in progress (refer note 39)	-	-	562.89	297.07
	-	**-**	**806.68**	**520.29**

10 Current Investments

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Unquoted mutual funds (valued at fair value through profit or loss)		
Nil (previous year 22,457.17 units) of ₹ 10 each in ICICI Prudential Liquidity - Direct Plan - Growth	-	0.58
2,50,000 units (previous year 2,50,000 units) of ₹ 10 each in HDFC Mutual Fund	0.25	0.25
49,638 units (previous year Nil) of ₹ 2929 each in SBI Mutual Fund	14.54	-
48,465 units (previous year Nil) of ₹ 2267 each in IDFC cash fund Mutual Fund	10.99	-
4,332.65 Units (Previous Year Nil) of ₹ 300 each in Aditya Birla Sun Life Cash Plus - Direct Plan - Growth	0.13	-
20,020.33 Units (Previous Year Nil) of ₹ 300 each in Aditya Birla Sun Life Liquid Fund - Direct Plan - Growth	0.60	-
Investment in Commercial Papers (CP) (Valued at Amortised Cost)		
Commercial Papers of ECAP Equities Limited	432.30	518.95
Investment in Debentures (Valued at Amortised Cost)		
550 (previous year Nil) 9.55 % Non-Convertible Redeemable Debentures of ₹ 10,00,000 each of J M Financial Products Limited	55.00	-
	513.81	**519.78**
Aggregate carrying value of unquoted Mutual Funds	26.51	0.83
Aggregate net assets value of unquoted Mutual Funds	26.51	0.83
Aggregate carrying value of unquoted investment in Commercial Papers and Debentures	487.30	518.95

Note:

Investments in commercial papers of ECAP Equities Limited is rated A1+ during current year and previous year.

Notes to the Consolidated Financial Statements
for the year ended March 31, 2019

11 Cash and Bank Balances

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Cash and cash equivalents				
Balance in current accounts	-	-	4,612.89	548.05
Deposits with original maturity of less than three months	-	-	185.07	33.44
Cheques on hand	-	-	-	241.86
Cash on hand	-	-	0.23	0.13
	-	**-**	**4,798.19**	**823.48**
Other bank balances				
Bank Deposits with maturity of more than 12 months	-	37.51	-	-
In Current Accounts (earmarked for Unpaid Dividend)	-	-	1.08	0.88
Deposits with original maturity over 3 months but less than 12 months	-	-	1,067.58	2,117.25
Margin Money Deposits	9.93	3.00	100.45	25.94
	9.93	**40.51**	**1,169.11**	**2,144.07**
Amount disclosed under Non- Current Financial Assets (refer note 7)	(9.93)	(40.51)	-	-
	-	**-**	**1,169.11**	**2,144.07**

Note:

Margin Money Deposits aggregating to ₹ 110.38 crore (previous year ₹ 28.94 crore) are pledged / lien against bank guarantees, letter of credit and other credit facilities.

12 Equity Share Capital

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Equity share capital		
Authorised share capital		
4,97,50,00,000 (previous year 4,97,50,00,000) Equity Shares of ₹ 2 each	995.00	995.00
	995.00	**995.00**
Issued, subscribed and fully paid-up share capital		
2,07,09,51,761 (previous year 2,07,09,51,761) fully paid up Equity Shares of ₹ 2 each	414.19	414.19
	414.19	**414.19**

a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting year

Equity Shares	March 31, 2019		March 31, 2018	
	No	₹ in crore	No	₹ in crore
At the beginning of the year	2,07,09,51,761	414.19	2,07,09,51,761	414.19
Add/(Less):- Change during the year	-	-	-	-
Outstanding at the end of the year	**2,07,09,51,761**	**414.19**	**2,07,09,51,761**	**414.19**

Notes:

Terms/rights attached to equity shares

(i) The Company has only one class of equity share having par value of ₹ 2 per share. Each holder of equity share is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees.

(ii) In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2019

(b) Equity Component of Non-cumulative Redeemable Preference Shares

Particulars	March 31, 2019		March 31, 2018	
	No	₹ in crore	No	₹ in crore
At the beginning of the year	28,11,037	165.88	28,11,037	165.88
Change during the year	-	-	-	-
Outstanding at the end of the year	**28,11,037**	**165.88**	**28,11,037**	**165.88**

Terms of Non-cumulative Redeemable Preference shares:

The Company has outstanding 28,11,037 0.01 % Non-Cumulative Redeemable Preference Shares ('NCRPS') of ₹ 10 each issued at a premium of ₹ 990.00 per share. Each holder of preference shares has a right to vote only on resolutions placed before the Company which directly affects the right attached to preference share holders. These shares are redeemable on March 28, 2024 at an aggregate premium of ₹ 278.29 crore (equivalent to ₹ 990.00 per share). In the event of liquidation of the Company, the holder of NCRPS (before redemption) will have priority over equity shares in the payment of dividend and repayment of capital. The preference shares carry fixed dividend which is non-discretionary.

The Preference Shares issued by the Company are classified as Compound Financial Instrument. These preference shares are separated into liability and equity components based on the terms of the contract. Interest on liability component is recognised as interest expense using the effective interest method.

The equity component of convertible preference shares includes the securities premium amount received on issue of preference shares and the preference share capital, redemption premium reserve being created in compliance of the Companies Act, 2013.

c) Details of shareholders holding more than 5% shares in the Company

Equity Shares	March 31, 2019		March 31, 2018	
	No	% holding in the class	No	% holding in the class
Equity shares of ₹ 2 each fully paid				
i) Gautambhai Shantilal Adani and Rajeshbhai Shantilal Adani (on behalf of S.B. Adani Family Trust)	81,27,65,189	39.25%	87,73,17,807	42.36%
ii) Adani Tradeline LLP (Formerly, known as Parsa Kente Rail Infra LLP)	14,05,12,153	6.78%	14,05,12,153	6.78%
Non-Cumulative Redeemable Preference Shares of ₹ 10 each fully paid up				
Gujarat Ports Infrastructure and Development Co. Limited	3,09,213	11.00%	3,09,213	11.00%
Priti G. Adani	5,00,365	17.80%	5,00,365	17.80%
Shilin R. Adani	5,00,364	17.80%	5,00,364	17.80%
Pushpa V. Adani	5,00,365	17.80%	5,00,365	17.80%
Ranjan V. Adani	5,00,455	17.80%	5,00,455	17.80%
Suvarna M. Adani	5,00,275	17.80%	5,00,275	17.80%
	28,11,037	**100.00%**	**28,11,037**	**100.00%**

13 Other Equity

Equity Component of Non Cumulative Redeemable Preference shares

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Opening Balance	165.88	165.88
Closing Balance	**165.88**	**165.88**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2019

Reserves and Surplus

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Securities Premium		
Opening Balance	2,551.72	2,535.70
Share in Securities Premium of Joint Venture	-	16.02
Closing Balance	**2,551.72**	**2,551.72**

Note:- Securities premium represents the premium received on issue of shares over and above the face value of equity shares. The same is available for utilisation in accordance with the provisions of the Companies Act, 2013.

₹ in crore

Particulars	March 31, 2019	March 31, 2018
General Reserve		
Opening Balance	2,260.87	2,141.55
Add- Transfer from Debenture Redemption Reserve	315.00	119.32
Closing Balance	**2,575.87**	**2,260.87**

Note:- The general reserve is used from time to time to transfer profit from retained earnings for apportion purposes. As the general reserve is created by transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve will not be reclassified subsequently to profit and loss.

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Debenture Redemption Reserve ("DRR")		
Opening Balance	661.71	476.21
Add: Transferred from Retained Earnings	167.33	304.82
Less: Transferred to General Reserve	(315.00)	(119.32)
Closing Balance	**514.04**	**661.71**

Note: The Company has issued redeemable non-convertible debentures. Accordingly, the Companies (Share capital and Debentures) Rules, 2014 (as amended), require the company to create DRR out of profits of the company available for payment of dividend. DRR is required to be created for an amount which is equal to 25% of the value of debentures issued. The DRR is created over the life of debentures out of retained earnings.

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Tonnage Tax Reserve		
Opening Balance	319.50	3.30
Add: Transferred from Retained Earnings	210.32	316.20
Closing Balance	**529.82**	**319.50**

Note:- Subsidiary companies, The Adani Harbour Services Private Limited and Shanti Sagar International Dredging Private Limited have opted for Tonnage Tax Scheme u/s 115V of the Income Tax Act, 1961. Accordingly Section 115 VT of the Income Tax Act, 1961 requires the said companies to create Tonnage Tax Reserve and transfer the amount equivalent to 20% of the book profits of the said companies from retained earnings to Tonnage Tax Reserve and to be utilised only for the purpose as mentioned in the said Act.

Notes to the Consolidated Financial Statements
for the year ended March 31, 2019

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Foreign Currency Monetary Item Translation Difference Account		
Opening Balance	(37.13)	(74.55)
Add : Foreign exchange (loss)/gain during the year	(153.47)	(7.92)
Less : Amortised in statement of profit and loss	119.53	45.34
Closing Balance	**(71.07)**	**(37.13)**

Note: Exchange differences arising on outstanding long term foreign currency monetary items applied towards long term assets (other than depreciable assets) recognised in the Indian GAAP financial statements for the period ending immediately before the beginning of the first Ind AS financial reporting period i.e. March 31, 2016 are accumulated in the "Foreign Currency Monetary Item Translation Difference Account" (FCMITDA) and amortized over the remaining life of the concerned monetary item or financial year 2019-20 whichever is earlier.

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Retained Earnings		
Opening Balance	14,582.00	11,722.42
Add : Impact of Demerger (refer note 41)	-	123.96
Add : Profit attributable to equity holders of the parent	3,990.22	3,673.62
Less : Dividend on shares	(414.19)	(269.22)
Less : Dividend distribution tax paid (DDT)	(85.64)	(54.81)
Less : Transfer to Debenture Redemption reserve	(167.33)	(304.82)
Less : Transfer to Tonnage Tax Reserve	(210.32)	(316.20)
Less : Others	(3.34)	-
Add: Gain on increase in non controlling interest	0.41	-
Add: Impact of Demerger on Non-controlling interest	-	6.46
Add / (Less) : Remeasurement (losses) / gains on defined benefit plans (net of tax)	(2.23)	0.59
Closing Balance	**17,689.58**	**14,582.00**

Note:- The portion of profits not distributed among the shareholders are termed as retained earnings. The Company may utilize the retained earnings for making investments for future growth and expansion plans, for the purpose of generating higher returns for the shareholders or for any other specific purpose, as approved by the Board of Directors of the Company.

Other Comprehensive Income

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Foreign Currency translation reserve		
Opening Balance	(0.01)	0.73
Add/(Less):- Change during the year	(0.20)	(0.74)
Closing Balance	**(0.21)**	**(0.01)**

Note:- Exchange differences relating to translation of results and net assets of the group's foreign operations from their functional currencies to the group's presentation currency (i.e rupees) are recognised directly in other comprehensive income and accumulated in foreign currency translation reserve.

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Equity instrument through other comprehensive income		
Opening Balance	150.10	140.55
Add : Change in fair value of FVTOCI Equity Investments (net of tax)	18.28	9.55
Closing Balance	**168.38**	**150.10**

Note:- This reserve represents the cumulative gains and losses arising on the revaluation of equity investments measured at fair value through other comprehensive income.

Total Other Equity	**24,124.01**	**20,654.64**

Notes to the Consolidated Financial Statements
for the year ended March 31, 2019

₹ In Crore

Particulars	March 31, 2019	March 31, 2018
Dividend Distribution made and proposed		
Cash Dividend on equity share declared and paid		
Final Dividend for the year ended March 31, 2018 (₹ 2.00 per share) and March 31, 2017 (₹ 1.30 per share)	414.19	269.22
Dividend Distribution Tax	86.57	54.81
	500.76	**324.03**
Proposed Dividend on Equity Shares		
Final Dividend for the year ended March 31, 2019 to be decided in the board meeting scheduled on June 04, 2019. (previous year ₹ 2.00 per share) (refer note 45(i))	-	414.19
Dividend Distribution Tax	-	85.14
	-	**499.33**
Cash Dividend on Preference Shares declared and paid		
Dividend @ 0.01 % on Non-Cumulative Redeemable Preference Shares	-*	-*
Dividend Distribution Tax	-*	-*
Proposed Dividend on Preference Shares		
Dividend @ 0.01 % on Non-Cumulative Redeemable Preference Shares	-*	-*
Dividend Distribution Tax	-*	-*

-* Figure nullified in conversion of ₹ in crore

Proposed dividend on equity shares are subject to approval at the annual general meeting and are not recognised as liability (including dividend distribution tax thereon)

14 Long Term Borrowings

₹ In Crore

Particulars	Non-current portion		Current portion	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Debentures				
2,520 (previous year 2,520) 9.35% Non Convertible Redeemable Debentures of ₹ 10,00,000 each Secured (Redeemable on July 04, 2026) (refer note (c) below)	251.32	251.25	-	-
16,000 (previous year 16,000) 7.65% Non Convertible Redeemable Debentures of ₹ 10,00,000 each Secured (Redeemable ₹ 533.30 crore on October 31, 2025, ₹ 533.30 crore on October 31, 2026 and ₹ 533.40 crore on October 30, 2027) (refer note (e) below)	1,584.36	1,582.84	-	-
10,000 (previous year 10,000) 8.22% Non Convertible Redeemable Debentures of ₹ 10,00,000 each Secured (Redeemable ₹ 333.30 crore on March 07, 2025, ₹ 333.30 crore on March 07, 2026 and ₹ 333.40 crore on March 08, 2027) (refer note (c) below)	1,000.00	1,000.00	-	-
13,000 (previous year 13,000) 8.24% Non Convertible Redeemable Debentures of ₹ 10,00,000 each Secured (Redeemable ₹ 433.30 crore on November 29, 2024, ₹ 433.30 crore on November 29, 2025 and ₹ 433.40 crore on November 27, 2026) (refer note (d) below)	1,300.00	1,300.00	-	-
2,000 (previous year 2,000) 9.35% Non Convertible Redeemable Debentures of ₹ 10,00,000 each Secured (Redeemable ₹ 100 crore on May 26, 2023 and ₹ 100 crore on May 27, 2026) (refer note (a) below)	198.25	198.00	-	-
4,940 (previous year 4,940) 10.50% Non Convertible Redeemable Debentures of ₹ 10,00,000 each Secured (Redeemable at three annual equal instalments commencing from February 25, 2021) (refer note (a) below)	494.00	494.00	-	-

Notes to the Consolidated Financial Statements

for the year ended March 31, 2019

₹ In Crore

Particulars	Non-current portion		Current portion	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
400 (previous year 400) 10.50% Non Convertible Redeemable Debentures of ₹ 10,00,000 each Secured (Redeemable in 4 quarterly equal instalments on December 27, 2020, March 27, 2021, June 27, 2021, and September 27, 2021) (refer note (b) below)	39.40	39.13	-	-
1,500 (previous year 9,000) 9.05% Non Convertible Redeemable Debentures of ₹ 10,00,000 each Secured (Redeemable on May 22, 2019) (refer note (a) below)	-	900.00	150.00	-
5,000 (previous year 5,000) 9.05% Non Convertible Redeemable Debentures of ₹ 10,00,000 each Secured. (Redeemable on April 10, 2019) (refer note (a) below)	-	498.34	499.96	-
Nil (previous year 5,000) 9.05% Non Convertible Redeemable Debentures of ₹ 10,00,000 each Secured (Redeemed ₹ 250 crore on June 18, 2018 and ₹ 250 crore on September 18, 2018) (refer note (c) below)	-	-	-	499.71
Nil (previous year 200) 10.50% Non Convertible Redeemable Debentures of ₹ 5,00,000 each (Redeemed on June 27, 2018 and September 27, 2018) (refer note (b) below)	-	-	-	10.00
Preference shares				
Liability Component of Compound Financial Instrument - 0.01% Non Cumulative Redeemable Preference Shares (unsecured) (refer note 12(b))	99.94	91.69	-	-
Term loans				
Foreign currency loans:				
From banks (secured)	733.37	914.34	151.12	153.73
From banks (unsecured)	1,098.52	1,039.87	-	-
From Other financial institutions (secured)	-	14.60	15.49	14.11
3.50% Foreign Currency Bond priced at 195 basis points over the 5 years US Treasury Note (unsecured)	4,495.08	4,236.38	-	-
3.95% Foreign Currency Bond priced at 189 basis points over the 5 years US Treasury Note (unsecured)	3,436.93	3,230.33	-	-
4 % Foreign Currency Bond priced at 195 basis points over the 10 years US Treasury Note (unsecured)	3,407.75	3,203.06	-	-
Rupee loans:				
From banks (secured)	694.39	399.02	136.36	59.78
From other financial institutions (unsecured)	3.64	3.66	2.30	1.20
From others (unsecured)	2.48	3.88	-	-
Foreign currency letters of credit				
From banks (secured)	-	570.39	-	-
From banks (unsecured)	1,043.89	658.19	161.24	63.49
	19,883.32	**20,628.97**	**1,116.47**	**802.02**
The above amount includes				
Secured borrowings	6,295.09	8,161.91	952.93	737.33
Unsecured borrowings	13,588.23	12,467.06	163.54	64.69
Amount disclosed under the head Current Financial Liabilities (refer note 15)	-	-	(1,116.47)	(802.02)
	19,883.32	**20,628.97**	**-**	**-**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2019

Notes:

a) Debentures include Secured Non-Convertible Redeemable Debentures amounting to ₹ 1,342.21 crore (previous year ₹ 2,090.34 crore) which are secured by first Pari-passu charge on all the immovable and movable assets of Multi-purpose Terminal, Terminal-II and Container Terminal –II project assets. ₹ 750 crore (7500 debentures of ₹ 10,00,000/- each) were bought back on March 29, 2019 based on the resolution passed by the board at its meeting held on March 18, 2019.

b) Debentures include Secured Non-Convertible Redeemable Debentures aggregating to ₹ 39.40 crore (previous year ₹ 49.13 crore) which are secured by exclusive mortgage and charge on entire Single Point Mooring (SPM) facilities serving Indian Oil Corporation Limited - Mundra and the first charge over receivables from Indian Oil Corporation Limited.

c) Debentures include Secured Non-Convertible Redeemable Debentures aggregating to ₹ 1,251.32 crore (previous year ₹ 1,750.96 crore) which are secured by first pari-passu charge on all the movable and immovable assets pertaining to coal terminal project assets at Wandh.

d) Debentures include Secured Non-Convertible Redeemable Debentures aggregating to ₹ 1,300.00 crore (previous year ₹ 1,300.00 crore) which are secured by first pari-passu charge on specified assets of certain subsidiary companies' arrangements as per Debenture Trust Deed.

e) Debentures include Secured Non-Convertible Redeemable Debentures aggregating to ₹ 1,584.36 crore (previous year ₹ 1,582.84 crore) are secured by first pari-passu charge on specified assets of one of the subsidiary companies' arrangements as per Debenture Trust Deed.

f) Foreign currency loans aggregating to ₹ 120.11 crore (previous year ₹ 160.66 crore) carries interest @ 6 months Euribor plus 95 basis point. The above loan is repayable in 7 Semi-annual instalment of ₹ 17.16 crore from the balance sheet date. The loan is secured by exclusive charge on the Dredgers procured under the facility.

g) Foreign currency loans aggregating to ₹ 50.43 crore (previous year ₹ 70.04 crore) carries interest @ 6 months Euribor plus 75 basis point. The loan is repayable in 6 semi annually equal instalments of approx. ₹ 8.45 crore from the balance sheet date. The loan is secured by exclusive charge on the Cranes purchased under the facility.

h) Foreign currency letters of credit aggregating to ₹ Nil (previous year ₹ 570.39 crore) carried interest @ 3 to 6 months libor plus basis point in range of 21 to 46.The loan was secured against exclusive charge on assets purchased under the facility.

i) Unsecured Loan

(i) 5 years Foreign Currency Bond of USD 650 million equivalent to ₹ 4,495.08 crore (previous year ₹ 4,236.38 crore) carries interest @ 3.50 % p.a. with bullet repayment in the year 2020.

(ii) 5 years Foreign Currency Bond of USD 500 million equivalent to ₹ 3,436.93 crore (previous year ₹ 3,230.33 crore) carries interest rate at 3.95% p.a. with bullet repayment in the year 2022.

(iii) 10 years Foreign Currency Bond of USD 500 million equivalent to ₹ 3,407.75 crore (previous year ₹ 3,203.06 crore) carries interest rate at 4.00% p.a. with bullet repayment in the year 2027.

(iv) Foreign Currency Loan aggregating to ₹ 1,098.52 crore (previous year ₹ 1,039.87 crore) carries interest at 2.85% fixed for 18 months and than after 6 months Libor plus 125 basis point is repayable in the year 2021.

(v) Foreign currency letters of credit aggregating to ₹ 553.61 crore (previous year ₹ 23.42 crore) carries interest at 3 months Libor plus basis point in range of 50 to 65 and 3 to 12 months Euribor plus basis point in range of 65 to 75. ₹ 553.61 crore payable on maturity from 2020-21 to 2021-22.

(vi) Rupee Term Loan aggregating to ₹ 5.94 crore (previous year ₹ 4.86 crore) carries interest ranging from 4.55 % p.a. to 7.95 % p.a. repayment beginning from May 2018 and having last repayment date on November 2021.

j) Term loan taken by the subsidiaries includes:

i) The subsidiary company has suppliers bills accepted under foreign currency letter of credit amounting to ₹ Nil (previous year ₹ 1.11 crore). Suppliers bills accepted under foreign currency letter of credit carries interest Euribor plus 28 basis points and the loan is repaid on July 13, 2018. This facility is availed out of the facility sanctioned to the Company.

ii) Foreign currency term loans from financial institutions amounting to ₹ 15.49 crore (previous year ₹ 28.71 crore) taken by Karnavati Aviation Private Limited carries interest @ of libor plus 253 basis point. The Loan is repayable in 2 Half yearly instalments from balance sheet date. The loan is

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for the year ended March 31, 2019

secured by hypothecation of Aircraft Challenger 605. Foreign currency term loans from banks amounting to ₹ 74.24 crore (previous year ₹ 96.48 crore) taken by Karnavati Aviation Private Limited carries interest @ of libor plus 175 basis point. The Loan is repayable in 10 Quarterly instalments from balance sheet date. The loan is secured by hypothecation of Aircraft Legacy 650.

iii) Suppliers bills accepted under foreign currency letter of credit of Adani Hazira Port Private Limited amounting to ₹ Nil (previous year ₹ 89.44 crore). Suppliers bills accepted under foreign currency letter of credit carries interest in the range of Libor plus 0.21% to 0.51%. The same is repaid during the year.

iv) Foreign currency letter of credit of Adani Kattupalli Port Private Limited amounting to ₹ Nil (previous year ₹ 3.34 crore). Suppliers bills accepted under foreign currency letter of credit carries nil interest. The same is repaid during the year.

v) Suppliers bills accepted under foreign currency letters of credit of Adani Vizag Coal Terminal Private Limited aggregating of ₹ Nil (previous year ₹ 60.15 crore) carries interest of 3 Months Euribor 50 basis point. The loan is repaid on August 07, 2018.

vi) Loans from banks taken by The Dhamra Port Company Limited includes secured rupee term loan from banks amounting to ₹ 398.92 crore (previous year ₹ 458.60 crore) payable in 24 quarterly instalments starting from June 2016 to March 2022 carries interest @ 8.30% to 8.35% p.a. The loan is secured by a first pari passu charge on all immovable Property, Plant and Equipments (including lease hold properties), movable fixed assets, non-current assets & current assets (including book debts, operating cash flows, receivables, revenue), intangible assets, pertaining to the existing project capacity both present & future. Also secured by pledge of shares representing 30% of the total equity paid up capital of the Company. Foreign Currency Term loan prepaid during the year however, release of charge is pending at the end of Year.

Suppliers bills accepted under foreign currency letters of credit amounting ₹ 161.24 crore (previous year ₹ 151.96 crore). The loan is unsecured and carries interest 3 month LIBOR plus 1.20 basis point and 6 month LIBOR plus 0.5%. The loan is repayable by April 02, 2019. This facility is availed out of the facility sanctioned to the Company.

vii) Suppliers bills accepted under foreign currency letters of credit by Adani Ennore Container Terminal Private Limited aggregating to ₹ 345.93 crore (previous year ₹ 392.26 crore). The loan carries interest @ 3 to 6 Months Libor plus basis points in the range of 50 to 120.These facilities are availed out of the facilities sanctioned to holding company.

viii) Term Loan from Banks taken by MPSEZ Utilities Private Limited aggregating to ₹ 0.10 crore (previous year ₹ 0.20 crore) are secured by way of hypothecation of Plant and Machinery of Company's transmission & distribution business. The loan carries interest rate of Base Rate + 1% and is repayable in equal quarterly instalment after moratorium of 3 months. The tenure of loan is upto March 31, 2020.

ix) Loan taken by Adinath Polyfills Private Limited aggregating to ₹ 2.48 crore (previous year ₹ 3.88 crore) from its related parties.

x) Term Loan from Banks taken by Shanti Sagar International Dredging Private Limited aggregating to ₹ 639.71 crore (previous year ₹ 740.89 crore) are secured by way of first ranking exclusive charge over the assets of company committed under agreement, Charge on assets has been created through agreement in favor of Axis Trustee Service Limited acting on behalf of all the lenders. The same carries interest in the range of 6 month EURIBOR Zero ("0") plus 50 basis points. The loans are repayable 6 monthly in 20 equal installments commencing from May 16, 2018 and final repayment will be done on November 16, 2027.

xi) Loan taken by Adani Agri Logistics Limited aggregating to ₹ 290.43 crore from ICICI bank is secured by first exclusive charge on mortgage of immovable properties pertaining to the project, first exclusive charge by way of hypothecation of all movable assets, first exclusive charge on book debts, operating cash flows, receivables, commission, revenues of projects, first exclusive charge by way of hypothecation over Escrow Account and DSRA, first charge by way of assignment of project rights. The term loan will be repaid based on monthly instalments as per the loan repayment schedule agreed upon in the sanction letter.

- The Term Loan having sanctioned amount of ₹ 450 crore carries interest rate ranging from 8.75% p.a. to 9.25% p.a.
- The Term Loan having sanctioned amount of ₹ 25 crore carries interest rate ranging from 10.15% p.a. to 10.65% p.a.

xii) Indian rupee loan taken by Adani Agri Logistics (Satna) Limited aggregating to ₹ 17.40 crore from

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for the year ended March 31, 2019

bank carries floating rate of interest of Yes Bank's 1 year MCLR + 0.35% per annum payable monthly. Applicable interest spread shall be reset first on the expiry of 36 months from the first disbursement and annually thereafter. The loan is secured on first charge by way of hypothecation of all movable assets and intangible assets and assignment of book debt, operating cash flows, revenues and receivables of projects. The repayment of term loan will commence from March 01, 2020 in 39 quarterly instalments.

xiii) Indian rupee loan taken by Adani Agri Logistics (Ujjain) Limited aggregating to ₹ 16.14 crore from bank carries floating rate of interest of Yes Bank's 1 year MCLR + 0.35% per annum payable monthly. Applicable interest spread shall be reset first on the expiry of 36 months from the first disbursement and annually thereafter. The loan is secured on first charge by way of hypothecation of all movable assets and intangible assets and assignment of book debt, operating cash flows, revenues and receivables of projects. The repayment of term loan will commence from June 01, 2019 in 42 quarterly instalments.

xiv) Indian rupee loan taken by Adani Agri Logistics (Dewas) Limited aggregating to ₹ 17.79 crore from bank carries floating rate of interest of Yes Bank's 1 year MCLR + 0.35% per annum payable monthly. Applicable interest spread shall be reset first on the expiry of 36 months from the first disbursement and annually thereafter. The loan is secured on first charge by way of hypothecation of all movable assets and intangible assets and assignment of book debt, operating cash flows, revenues and receivables of projects. The repayment of term loan have commenced from March 01, 2019 in 43 quarterly instalments.

xv) Indian rupee loan taken by Adani Agri Logistics (Kotkapura) Limited aggregating to ₹ 21.71 crore from bank carries floating rate of interest of Yes Bank's 1 year MCLR + 0.20% per annum payable monthly. Applicable interest spread shall be reset first on the expiry of 12 months from the first disbursement and annually thereafter. The loan is secured on first charge by way of hypothecation of all movable assets and intangible assets and assignment of book debt, operating cash flows, revenues and receivables of projects. The repayment of term loan will commence from November 20, 2019 in 70 quarterly structured instalments.

xvi) Indian rupee loan taken by Adani Agri Logistics (MP) Limited aggregating to ₹ 19.55 crore from bank carries floating rate of interest of Yes Bank's 1 year MCLR + 0.35% per annum payable monthly. Applicable interest spread shall be reset first on the expiry of 36 months from the first disbursement and annually thereafter. The loan is secured on first charge by way of hypothecation of all movable assets and intangible assets and assignment of book debt, operating cash flows, revenues and receivables of projects. The repayment of term loan will commence from June 01, 2019 in 42 quarterly installments.

xvii) Indian rupee loan taken by Adani Agri Logistics (Harda) Limited aggregating to ₹ 18.48 crore from bank carries floating rate of interest of Yes Bank's 1 year MCLR + 0.35% per annum payable monthly. Applicable interest spread shall be reset first on the expiry of 36 months from the first disbursement and annually thereafter. The loan is secured on first charge by way of hypothecation of all movable assets and intangible assets and assignment of book debt, operating cash flows, revenues and receivables of projects. The repayment of term loan will commence from March 01, 2020 in 39 quarterly installments.

xviii) Indian rupee loan taken by Adani Agri Logistics (Hoshangabad) Limited aggregating to ₹ 18.63 crore from bank carries floating rate of interest of Yes Bank's 1 year MCLR + 0.35% per annum payable monthly. Applicable interest spread shall be reset first on the expiry of 36 months from the first disbursement and annually thereafter. The loan is secured on first charge by way of hypothecation of all movable assets and intangible assets and assignment of book debt, operating cash flows, revenues and receivables of projects. The repayment of term loan will commence from September 01, 2019 in 41 quarterly instalments.

xix) Letter of credit facilities taken by Adani Vizhinjam Port Private Limited of ₹ 144.35 crore (Previous year ₹ NIL) carries NIL interest rate. The facility is provided by Adani Ports and Special Economic Zone Limited out of its own bank credit facilities.

xx) Indian rupee loan taken by Adani Agri Logistics (Katihar) Limited aggregating to ₹ 11.60 crore from bank carries floating rate of interest of Yes Bank's 1 year MCLR + 0.20% per annum payable monthly. Applicable interest spread shall be reset first on the expiry of 12 months from the first disbursement and annually thereafter. The loan is secured on first charge by way of hypothecation of all movable assets and intangible assets and assignment of book debt, operating cash flows, revenues and receivables of projects. The repayment of term loan will commence from November 02, 2021 in 16 yearly instalments.

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for the year ended March 31, 2019

15 Other Financial Liabilities

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Current maturities of long term borrowings (refer note 14)	-	-	1,116.47	802.02
Derivative Instruments	10.88	72.49	36.31	40.64
Capital creditors and retention money	56.65	36.74	836.53	727.64
Other payables (including discounts etc.)	-	-	220.42	151.58
Obligations under lease land (refer note (a) below)	51.96	6.85	3.32	0.13
Unpaid Dividends #	-	-	1.08	0.88
Interest accrued but not due on borrowings	41.47	22.21	272.96	312.85
Deposit from Customer	4.53	3.44	30.42	18.29
Financial Guarantees given	0.56	2.71	0.66	4.37
Put Option Liability (refer note 37)	-	-	23.50	-
	166.05	**144.44**	**2,541.67**	**2,058.40**

Not due for credit to "Investors Education & Protection Fund"

Notes:

(a) Assets taken under Finance Leases – land for purposes of developing, constructing, operating and maintaining the Mundra Port and related infrastructure for providing services to the users in accordance with the terms of the concession agreement with Gujarat Maritime Board (GMB). The lease rent is subject to revision every three years on 1st April by 20% of the previous amount. The lease rent terms are for the period of 30 years and are renewable accordingly with extension or renewal of the concession agreement. The lease agreement entered is non-cancellable till the termination or expiry of the concession agreement. There is no contingent rent, no sub-leases restrictions imposed by the lease arrangements. Expenses of ₹ 0.58 crore (previous year ₹ 0.59 crore) incurred under such lease have been expensed in the statement of profit and loss.

(b) Assets taken under Finance Leases - land for purpose of developing, operating and maintaining port and related infrastructure facilities in accordance with the terms of Concession Agreement with Government of Odisha. The lease rent is subject to revision for every 3 years by 10% of previous amount. The lease agreement entered is non-cancellable till the expiry of lease period. There is no contingent rent, no sub-leases and no restrictions imposed by the lease arrangements. Expenses of ₹ 0.23 crore (previous year Nil) incurred under such lease have been expensed in the statement of profit and loss.

Future minimum lease payments under finance leases together with the present value of the net minimum lease payments are as follows:

₹ in crore

Particulars	Within one year	After one year but not later than five years	More than five years	Total minimum lease payments	Less: Amounts representing finance charges	Present value of minimum lease payments
March 31, 2019						
Minimum Lease Payments	4.63	19.78	114.54	138.95	(83.67)	55.28
Finance charge allocated to future periods	1.31	7.57	74.79	83.67	-	-
Present Value of MLP	3.32	12.21	39.75	55.28	-	55.28
March 31, 2018						
Minimum Lease Payments	0.71	3.13	8.34	12.18	(5.20)	6.98
Finance charge allocated to future periods	0.58	2.17	2.45	5.20	-	-
Present Value of MLP	0.13	0.96	5.89	6.98	-	6.98

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for the year ended March 31, 2019

(c) Disclosure with regards to changes in liabilities arising from Financing Activities - Ind AS7

Disclosure of changes in liabilities arising from financing activities, including changes arising from cash flows and non-cash changes (such as foreign exchange gains or losses) is as under:

₹ in crore

Particulars	Long-term Borrowings (including current maturities of long term debt)	Short-term Borrowings (including bills discounting)	Interest accrued but not due	Unpaid Dividend on Equity and Preference Shares (including dividend distribution tax)	Derivative Contract	Total
April 1, 2018	21,430.99	773.17	335.06	0.88	106.22	**22,646.32**
Cash Flows	(1,655.36)	5,963.10	(1,471.72)	(505.05)	(17.63)	**2,313.34**
Foreign Exchange Movement	767.53	(12.44)	-	-	-	**755.09**
Change in fair value	24.81	(53.18)	22.79	-	-	**(5.58)**
Charged to Profit and Loss	-	-	1,428.30	-	(43.11)	**1,385.19**
Dividend recognised during the year	-	-	-	505.25	-	**505.25**
Acquisition adjustment	431.82	289.47	-	-	-	**721.29**
Bills discounted (net)	-	(414.25)	-	-	-	**(414.25)**
March 31, 2019	20,999.79	6,545.87	314.43	1.08	45.48	**27,906.65**

₹ in crore

Particulars	Long-term Borrowings (including current maturities of long term debt)	Short-term Borrowings (including bills discounting)	Interest accrued but not due	Unpaid Dividend on Equity and Preference Shares (including dividend distribution tax)	Derivative Contract	Total
April 1, 2017	18,952.14	3,262.12	265.97	0.82	69.90	**22,550.95**
Cash Flows	2,403.81	(2,603.22)	(1,163.95)	(323.97)	(201.70)	**(1,889.03)**
Foreign Exchange Movement	153.04	1.92	14.20	-	-	**169.16**
Change in fair value	(78.00)	68.58	(38.51)	-	-	**(47.93)**
Charged to Profit and Loss	-	-	1,257.35	-	238.02	**1,495.37**
Dividend recognised during the year	-	-	-	324.03	-	**324.03**
Bills discounted (net)	-	43.77	-	-	-	**43.77**
March 31, 2018	21,430.99	773.17	335.06	0.88	106.22	**22,646.32**

16 Other Liabilities

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Advance from customers	-	-	65.90	65.88
Deposit from customers	-	-	15.43	14.31
Statutory liability	-	-	123.34	91.51
Unearned Income under long term land lease/ Infrastructure usage agreements	692.21	752.53	63.50	60.78
Deferred Income on fair valuation of Deposit taken	1.26	1.37	-	-
Deferred Government Grant (refer note (i) below)	437.21	453.26	12.04	10.43
Deferred Revenue for Service Line Contributions	27.34	20.23	-	-
Unearned revenue	-	-	65.88	10.52
Contract liabilities (refer note (ii) below)	0.31	0.35	218.18	207.39
	1,158.33	**1,227.74**	**564.27**	**460.82**

Notes to the Consolidated Financial Statements
for the year ended March 31, 2019

Note:-

(i) Movement in Deferred Government Grant

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Opening Balance	463.69	336.61
Add : Addition during the year	11.04	135.65
Less : Adjustment during the year	(14.03)	-
Less: Amortisation during the year	(11.45)	(8.57)
Closing Balance	**449.25**	**463.69**

(ii) Contract liabilities include advances received to deliver Services and as well as transaction price allocated to unsatisfied performance obligation in respect of Storage and Dispatch services of Customers' Cargo lying at Port.

17 Short Term Borrowings

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Suppliers credit from bank (unsecured)	517.41	-
Suppliers credit from bank (secured)	-	1.17
Bills acceptances (Secured)	1.00	-
Packing Credit Foreign Currency Loan from bank (Unsecured)	172.89	-
Commercial paper (Unsecured)	5,496.82	-
	6,188.12	**1.17**
Customers' Bills Discounted (Unsecured) (refer note 5 (c))	357.75	772.00
	6,545.87	**773.17**

Notes:

a) Suppliers bills accepted under foreign currency letters of credit aggregating to ₹ Nil (previous year ₹ 1.17 crore) carried interest at 6 Months Euribor plus 28 basis point. Subservient charge on movable fixed assets and current assets of the Company, except those secured by exclusive charge in favour of other lenders.

b) Factored receivables of ₹ 357.75 crore (previous year ₹ 772.00 crore) have recourse to the Company and interest liability on amount of bill discounted is borne by the customer. The maturity period of the transfer is 1 to 12 months period.

c) Suppliers bills accepted under letters of credit aggregating to ₹ 95.35 crore (previous year ₹ Nil) carries interest @ 8.22%.

d) Packing Credit foreign currency Loan aggregating to ₹ 172.89 crore (previous year ₹ Nil) carries interest at 1 Month Libor plus 75 basis point is repayable in August, 2019.

e) Commercial Paper (CP) aggregating ₹ 5,496.82 crore (previous year ₹ Nil) carried interest rate in range of 7.60 % to 8.20 % p.a. The CP had maturity period of 1 to 3 months.

f) Inland letter of credit facility taken by Dhamra LNG Terminal Private Limited from bank aggregating of ₹ 146.76 crore (Previous year ₹ Nil) is unsecured. This facility availed from bank out of the facility sanctioned to Adani Ports and Special Economic Zone Limited. Inland letter of credit carries interest rate of 7.50% to 8.50% per annum. The loan is repayable on maturity in the year 2019-20.

g) Inland Bill Payable Discounting of ₹ 107.32 crore (Previous year ₹ Nil) carries interest rate @ 9.60% per annum and is repayable on September 17, 2019.

h) Inland Bill Payable Discounting of ₹ 161.41 crore (Previous year ₹ Nil) carries interest rate @ 9.30% per annum.

i) Bill acceptances aggregating to ₹ 1.00 crore carries Nil interest rate. The same is repayable on April 16, 2019.

j) Foreign Currency Letter of Credit facilities taken by Marine Infrastructure Developer Private Limited from Banks aggregating to ₹ 6.56 crore (previous year ₹ Nil) carries interest at the rate of EURIBOR Zero plus 63 basis points. The loan is repayable in January, 2020.

Notes to the Consolidated Financial Statements
for the year ended March 31, 2019

18 Trade and Other Payables

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Payables to micro and small enterprises (refer note 43)	2.07	0.07
Other trade payables	570.00	489.66
	572.07	**489.73**
Dues to related parties included in above (refer note 31)	26.74	34.29

19 Provisions

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Provision for Employee Benefits				
Provision for gratuity (refer note 28)	0.84	0.21	3.36	2.53
Provision for compensated absences	2.62	4.01	66.46	62.02
	3.46	**4.22**	**69.82**	**64.55**
Other Provisions				
Provision for operational claims (refer note (a) below)	-	-	29.43	33.67
Provision for asset retirement obligation	0.44	-	-	-
	3.90	**4.22**	**99.25**	**98.22**

Note (a):

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Opening Balance	33.67	30.46
Add : Addition during the year	-	3.21
Less : Utilized / (Settled) during the year	(4.24)	-
Closing Balance	**29.43**	**33.67**

Operational Claims are the expected claims against outstanding receivables made/to be made by the customers towards shortages of stock, handling losses, damages to the cargo, storage and other disputes. The probability and the timing of the outflow/adjustment with regard to above depends on the ultimate settlement / conclusion with the respective customer.

20 Revenue from Operations

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Revenue from Contract with customer		
Income from Port Operations (including Port Infrastructure Services)	8,986.23	7,330.25
Income from Development of Container Infrastructure (refer note (e))	-	2,202.17
Utilities Services	104.97	95.57
Aircraft Operations	29.01	8.21
Logistics Services	487.62	733.16
	9,607.83	**10,369.36**
Lease, Upfront Premium and Deferred Infrastructure Income (refer note (b), (c), and (d) below)	843.35	591.53
Income from Export Incentive (Service Exports from India Scheme/Served from India Scheme)	329.80	263.38
Other operating income	144.46	98.69
	10,925.44	**11,322.96**

Notes to the Consolidated Financial Statements
for the year ended March 31, 2019

Notes:

a) Reconciliation of revenue recognised with Contract Price

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Contract price	9,869.09	10,522.02
Adjustment for:		
Change in Consideration	(58.56)	(30.71)
Refund Liability	(215.74)	(158.01)
Change in value of Contract Assets	18.43	19.17
Change in value of Contract Liabilities	(5.39)	16.89
Revenue from Contract with Customer	**9,607.83**	**10,369.36**

b) Lease Income includes annual income of ₹ 73.81 crore (previous Year ₹ 52.01 crore) in respect of land finance lease transaction.

c) Assets given under Finance Leases – The Company has given land on finance lease to various parties. All leases include a clause to enable upward revision of the rental charge every three to five years upto 20%. These leases have terms of between 12 and 50 years. The lease agreements entered are non-cancellable. There is no contingent rent, no sub-leases and no restrictions imposed by the lease arrangements. The company has also received one-time income of upfront premium ranging from ₹ 1500 to ₹ 5373 per Sq. mtr for use of common infrastructure by the parties. Such one-time income of upfront premium is non-refundable. Income of ₹ 718.16 crore (previous year ₹ 537.67 crore) including upfront premium of ₹ 86.38 crore (previous year ₹ 296.33 crore) accrued under such lease have been booked as income in the statement of profit and loss.

Future minimum lease receivables under finance leases together with the present value of the net minimum lease payments receivable ("MLPR") are as follows:

₹ in crore

Particulars	March 31, 2019		March 31, 2018	
	Gross Investment in the Lease	Present Value of MLPR	Gross Investment in the Lease	Present Value of MLPR
Within One Year	177.39	168.03	46.07	42.59
After one year but not later than five years	518.61	393.55	267.65	202.56
More than five years	3,019.64	896.99	2,681.72	683.30
Total minimum lease receivables	**3,715.64**	**1,458.57**	**2,995.44**	**928.45**
Less: Amounts representing finance charges	(2,257.07)	-	(2,066.99)	-
Present value of minimum lease receivables	1,458.57	1,458.57	928.45	928.45

d) Land given under operating lease

The Company has given certain land portions on operating lease. These lease arrangements range for a period between 5 and 60 years. Most of the leases are renewable for further period on mutually agreeable terms.

The total future minimum lease rentals receivable at the Balance Sheet date is as under:

₹ in crore

Particulars	March 31, 2019	March 31, 2018
For a period not later than one year	94.05	35.17
For a period later than one year and not later than five years	619.78	80.61
For a period later than five years	1,076.66	266.64
	1,790.49	**382.42**

Notes to the Consolidated Financial Statements
for the year ended March 31, 2019

e) During the previous year, the Company had transferred Container Terminal Infrastructure Assets to Adani CMA Mundra Terminal Private Limited ("ACMTPL") and Adani International Container Terminal Private Limited ("AICTPL"), ((50:50) joint venture entities) w.e.f. May 15, 2017 and November 1, 2017 respectively. The income from sale /sub-lease of core port assets aggregating to ₹ 2,202.17 crore are included in revenue from operations and corresponding related costs are shown under head Operating Expenses.

21 Other Income

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Interest income on		
Bank Deposits, Inter Corporate Deposits, Security Deposits etc.	1,123.68	790.17
Customer dues	96.51	110.91
Dividend income on Long-term Investments	7.00	4.00
Net Gain on Sale of Current Investments (Mutual Funds)	43.02	34.64
Scrap Sales	20.52	13.73
Unclaimed liabilities / excess provision written back	18.97	1.93
Financial Guarantee Income	5.87	4.37
Amortisation of Government Grant (refer note 16 (i))	11.45	8.57
Miscellaneous Income	35.32	42.61
	1,362.34	**1,010.93**

22 Operating Expenses

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Cargo handling / other charges to contractors (net of reimbursements)	1,077.44	969.94
Container Infrastructure Development Expenditure (refer note 20 (e))	-	749.65
Purchase of Power for utilities business	140.43	129.87
Customer Claims (including expected credit loss)	32.13	0.04
Railway's Service Charges	397.65	519.97
Tug and Pilotage Charges	42.44	34.87
Maintenance Dredging	14.32	8.21
Repairs to Plant & Equipment	58.07	50.54
Stores, Spares and Consumables	257.74	174.17
Repairs to Buildings	11.48	10.07
Power & Fuel	320.31	216.29
Waterfront Charges	242.92	199.62
Cost of Assets transferred under Finance Lease	34.15	11.96
Cargo Freight and Transportation Expenses	109.73	140.93
Aircraft Operating Expenses	10.87	10.34
Other expenses including Customs Establishment charges	11.12	5.36
	2,760.80	**3,231.83**

23 Employee Benefits Expense

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Salaries, Wages and Bonus	488.37	411.25
Contribution to Provident & Other Funds	14.07	12.56
Gratuity Expense (refer note 28)	3.83	4.09
Staff Welfare Expenses	23.54	19.42
	529.81	**447.32**

Notes to the Consolidated Financial Statements
for the year ended March 31, 2019

24 Finance Costs

₹ in crore

Particulars	March 31, 2019	March 31, 2018
a) Interest and Bank Charges		
Interest on		
Debentures and Bonds	1,046.22	935.23
Loans, Buyer's Credit etc.	364.46	261.37
Others	5.30	1.09
Bank and other Finance Charges	12.32	59.66
	1,428.30	**1,257.35**
b) (Gain) / Loss on Derivatives / Swap Contracts (net)	(43.11)	238.02
	1,385.19	**1,495.37**

25 Other Expenses

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Rent Expenses (refer note (a) below)	36.50	31.54
Rates and Taxes	10.26	5.29
Insurance	45.57	34.17
Advertisement and Publicity	15.45	17.37
Other Repairs and Maintenance	59.07	50.25
Legal and Professional Expenses	96.26	88.43
Corporate Support Service Fees	66.92	35.58
IT Support Services	16.03	15.87
Security Services Charges	38.05	38.03
Communication Expenses	18.91	14.76
Electric Power Expenses	2.28	3.50
Travelling and Conveyance	41.72	39.64
Directors' Sitting Fee	0.38	0.35
Commission to Non-executive Directors	0.36	0.48
Charity and Donations (refer note (b) below)	94.96	75.57
Diminution in value of inventories	2.64	0.30
Loss on Sale/Discard of Property, Plant and Equipment (net)	4.14	11.26
Miscellaneous Expenses	17.85	36.01
	567.35	**498.40**

Notes:

a) Assets taken under Operating Leases –

(i) An office space and residential houses for staff accommodation are generally obtained on operating leases except that stated under note (ii) below. The lease rent terms are generally for an eleven months period and are renewable by mutual agreement. There are no sub-leases and leases are cancellable in nature except that mentioned under note (ii) below. There are no restrictions imposed by the lease arrangements. There is no contingent rent in the lease agreements and there is no escalation clause in the lease agreements except that mentioned under note (b) below. Expenses of ₹ 4.03 crore (previous year ₹ 4.21 crore) incurred under such leases have been expensed in the consolidated statement of profit and loss.

(ii) An office premises have been taken on operating leases. The lease rent terms are for the period of 15 years and are renewable by mutual consent. The Company has given deposit of ₹ 100 crore as per the terms in one of the lease transaction. As per the lease agreement lease rental is escalated by 10% at every 5 years. There is no contingent rent, no sub-leases and no restrictions imposed by the lease arrangements. Expenses of ₹ 0.11 crore (previous year ₹ 0.05 crore) incurred under such lease have been expensed in the statement of profit and loss.

Notes to the Consolidated Financial Statements
for the year ended March 31, 2019

Future minimum lease payable under operating leases are as follows:

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Not later than one year	37.03	27.80
Later than one year and not later than five years	136.02	106.65
Later than five years	524.28	476.53

b) Details of Expenditure on Corporate Social Responsibilities:-

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are eradication of hunger and malnutrition, promoting education, art and culture, healthcare, destitute care and rehabilitation, environment sustainability, disaster relief and rural development projects. A CSR committee has been formed by the Company as per the Act. The funds were primarily allocated to a corpus and utilised through the year on these activities which are specified in Schedule VII of the Companies Act, 2013.

(i) Gross Amount required to be spent during the year is ₹ 88.99 crore (previous year ₹ 71.13 crore).

(ii) Amount spent during the year ended

₹ in crore

Particulars	In cash	Yet to be paid in cash	Total
March 31, 2019			
Construction/acquisition of any asset	-	-	-
On purposes other than above	89.05	-	89.05
Total	**89.05**	**-**	**89.05**
March 31, 2018			
Construction/acquisition of any asset	-	-	-
On purposes other than above	71.21	-	71.21
Total	**71.21**	**-**	**71.21**

26 Income Tax

The major component of income tax expenses for the year ended March 31, 2019 and March 31, 2018 are as under :-

(i) Tax Expense reported in the Consolidated Statement of Profit and Loss

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Current Income Tax		
Current Tax Charges	1,057.60	1,546.39
Tax(credit) under Minimum Alternative Tax	(195.44)	(95.04)
Deferred Tax		
Relating to origination and reversal of temporary differences	219.31	92.83
	1,081.47	**1,544.18**
Tax on Other Comprehensive Income ('OCI')		
Deferred tax related to items recognised in OCI during the year		
Tax impact on re-measurement gains/(losses) on defined benefit plans	(0.32)	0.28
Tax impact on net Gains on FVTOCI Equity Investments	5.41	1.74
	5.09	**2.02**

(ii) Balance Sheet Section

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Taxes recoverable (net) (refer note 8)	236.39	187.39
Liabilities for Current Tax (net)	(28.56)	(128.62)
	207.83	**58.77**

Note: Liabilities for Current Tax (net) and Taxes Recoverable (net) are presented based on a year-wise tax balances of respective entities, as the case may be.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2019

(iii) Reconciliation of tax expenses and the accounting profit multiplied by India's domestic tax rate for March 31, 2019 and March 31, 2018

Particulars	March 31, 2019		March 31, 2018	
	%	₹ in crore	%	₹ in crore
Accounting profit before Income tax		5,126.28		5,234.13
At India's Statutory income tax rate	34.94	1,791.33	34.61	1,811.43
Add /(Less) Tax effect of:-				
Expenses not allowable under Tax Law	0.52	26.65	1.22	63.98
Deduction under chapter VI-A	(3.66)	(187.44)	(2.94)	(154.12)
Credit recognition of previous period tax losses	(1.13)	(57.85)	(0.87)	(45.55)
Income charged as per special provision of Income Tax Act, 1961	(8.14)	(417.28)	(4.64)	(242.74)
Income that is exempt from tax	(0.05)	(2.45)	(0.11)	(5.56)
Adjustment in respect of previous years	2.92	149.50	0.64	33.71
Reversal of excess provision of earlier years (refer note below)	(5.94)	(304.41)	-	-
MAT Credit of previous period (recognised)/ derecognised	(1.22)	(62.40)	0.76	39.53
Deferred tax balances due to the change in income tax rate	(0.04)	(2.14)	0.09	4.85
Unused tax losses and tax offsets not recognised as deferred tax assets	1.17	59.77	2.19	114.82
Subsidiaries' charged at different tax rates	0.72	37.14	(0.86)	(45.19)
MAT credit not availed	0.77	39.60	0.03	1.40
Others	0.22	11.45	(0.62)	(32.38)
Income tax reported in Statement of Profit and Loss	**21.10**	**1,081.47**	**29.50**	**1,544.18**

Note:-

During the year, the Company filed its return of income for the Assessment Year 2018-19. Based on the opinion obtained by the Company with regard to certain tax positions, the Company has determined it’s self-assessment tax. Consequently, the tax expense for the year ended March 31, 2019 is adjusted to the tune of ₹ 304.41 crore to give effect of self-assessment tax determined by the Company vis-a-vis tax provision made by the Company for the year ended March 31, 2018.

(iv) Deferred Tax Liability (net)

₹ in crore

Particulars	Balance Sheet as at		Statement of Profit and Loss	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
(Liability) on Accelerated depreciation for tax purpose	(2,482.53)	(1748.91)*	(733.62)	(242.36)
Assets on Provision for Employee Benefits	5.08	4.95	0.13	0.93
Assets / (Liability) on other temporary differences	24.81	2.60	22.21	(25.53)
Assets on unrealised intra-group profit	254.02	221.82	32.20	49.87
Assets on account of unabsorbed losses/ depreciation	1,043.49	491.02	518.33	127.47
Liability on finance lease receivables	(34.49)	-	(34.49)	-
Assets on Bond issue expenses amortization	5.53	9.69	(4.16)	(4.02)
(Liability) on Preference Share debt component	(62.67)	(65.55)	2.88	2.62
Assets on fair valuation of Corporate and Bank Guarantee	(1.94)	0.95	(2.89)	(2.09)
(Liability) on Deemed Investments	(5.61)	(5.61)	-	-
(Liability) on Business Combination adjustment (refer note 37)	(226.68)	-	-	-
(Liability) on SCA receivables/Intangible assets	(34.14)	-	-	-
(Liability) on Forward Mark to Market	(19.58)	-	(19.58)	-
(Liability) on equity investment FVTOCI	(31.95)	(26.54)	(5.41)	(1.74)
	(1,566.66)	**(1,115.58)**	**(224.40)**	**(94.85)**

* Net deferred tax liabilities after effect of deferred tax amounting to ₹ Nil (Previous year ₹ 101.66 crore) on demerger of marine business (refer note 41).

Notes to the Consolidated Financial Statements

for the year ended March 31, 2019

(v) Deferred Tax reflected in the Balance Sheet as follows

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Deferred Tax Assets (net)	1,028.38	1,310.54
Deferred Tax Liabilities (net)	(216.03)	(142.40)
	812.35	**1,168.14**
Component of Deferred Tax Assets / (Liabilities)		
Tax Credit Entitlement under MAT	2,379.01	2,283.72
Less :Deferred tax liabilities (net)	(1,566.66)	(1,115.58)
	812.35	**1,168.14**

(vi) Reconciliation of Deferred tax liabilities (net)

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Tax expenses during the period recognised in Statement of Profit and Loss	219.31	92.83
Tax expenses during the period recognised in OCI	5.09	2.02
	224.40	**94.85**

MAT credit of ₹ 195.40 crore (previous year ₹ 134.57 crore) has been recognised in subsidiary entities Adani Petronet (Dahej) Port Private Limited, MPSEZ Utilities Private Limited, Adani Hospitals Mundra Private Limited and Adani Hazira Port Private Limited.

(vii) The Group has following unutilised MAT credit under the Income Tax Act, 1961 for which deferred tax assets has been recognised in the Balance Sheet

Financial Year	Amount ₹ in crore	Expiry Date
2012-13	45.34	2027-28
2013-14	445.85	2028-29
2014-15	471.48	2029-30
2015-16	694.54	2030-31
2016-17	410.10	2031-32
2017-18	116.30	2032-33
2018-19	195.40	2033-34
Total	**2,379.01**	

(viii) Certain subsidiary companies have carried forward unabsorbed depreciation aggregating ₹ 1,251.39 crore (Previous year ₹ 903.69 crore) under the Income Tax Act,1961 for which there is no expiry date of its tax credit utilisation by the respective entities. Further certain subsidiary companies have carried forward losses aggregating ₹ 341.53 crore (previous year ₹ 482.05 crore) under the Income Tax Act, 1961, which gets expired within 8 years of the respective year. The carried forward losses will get expired mainly during the year 2020-21 to 2026-27. Deferred tax assets has not been recognised in respect of these unabsorbed losses as they may not be used to offset taxable profits elsewhere in the Group, they have arisen in subsidiaries that have been loss-making for some time, and there are no other tax planning opportunities or other evidence of recoverability in the near future. If the Group were able to recognise all unrecognised deferred tax assets, the profit would increase by ₹ 549.06 crore (previous year ₹ 475.86 crore).

(ix) During the year ended March 31, 2019, the Company has paid dividend to its shareholders. This has resulted in payment of Dividend Distribution Tax (DDT) to the taxation authorities. DDT represents additional payment to taxation authority on behalf of the shareholders hence DDT paid is charged to other equity.

(x) Deferred income taxes are not provided on the undistributed earnings of subsidiaries where it is expected that earnings of the subsidiary will not be distributed in the foreseeable future.

Notes to the Consolidated Financial Statements
for the year ended March 31, 2019

27 Earnings Per Share (EPS)

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Profit after tax	3,990.22	3,673.62
Less : Dividends on Non-Cumulative Redeemable Preference Shares and tax thereon	-*	-*
Net profit for calculation of basic and diluted EPS	**3,990.22**	**3,673.62**

-* Figures being nullified on conversion to ₹ in crore.

Particulars	No.	No.
Weighted average number of equity shares in calculating basic and diluted EPS	2,07,09,51,761	2,07,09,51,761
Basic and Diluted Earnings per Share (in ₹)	**19.27**	**17.74**

28 Disclosures as required by Ind AS - 19 Employee Benefits

a) The Group has recognised, in the Consolidated Statement of Profit and Loss for the current year, an amount of ₹ 14.25 crore (Previous Year ₹ 12.81 crore) as expenses under the following defined contribution plan.

₹ in crore

Contribution to	March 31, 2019	March 31, 2018
Provident Fund	14.07	12.56
Superannuation Fund	0.18	0.25
Total	**14.25**	**12.81**

b) The Group has a defined benefit gratuity plan. Under the plan every employee who has completed at least five year of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service. The scheme is funded with Life Insurance Companies in form of a qualifying insurance policy for future payment of gratuity to the employees.

Each year, the management reviews the level of funding in the gratuity fund. Such review includes the asset-liability matching strategy. The management decides its contribution based on the results of this review. The management aims to keep annual contributions relatively stable at a level such that no plan deficits (based on valuation performed) will arise.

The following tables summarises the component of the net benefits expense recognised in the statement of profit and loss and the funded status and amounts recognized in the balance sheet for the respective plan.

Gratuity

i) Changes in present value of the defined benefit obligation are as follows:

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Present value of the defined benefit obligation at the beginning of the year	27.12	24.30
Current service cost	3.82	4.05
Past Service Cost	-	-
Interest cost	2.30	1.86
Actuarial (gain) / loss arising from:		
- change in demographic assumptions	(0.66)	-
- change in financial assumptions	4.56	(0.63)
- experience variance	(1.75)	(0.26)
Benefits paid	(1.85)	(1.89)
Liability Transfer In- Business acquisition adjustment	2.35	-
Liability Transfer In	2.94	1.35
Liability Transfer Out	(2.44)	(1.66)
Present value of the defined benefit obligation at the end of the year	36.39	27.12

Notes to the Consolidated Financial Statements
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ii) Changes in fair value of plan assets are as follows:

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Fair value of plan assets at the beginning of the year	27.15	22.15
Investment income	2.23	1.70
Contributions by employer	4.47	3.56
Benefits paid	(0.53)	(0.24)
Return on plan assets , excluding amount recognised in net interest expense	(0.43)	(0.02)
Acquisition Adjustment	1.28	-
Fair value of plan assets at the end of the year	34.17	27.15

iii) Net asset/(liability) recognised in the balance sheet

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Present value of the defined benefit obligation at the end of the year	36.39	27.12
Fair value of plan assets at the end of the year	34.17	27.15
Amount recognised in the balance sheet	(2.22)	0.03
Net asset - Current (refer note 7)	1.98	2.77
Net liability - Current (refer note 19)	(3.36)	(2.53)
Net liability - Non-current (refer note 19)	(0.84)	(0.21)

iv) Expense recognised in the statement of profit and loss for the year

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Current service cost	3.82	4.05
Net Interest on benefit obligation	0.07	0.18
Amount capitalised	(0.06)	(0.14)
Total Expense included in employee benefits expense	3.83	4.09

v) Recognised in the other comprehensive income for the year

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Actuarial (gain)/losses arising from		
- change in demographic assumptions	(0.66)	-
- change in financial assumptions	4.56	(0.63)
- experience variance	(1.75)	(0.26)
Amount capitalised	(0.03)	-
Return on plan assets, excluding amount recognised in net interest expense	0.43	0.02
Recognised in other comprehensive income	2.55	(0.87)

vi) The principle assumptions used in determining gratuity obligations are as follows:

Particulars	March 31, 2019	March 31, 2018
Discount rate	7.60%	7.80%
Rate of escalation in salary (per annum)	8.00%	7.00%
Mortality	India Assured Lives Mortality (2006-08)	India Assured Lives Mortality (2006-08)
Attrition rate	7.75%	10% for 5 years & below and 1% thereafter

The estimates of future salary increases, considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

Notes to the Consolidated Financial Statements
for the year ended March 31, 2019

The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled. There has been significant change in expected rate of return on assets due to change in the market scenario.

vii) The major categories of plan assets as a percentage of the fair value of total plan assets are as follows:

Particulars	March 31, 2019	March 31, 2018
Investments with insurer	100%	100%

As the gratuity fund is managed by life insurance companies, details of fund invested by insurer are not available with the Group.

viii) Sensitivity Analysis

The sensitivity analysis below have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

Quantitative sensitivity analysis for significant assumption is as below

Increase/(decrease) on present value of defined benefits obligation at the end of the year

Particulars	March 31, 2019		March 31, 2018	
Assumptions	Discount rate		Discount rate	
Sensitivity level	1% Increase	1% Decrease	1% Increase	1% Decrease
Impact on defined benefit obligations	₹ In Crore	₹ In Crore	₹ In Crore	₹ In Crore
	(2.52)	**2.87**	(2.90)	3.45

Particulars	March 31, 2019		March 31, 2018	
Assumptions	Salary Growth rate		Salary Growth rate	
Sensitivity level	1% Increase	1% Decrease	1% Increase	1% Decrease
Impact on defined benefit obligations	₹ In Crore	₹ In Crore	₹ In Crore	₹ In Crore
	2.82	**(2.54)**	3.44	(2.95)

Particulars	March 31, 2019		March 31, 2018	
Assumptions	Attrition rate		Attrition rate	
Sensitivity level	50% Increase	50% Decrease	50% Increase	50% Decrease
Impact on defined benefit obligations	₹ In Crore	₹ In Crore	₹ In Crore	₹ In Crore
	(0.46)	**0.57**	(0.09)	0.29

Particulars	March 31, 2019		March 31, 2018	
Assumptions	Mortality rate		Mortality rate	
Sensitivity level	10% Increase	10% Decrease	10% Increase	10% Decrease
Impact on defined benefit obligations	₹ In Crore	₹ In Crore	₹ In Crore	₹ In Crore
	-*	**-***	0.01	(0.01)

*Figures being nullified on conversion to ₹ in crore

ix) Maturity profile of Defined Benefit Obligation

Particulars	March 31, 2019	March 31, 2018
Weighted average duration (based on discounted cash flows)	7 years	12 years

x) The Following payments are expected contributions to the defined benefit plan in future years:

₹ in crore

Particulars	March 31, 2019	March 31, 2018
Within the next 12 months (next annual reporting period)	4.03	1.44
Between 2 and 5 years	16.17	7.67
Between 5 and 10 years	16.53	8.78
Beyond 10 years	36.63	66.00
Total Expected Payments	**73.36**	**83.89**

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The Group expects to contribute ₹ 6.19 crore to gratuity fund in the financial year 2019-20. (previous year ₹ 3.38 crore)

xi) **Asset-Liability Matching Strategies**

The Company has purchased insurance policy which is basically a year-on-year cash accumulation plan in which the interest rate is declared on yearly basis and is guaranteed for a period of one year. The insurance company, as part of the policy rules, makes payment of all gratuity outgoes happening during the year (subject to sufficiency of funds under the policy). The policy thus mitigates the liquidity risk.

However, being a cash accumulation plan, the duration of assets is shorter compared to the duration of liabilities. Thus, the Company is exposed to movement in interest rate (in particular, the significant fall in interest rates, which should result in a increase in liability without corresponding increase in the asset)

29 Segment Information

Operating Segments

The identified reportable Segments are Port and SEZ activities at contiguous Special Economic Zone and others in terms of Ind-AS 108 "Operating Segments" as notified under section 133 of the Companies Act 2013. Other Segment mainly includes Aircraft Operating Income, Utilities services, Warehousing and transportation of food grains, Container Trains Services on specific Railway Routes and Multi-modal Cargo storage cum logistics services through development of Inland Container Depots at various strategic locations in terms of concession agreement from Ministry of Railways.

Identification of Segments:

The chief operational decision maker monitors the operating results of its Business segment separately for the purpose of making decision about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements, Operating segment have been identified on the basis of nature of products and other quantitative criteria specified in the Ind AS 108.

Segment revenue and results:

The expenses and income which are not directly attributable to any business segment are shown as unallocable expenditure (net of unallocable income).

Segment assets and Liabilities:

Segment assets include all operating assets used by the operating segment and mainly consist of property, plant and equipments, other intangible assets, trade receivables, Inventory and other operating assets. Segment liabilities primarily includes trade payable and other liabilities. Common assets and liabilities which can not be allocated to any of the business segment are shown as unallocable assets / liabilities.

Inter Segment transfer:

Inter Segment revenues are recognised at sales price. The same is based on market price and business risks. Profit or loss on inter segment transfer are eliminated at the group level.

Summary of segment information is given below:

₹ in Crore

Particulars	Port and SEZ activities	Others	Eliminations	Total
Revenue				
External Sales	**10,208.96**	**716.48**		**10,925.44**
	10,384.04	*938.92*		*11,322.96*
Inter-Segment Sales	**47.06**	**99.72**	**(146.78)**	**-**
	109.10	*108.10*	*(217.20)*	*-*
Total Revenue	**10,256.02**	**816.20**	**(146.78)**	**10,925.44**
	10,493.14	*1,047.02*	*(217.20)*	*11,322.96*
Results				
Segment Results	**5,683.90**	**115.04**		**5,798.94**
	5,804.39	*67.03*		*5,871.42*
Unallocated Corporate Income (Net of expenses)				**(507.66)**
				(43.00)
Operating Profit	**5,683.90**	**115.04**		**5,291.28**
	5,804.39	*67.03*		*5,828.42*
Less: Finance Expense				**1,385.19**

Notes to the Consolidated Financial Statements
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₹ in Crore

Particulars	Port and SEZ activities	Others	Eliminations	Total
				1,495.37
Add: Interest Income				**1,220.19**
				901.08
Profit before tax				**5,126.28**
				5,234.13
Tax Expense				**1,081.47**
				1,544.18
Profit after tax				**4,044.81**
				3,689.95
Less: Minority Interest				**54.53**
				16.33
Add : Share of joint venture entities				**(0.06)**
				-
Net profit				**3,990.22**
				3,673.62
Other Information				
Segment Assets	**42,204.78**	**3,149.41**		**45,354.19**
	34,069.40	*1,442.51*		*35,511.91*
Unallocated Corporate Assets				**11,173.27**
				11,863.21
Total Assets				**56,527.46**
				47,375.12
Segment Liabilities	**3,471.38**	**172.81**		**3,644.19**
	3,094.49	*160.17*		*3,254.66*
Unallocated Corporate Liabilities				**28,135.13**
				22,902.07
Total liabilities				**31,779.32**
				26,156.73
Capital Expenditure during the year	**2,819.40**	**121.09**		**2,940.49**
	2,671.32	*60.83*		*2,732.15*
Segment Depreciation and amortisation	**1,315.88**	**57.60**		**1,373.48**
	1,133.89	*54.48*		*1,188.37*
Major Non-Cash Expenses other than Depreciation and amortisation (net)	**117.37**	-		**117.37**
	187.63	*0.30*		*187.93*
Unallocated Major Non-Cash Expenses other than Depreciation and amortisation (net)				**447.30**
				146.40

Previous year figures are in italics

Additional information regarding the Company's geographical segments:

₹ in Crore

Sr No	Particulars	Revenue from External Customers		Non Current Assets	
		For the year ended March 31, 2019	For the year ended March 31, 2018	As at March 31, 2019	As at March 31, 2018
1	India	10,473.75	10,911.62	34,926.51	28,420.54
2	Outside India	451.69	411.34	106.67	109.17

There is no transaction with single external customer which amounts to 10% or more of the Group’s revenue.

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30 Adani Ports and Special Economic Zone Limited's share in the voting power of subsidiary companies as at year end is as follows:

Sr. No.	Name of Company	Country of Incorporation	Proportion of Ownership Interest (%) March 31, 2019	Proportion of Ownership Interest (%) March 31, 2018
a	Adani Logistics Limited	India	100	100
b	Karnavati Aviation Private Limited	India	100	100
c	MPSEZ Utilities Private Limited	India	100	100
d	Mundra SEZ Textile and Apparel Park Private Limited	India	55	57
e	Adani Murmugao Port Terminal Private Limited	India	100	100
f	Mundra International Airport Private Limited	India	100	100
g	Adani Hazira Port Private Limited	India	100	100
h	Adani Petronet (Dahej) Port Private Limited	India	74	74
i	Hazira Infrastructure Private Limited	India	100	100
j	Madurai Infrastructure Private Limited (formerly known as Mundra LPG Infrastructure Private Limited)	India	100	100
k	Adani Vizag Coal Terminal Private Limited	India	100	100
l	Adani Kandla Bulk Terminal Private Limited (refer note (a) below)	India	100	100
m	Adani Warehousing Services Private Limited	India	100	100
n	Adani Ennore Container Terminal Private Limited	India	100	100
o	Adani Hospitals Mundra Private Limited	India	100	100
p	The Dhamra Port Company Limited	India	100	100
q	Shanti Sagar International Dredging Private Limited	India	100	100
r	Abbot Point Operations Pty Limited	Australia	100	100
s	Adani Vizhinjam Port Private Limited	India	100	100
t	Adani Kattupalli Port Private Limited	India	100	100
u	Adani Dhamra LPG Terminal Private Limited (till December 28, 2018)	India	-	100
v	Mundra LPG Terminal Private Limited (till December 28, 2018)	India	-	100
w	Dhamra LNG Terminal Private Limited	India	100	100
x	Adani Petroleum Terminal Private Limited	India	100	100
y	Abbot Point Bulkcoal Pty Limited	Australia	100	100
z	The Adani Harbour Services Private Limited	India	100	100
aa	Dholera Infrastructure Private Limited (refer note 2.4 (A) (i))	India	49	49
ab	Dholera Port and Special Economic Zone Limited	India	100	100
ac	Adinath Polyfills Private Limited	India	100	100
ad	Mundra International Gateway Terminal Private Limited	India	100	100
ae	Adani International Terminals Pte Limited	Singapore	100	100
af	Blue Star Realtors Private Limited (acquired on April 26, 2018)	India	100	-
ag	Adani Bhavanapadu Port Private Limited (incorporated on May 21, 2018)	India	100	-
ah	Marine Infrastructure Developer Private Limited (acquired on June 28, 2018)	India	97	-
ai	Adani Mundra Port Holding Pte. Limited (incorporated on October 30, 2018)	Singapore	100	-
aj	Adani Mundra Port Pte. Limited (incorporated on January 03, 2019)	Singapore	100	-
ak	Adani Abbot Port Pte. Limited (incorporated on January 03, 2019)	Singapore	100	-
al	Adani Yangon International Terminal Company Limited (Incorporated on February 22, 2019)	Myanmar	100	-
am	Dermot Infracon Private Limited (acquired on March 25, 2019)	India	100	-
an	Adani Agri Logistics Limited (acquired on March 29, 2019)	India	100	-

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Sr. No.	Name of Company	Country of Incorporation	Proportion of Ownership Interest (%) March 31, 2019	Proportion of Ownership Interest (%) March 31, 2018
ao	Adani Agri Logistics (MP) Limited (acquired on March 29, 2019)	India	100	-
ap	Adani Agri Logistics (Harda) Limited (acquired on March 29, 2019)	India	100	-
aq	Adani Agri Logistics (Hoshangabad) Limited (acquired on March 29, 2019)	India	100	-
ar	Adani Agri Logistics (Satna) Limited (acquired on March 29, 2019)	India	100	-
as	Adani Agri Logistics (Ujjain) Limited (acquired on March 29, 2019)	India	100	-
at	Adani Agri Logistics (Dewas) Limited (acquired on March 29, 2019)	India	100	-
au	Adani Agri Logistics (Katihar) Limited (acquired on March 29, 2019)	India	100	-
av	Adani Agri Logistics (Kotkapura) Limited (acquired on March 29, 2019)	India	100	-
aw	Adani Agri Logistics (Kannauj) Limited (acquired on March 29, 2019)	India	100	-
ax	Adani Agri Logistics (Panipat) Limited (acquired on March 29, 2019)	India	100	-
ay	Adani Agri Logistics (Raman) Limited (acquired on March 29, 2019)	India	100	-
az	Adani Agri Logistics (Nakodar) Limited (acquired on March 29, 2019)	India	100	-
ba	Adani Agri Logistics (Barnala) Limited (acquired on March 29, 2019)	India	100	-
bb	Adani Agri Logistics (Bathinda) Limited (acquired on March 29, 2019)	India	100	-
bc	Adani Agri Logistics (Mansa) Limited (acquired on March 29, 2019)	India	100	-
bd	Adani Agri Logistics (Moga) Limited (acquired on March 29, 2019)	India	100	-
be	Adani Agri Logistics (Borivali) Limited (acquired on March 29, 2019)	India	100	-
bf	Adani Agri Logistics (Dahod) Limited (acquired on March 29, 2019)	India	100	-
bg	Adani Agri Logistics (Dhamora) Limited (acquired on March 29, 2019)	India	100	-
bh	Adani Agri Logistics (Samastipur) Limited (acquired on March 29, 2019)	India	100	-
bi	Adani Agri Logistics (Darbhanga) Limited (acquired on March 29, 2019)	India	100	-

Adani Ports and Special Economic Zone Limited's share in the voting power in joint venture entities as at year end is as follows:

Sr. No.	Name of Company	Country of Incorporation	Proportion of Ownership Interest (%) March 31, 2019	Proportion of Ownership Interest (%) March 31, 2018
a	Adani International Container Terminal Private Limited	India	50	50
b	Adani CMA Mundra Terminal Private Limited	India	50	50
c	Adani NYK Auto Logistics Solutions Private Limited (Incorporated on September 17, 2018)	India	51	-

Note a) :

During the year 2016-17, the Company has accounted for purchase of 3,12,13,000 numbers of equity shares in Adani Kandla Bulk Terminal Private Limited at consideration of ₹ 31.21 crore. The equity shares have been purchased from the Adani Enterprises Limited, a group company whereby this entity has become a wholly owned subsidiary. As per the management, the transfer has been recorded based on Irrevocable Letter of Affirmation dated March 31, 2017 from the seller and acceptance by the Company although legal transfer of equity share of Adani Kandla Bulk Terminal Private Limited is still in process at year end.

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31 Related Party Disclosures

Related parties with whom transactions have been taken place.

Joint Venture Entities	Adani International Container Terminal Private Limited
	Adani CMA Mundra Terminal Private Limited
	Adani NYK Auto Logistics Solutions Private Limited (Incorporated on September 17, 2018)
Key Management Personnel and their relatives	Mr. Gautam S. Adani - Chairman and Managing Director
	Mr. Rajesh S. Adani - Director and Brother of Mr. Gautam S. Adani
	Mr. Karan G. Adani - Chief Executive Officer and son of Mr. Gautam S. Adani
	Dr. Malay Mahadevia, Wholetime Director
	Prof. G. Raghuram - Non-Executive Director
	Mr. Sanjay S. Lalbhai - Non-Executive Director
	Ms. Radhika Haribhakti - Non-Executive Director
	Mr. Mukesh Kumar - Non-Executive Director (w.e.f. October 23, 2018)
	Mr. Gopal Krishna Pillai - Non-Executive Director
	Mr. Deepak Maheshwari - Chief Financial Officer (w.e.f May 03, 2018)
	Mr. B. Ravi - Chief Financial Officer (upto February 12, 2018)
	Mr. Kamlesh Bhagia - Company Secretary (w.e.f August 06, 2018)
	Ms. Dipti Shah - Company Secretary (upto July 31, 2018)
Entities over which (i) Key Management Personnel and their relatives & (ii) entities having significant influence over the Company have control or are under significant influence through voting powers	Abbot Point Port Holdings Pte Limited, Singapore
	Adani Foundation
	Adani Properties Private Limited
	Delhi Golf Link Properties Private Limited
	Adani Townships and Real Estate Company Private Limited
	Mundra Port Pty Limited, Australia
	Adani Infrastructure and Developers Private Limited
	Adani Mundra SEZ Infrastructure Private Limited
	Shanti Builders
	Adani Bunkering Private Limited
	Adani Enterprises Limited
	Adani Green Energy Limited
	Adani Green Energy (UP) Limited
	Adani Gas Limited
	Adani Trading Service LLP
	Adani Global FZE
	Adani Infra (India) Limited
	Adani Transport Limited
	Adani Infrastructure Management Services Limited
	Adani Power Dahej Limited
	Adani Power (Mundra) Limited
	Adani Power Limited
	Adani Power Maharashtra Limited
	Maharashtra Eastern Grid Power Transmission Company Limited
	Adani Power Rajasthan Limited
	Adani Wilmar Limited
	Kutch Power Generation Limited
	Belvedere Golf and Country Club Private Limited
	Gujarat Adani Institute of Medical Science
	Vishakha Renewable Private Limited
	Adani-Elbit Advanced Systems India Limited
	Sunanda Agri Trade Private Limited
	Adani Skill Development Centre
	Adani Electricity Mumbai Limited
	Prayatna Developers Private Limited
	Udupi Power Corporation Limited
	Shantigram Estate Management Private Limited

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Entities over which (i) Key Management Personnel and their relatives & (ii) entities having significant influence over the Company have control or are under significant influence through voting powers	Adani Global Pte Limited, Singapore
	Adani Renewable Energy (KA) Limited
	Parampujya Solar Energy Private Limited
	Golden Valley Agrotech Private Limited
	Wardha Solar (Maharashtra) Private Limited
	Adani Finserve Private Limited
	Adani Shipping Pte. Limited, Singapore
	Vishakha Solar Films Private Limited
	Adani Estates Private Limited
	Adani Power (Jharkhand) Limited
	Mundra LPG Terminal Private Limited (w.e.f December 29, 2018)
	Adani Dhamra LPG Terminal Private Limited (w.e.f December 29, 2018)
	Adani Cementation Limited
	Mundra Solar PV Limited
	Mundra Solar Technopark Private Limited

Terms and conditions of transactions with related parties

Outstanding balances of the related parties at the year-end are unsecured and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables. For the year ended March 31, 2019, the Company has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

Note:

The names and the nature of relationships is disclosed only when the transactions are entered into by the Company with the related parties during the existence of the related party relationship.

Aggregate of transactions for the year ended and balances thereof with these parties have been given below

(A) Transactions with Related Parties

₹ in crore

Sr No	Particulars	For the Year Ended	With Joint Ventures	With Other Entities*	Key Management Personnel and their relatives
1	Income from Port Services / Other Operating Income	**March 31, 2019**	**429.15**	**1,004.39**	**-**
		March 31, 2018	267.65	782.27	-
2	Sale of Non Financial Assets	**March 31, 2019**	**-**	**184.62**	**-**
		March 31, 2018	-	117.33	-
3	Lease including Infrastructure Usage Income/ Upfront Premium (Includes Reversal)	**March 31, 2019**	**11.44**	**234.61**	**-**
		March 31, 2018	449.75	17.50	-
4	Income from Development of Container Terminal Infrastructure	**March 31, 2019**	**-**	**-**	**-**
		March 31, 2018	2,258.85	-	-
5	Interest Income on loans/ deposits/deferred accounts receivable	**March 31, 2019**	**133.16**	**106.08**	**-**
		March 31, 2018	121.33	83.79	-
6	Purchase of Spares and consumables, Power & Fuel	**March 31, 2019**	**-**	**94.82**	**-**
		March 31, 2018	-	124.46	-
7	Recovery of expenses (Reimbursement)	**March 31, 2019**	**73.81**	**0.01**	**-**
		March 31, 2018	19.19	-	-
8	Services Availed (including reimbursement of expenses)	**March 31, 2019**	**5.37**	**101.10**	**-**
		March 31, 2018	-	71.80	-
9	Rent charges paid	**March 31, 2019**	**-**	**8.22**	**-**
		March 31, 2018	2.08	8.86	-
10	Sales of Scrap and other Miscellaneous Income	**March 31, 2019**	**0.26**	**15.47**	**-**
		March 31, 2018	0.57	9.01	-
11	Loans Given	**March 31, 2019**	**280.80**	**1.40**	**-**
		March 31, 2018	472.34	3.77	-

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₹ in crore

Sr No	Particulars	For the Year Ended	With Joint Ventures	With Other Entities*	Key Management Personnel and their relatives
12	Loans Received back	**March 31, 2019**	**31.61**	**-**	**-**
		March 31, 2018	55.72	4.17	-
13	Advance / Deposit Given	**March 31, 2019**	**-**	**125.75**	**-**
		March 31, 2018	-	18.00	-
14	Advance / Deposit Received Back	**March 31, 2019**	**-**	**110.00**	**-**
		March 31, 2018	-	10.00	-
15	Investment in equity shares	**March 31, 2019**	**3.06**	**-**	**-**
		March 31, 2018	48.23	-	-
16	Purchase of Subsidiaries	**March 31, 2019**	**-**	**965.70**	**-**
		March 31, 2018	-	-	-
17	Donation	**March 31, 2019**	**-**	**59.65**	**-**
		March 31, 2018	-	62.28	-
18	Sale of assets	**March 31, 2019**	**-**	**-**	**-**
		March 31, 2018	345.22	1.40	-
19	Remuneration	**March 31, 2019**	**-**	**-**	**19.19**
		March 31, 2018	-	-	19.76
20	Commission to Directors	**March 31, 2019**	**-**	**-**	**1.00**
		March 31, 2018	-	-	1.00
21	Commission to Non-Executive Directors	**March 31, 2019**	**-**	**-**	**0.36**
		March 31, 2018	-	-	0.36
22	Sitting Fees	**March 31, 2019**	**-**	**-**	**0.27**
		March 31, 2018	-	-	0.13

(B) Balances with Related Parties

₹ in crore

Sr No	Particulars	As at	With Joint Ventures	With Other Entities*	Key Management Personnel and their relatives
1	Trade Receivable (net of bills discounted, refer note 5 (c))	**March 31, 2019**	**76.02**	**875.80**	**-**
		March 31, 2018	1,505.70	955.47	-
2	Loans	**March 31, 2019**	**1,489.04**	**3.25**	**-**
		March 31, 2018	1,213.37	-	-
3	Capital Advances	**March 31, 2019**	**0.09**	**29.75**	**-**
		March 31, 2018	0.09	152.02	-
4	Trade Payable (including provisions)	**March 31, 2019**	**3.17**	**23.57**	**-**
		March 31, 2018	3.22	31.07	-
5	Advances and Deposits from Customer/ Sale of Assets	**March 31, 2019**	**3.68**	**14.04**	**-**
		March 31, 2018	3.68	14.92	-
6	Other Financial & Non-Financial Assets	**March 31, 2019**	**170.86**	**2,191.16**	**-**
		March 31, 2018	160.13	904.83	-
7	Other Financial & Non-Financial Liabilities	**March 31, 2019**	**-**	**73.46**	**-**
		March 31, 2018	-	139.95	-
8	Corporate Guarantee	**March 31, 2019**	**USD 21.16 Mn**	**-**	**-**
		March 31, 2018	USD 32.10 Million 448	USD 800 Million -	- -
9	Corporate Guarantee (Deed of indemnity received). Loan outstanding USD Nil (previous year USD 288 Mn)	**March 31, 2019**	**-**	**-**	**-**
		March 31, 2018	-	USD 800 Million	-

* Entities over which (i) Key Management Personnel and their relatives & (ii) entities having significant influence over the Company have control or are under significant influence through voting powers.

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Notes:

a) The Group has allowed to some of its joint venture entities and other group company to avail non fund based facilities out of its credit facilities. The aggregate of such transaction amount ₹ 1,152.33 crore (Previous year ₹ 240.08 crore).

b) Pass through transactions/payable relating to railway freight, water front charges and other payable to third parties have not been considered for the purpose of related party disclosure.

32 The Group takes various types of derivative instruments. The category-wise outstanding position of derivative instruments is as under:

Nature	Particulars of Derivatives		Purpose
	As at March 31, 2019	As at March 31, 2018	
INR - Foreign Currency Swap	USD 216 Million (₹ 1,493.75 crore)	USD 146 Million (₹ 951.56 crore)	Hedging of equivalent INR borrowings to mitigate higher interest rate of INR borrowings as against the foreign currency loans with possible risk of principal currency losses.
Forward Contract	USD 156.50 Million	USD 172.40 Million	Hedging of expected future billing based on foreign currency denominated tariff
	USD 77.61 Million	Nil	Hedging of foreign currency borrowing principal & interest liability
	USD 133.26 Million	USD 7.63 Million	Hedging of foreign currency LC / Buyer's Credit
	EUR 3.30 Million	Nil	Hedging of foreign currency borrowing principal and interest liability
	Nil	EUR 62.75 Million	Hedging of foreign currency borrowing principal liability of USD against EUR
	USD 56 Million	USD 70 Million	Hedging of foreign currency borrowing principal liability of USD against JPY
Options	Nil	USD 1.07 Million	Hedging of foreign currency borrowing principal and interest liability
	Nil	EUR 90 Million	Hedging of foreign currency borrowing principal liability of USD against EUR
	Nil	USD 79 Million	Hedging of foreign currency borrowing principal liability of USD against JPY
Interest rate Swap - Fixed to Variable Rate	Nil	Interest on USD 225 Million Principal amount	Hedging of interest rate on foreign currency borrowing liability
Foreign Currency - INR Full Currency Swap	USD 111.38 Million	USD 111.38 Million	Hedging of currency and interest rate risk of foreign currency borrowing

The details of foreign currency exposures those are not hedged by a derivative instrument or otherwise are as under:

Nature	As at March 31, 2019		As at March 31, 2018	
	Amount (₹ in crore)	Foreign Currency (in Million)	Amount (₹ in crore)	Foreign Currency (in Million)
Foreign Currency Loan	1,328.82	USD 192.15	1,158.08	USD 177.69
	819.74	EUR 105.54	1,010.74	EUR 125.08
Buyer's Credit	282.37	USD 40.83	1,175.32	USD 180.33
	8.75	EUR 1.13	68.19	EUR 8.44
Trade Payables and Other Current Liabilities	112.34	USD 16.24	27.03	USD 4.15
	0.93	EUR 0.12	2.07	EUR 0.26
	0.58	JPY 9.34	0.63	JPY 10.18
	1.83	SGD 0.36	2.37	SGD 0.48
	0.02	GBP #	0.30	GBP 0.03

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Nature	As at March 31, 2019		As at March 31, 2018	
	Amount (₹ in crore)	Foreign Currency (in Million)	Amount (₹ in crore)	Foreign Currency (in Million)
Interest accrued but not due	7.65	USD 1.11	80.14	USD 12.30
	1.83	EUR 0.24	2.35	EUR 0.29
Trade Receivable	39.00	USD 5.64	-	-
Other Receivable	84.17	AUD 17.17	85.93	AUD 17.17
	26.45	USD 3.82	-	-
	*	EUR #	0.43	EUR 0.05
Foreign Currency Bond	10,640.36	USD 1,538.63	10,027.99	USD 1,538.63
Loan Given	460.23	USD 66.55	433.74	USD 66.55

Figures being nullified on conversion to foreign currency in million.
* Figures being nullified on conversion to ₹ in crore.

Closing rates as at :	March 31, 2019	March 31, 2018
INR / USD	69.15	65.18
INR / EUR	77.67	80.81
INR / GBP	90.53	92.28
INR / JPY	0.62	0.62
INR / AUD	49.02	50.05
INR / SGD	51.04	49.82

33 Financial Instruments, Fair Value Measurements, Financial Risk and Capital Management

33.1 Category-wise Classification of Financial Instruments:

₹ in crore

Particulars	Refer Note	As at March 31, 2019			
		Fair Value through other Comprehensive income	Fair Value through profit or loss	Amortised cost	Carrying Value
Financial Assets					
Cash and cash equivalents	11	-	-	4,798.19	4,798.19
Bank balances other than cash and cash equivalents	7,11	-	-	1,179.04	1,179.04
Investments in unquoted Equity Shares (other than investment in Joint Venture entities)	4	265.49	-	-	265.49
Investments in unquoted Mutual Funds	10	-	26.51	-	26.51
Investments in unquoted Debentures, Commercial Papers and Government Securities	4,10	-	-	487.30	487.30
Trade Receivables (including bills discounted)	5	-	-	2,789.66	2,789.66
Loans	6	-	-	2,767.15	2,767.15
Derivative Instruments	7	-	72.57	-	72.57
Other Financial assets	7	-	-	6,417.43	6,417.43
Total		**265.49**	**99.08**	**18,438.77**	**18,803.34**
Financial Liabilities					
Borrowings (including the bills discounted and current maturities)	14,15,17	-	-	27,545.66	27,545.66
Trade Payables	18	-	-	572.07	572.07
Derivative Instruments	15	-	47.19	-	47.19
Financial Guarantee given	15	-	-	1.22	1.22
Other Financial Liabilities	15	-	-	1,542.84	1,542.84
Total		**-**	**47.19**	**29,661.79**	**29,708.98**

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₹ in crore

Particulars	Refer Note	As at March 31, 2018			
		Fair Value through other Comprehensive income	Fair Value through profit or loss	Amortised cost	Carrying Value
Financial Assets					
Cash and cash equivalents	11	-	-	823.48	823.48
Bank balances other than cash and cash equivalents	7,11	-	-	2,184.58	2,184.58
Investments in unquoted Equity Shares (other than investment in Joint Venture Entities)	4	242.14	-	-	242.14
Investments in unquoted Mutual Funds	10	-	0.83	-	0.83
Investments in unquoted Debentures, Commercial Papers and Government Securities	4,10	-	-	835.95	835.95
Trade Receivables (including bills discounted)	5	-	-	4,312.05	4,312.05
Loans	6	-	-	2,700.75	2,700.75
Advance paid for Acquisition		-	-	1,825.00	1,825.00
Derivative Instruments	7	-	61.91	-	61.91
Financial Guarantee received	7	-	-	4.37	4.37
Other Financial Assets	7	-	-	2,642.39	2,642.39
Total		**242.14**	**62.74**	**15,328.57**	**15,633.45**
Financial Liabilities					
Borrowings (including the bills discounted and current maturities)	14,15,17	-	-	22,204.16	22,204.16
Trade Payables	18	-	-	489.73	489.73
Derivative Instruments	15	-	113.13	-	113.13
Financial Guarantee given	15	-	-	7.08	7.08
Other Financial Liabilities	15	-	-	1,280.61	1,280.61
Total		**-**	**113.13**	**23,981.58**	**24,094.71**

Note:- Investments in joint ventures, accounted using equity method, amounting to ₹ 3 crore (previous year ₹ Nil) are measured at cost hence not included in above tables.

33.2 Fair Value Measurements:

(a) Quantitative disclosures of fair value measurement hierarchy for financial assets and financial liabilities:

₹ in crore

Particulars	As at March 31, 2019			As at March 31, 2018		
	Significant observable Inputs (Level 2)	Significant unobservable Inputs (Level 3)	Total	Significant observable Inputs (Level 2)	Significant unobservable Inputs (Level 3)	Total
Financial Assets						
Investment in unquoted Equity Investments measured at FVTOCI (refer note 4)	-	265.49	265.49	-	242.14	242.14
Investments in unquoted Mutual Funds measured at FVTPL (refer note 10)	26.51	-	26.51	0.83	-	0.83
Derivative Instruments (refer note 7)	72.57	-	72.57	61.91	-	61.91
Total	**99.08**	**265.49**	**364.57**	**62.74**	**242.14**	**304.88**
Financial Liabilities						
Derivative Instruments (refer note 15)	47.19	-	47.19	113.13	-	113.13
Total	**47.19**	**-**	**47.19**	**113.13**	**-**	**113.13**

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(b) Description of significant unobservable inputs to valuation:
The significant unobservable inputs used in the fair value measurement categorised within Level 3 of the fair value hierarchy together with a quantitative sensitivity analysis as at March 31, 2019 and March 31, 2018 are as shown below:

Particulars	Valuation technique	Significant unobservable inputs	Range (weighted average)	Sensitivity of the input to fair value
FVTOCI assets in unquoted equity shares	DCF Method	Weighted Average Cost of Capital (WACC)	March 31, 2019 : 12.12% - 16.23% (14.18%) March 31, 2018 : 12.12% - 20.80% (16.46%)	1% increase would result in decrease in fair value by ₹ 10.71 crore as of March 31, 2019 (₹ 23.19 crore as of March 31, 2018)

(c) Financial Instrument measured at Amortised Cost
The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values since the Group management does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

33.3 Financial Risk objective and policies

The Group's principal financial liabilities, other than derivatives comprises of loans and borrowings, trade and other payables, and financial guarantee contracts. The main purpose of these financial liabilities is to finance the Group's operations/projects and to provide guarantees to support Group's operations and its joint venture entities. The Group's principal financial assets include loans, investments including mutual funds, trade and other receivables, and cash and cash equivalents which is derived from its operations. The Group also holds FVTOCI investments and enters into derivative transactions.

In the ordinary course of business, the Group is mainly exposed to risks resulting from exchange rate fluctuation (currency risk), interest rate movements (interest rate risk) collectively referred as Market Risk, Credit Risk, Liquidity Risk and other price risks such as equity price risk. The Group's senior management oversees the management of these risks. It manages its exposure to these risks through derivative financial instruments by hedging transactions. It uses derivative instruments such as cross currency swaps, full currency swaps, interest rate swaps, foreign currency future options and foreign currency forward contract to manage these risks. These derivative instruments reduces the impact of both favourable and unfavourable fluctuations.

The Group's risk management activities are subject to the management, direction and control of Central Treasury Team of the Group under the framework of Risk Management Policy for Currency and Interest rate risk as approved by the Board of Directors of the Group. The Group's Central Treasury Team ensures appropriate financial risk governance framework for the Group through appropriate policies & procedures and financial risks are identified, measured and managed in accordance with the Group's policies and risk objectives. It is the Group's policy that no trading in derivatives for speculative purposes may be undertaken.

The decision of whether and when to execute derivative financial instruments along with its tenure can vary from period to period depending on market conditions and the relative costs of the instruments. The tenure is linked to the timing of the underlying exposure with the connection between the two being regularly monitored. The Group is exposed to losses in the event of non-performance by the counterparties to the derivative contracts. All derivative contracts are executed with counterparties that, in our judgment, are creditworthy. The outstanding derivatives are reviewed periodically to ensure that there is no inappropriate concentration of outstanding to any particular counterparty.

Further, all currency and interest risk as identified above is measured on a daily basis by monitoring the mark to market (MTM) of open and hedged position. The MTM is derived basis underlying market curves on closing basis of relevant instrument quoted on Bloomberg/Reuters. For quarter end, the MTM for each derivative instrument outstanding is obtained from respective banks. All gain / loss arising from MTM for open derivative contracts and gain / loss on settlement / cancellation / roll over of derivative contracts is recorded in statement of profit and loss.

(A) Market risk
Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because

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of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk. Financial instruments affected by market risk include loans and borrowings, deposits, FVTOCI investments, short term investments and derivative financial instruments.

The sensitivity analysis in the following sections relate to the position as at March 31, 2019 and March 31, 2018.

The sensitivity analysis have been prepared on the basis that the amount of net debt, the ratio of fixed to floating interest rates of the debt and derivatives and the proportion of financial instruments in foreign currencies are all constant as at March 31, 2019. The analysis exclude the impact of movements in market variables on the carrying values of gratuity , other post-retirement obligations and provisions.

The following assumptions have been made in calculating the sensitivity analysis:

- The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at March 31, 2019 and March 31, 2018.

(i) Interest rate risk

The Group is exposed to changes in market interest rates due to financing, investing and cash management activities. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long-term debt obligations with floating interest rates and period of borrowings. The Group manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings. The Group enters into interest rate swap contracts or interest rate future contracts to manage its exposure to changes in the underlying benchmark interest rates.

Interest rate sensitivity

The sensitivity analysis below have been determined based on the exposure to interest rates for both derivatives and non-derivative instruments at the end of the reporting period. For floating rate liabilities, the analysis is prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year. A 50 basis point increase or decrease represents management's assessment of the reasonably possible change in interest rates.

If interest rates had been 50 basis points higher / lower and all other variables were held constant, the Group's profit for the year ended March 31, 2019 would decrease / increase by ₹ 21.27 crore (for the year ended March 31, 2018 : decrease / increase by ₹ 19.78 crore). This is mainly attributable to interest rates on variable rate of long term borrowings.

(ii) Foreign currency risk

Exchange rate movements, particularly the United States Dollar (USD), Japanese Yen (JPY), Australian Dollar (AUD), Great Britain Pound (GBP), Singapore Dollar (SGD) and Euro (EUR) against Indian Rupee (INR), have an impact on the Group's operating results. The Group manages its foreign currency risk by entering into currency swap for converting INR loan into other foreign currency for taking advantage of lower cost of borrowing in stable currency environment. The Group also enters into various foreign exchange contracts to mitigate the risk arising out of foreign exchange rate movement on foreign currency borrowings or creditors. Further, to hedge foreign currency future transactions in respect of which firm commitment are made or which are highly probable forecast transactions (for instance, foreign exchange denominated income) the Group has entered into foreign currency forward contracts as per the policy of the Group.

The Group is mainly exposed to changes in USD, EURO, GBP, SGD, JPY and AUD. The below table demonstrates the sensitivity to a 1% increase or decrease in the respective foreign currency rates against INR, with all other variables held constant. The sensitivity analysis is prepared on the net unhedged exposure of the Company as at the reporting date. 1% represents management's assessment of reasonably possible change in foreign exchange rate.

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₹ in crore

Particulars	Impact on Profit before Tax		Impact on Pre-tax Equity	
	For the year ended		For the year ended	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Liabilities				
USD Sensitivity				
₹/USD - Increase by 1%	(63.40)	(66.40)	(63.40)	(66.40)
₹/USD - Decrease by 1%	63.40	66.40	63.40	66.40
EURO Sensitivity				
₹/EURO - Increase by 1%	(6.86)	(8.48)	(6.86)	(8.48)
₹/EURO - Decrease by 1%	6.86	8.48	6.86	8.48
GBP Sensitivity				
₹/GBP - Increase by 1%	-*	-*	-*	-*
₹/GBP - Decrease by 1%	-*	-*	-*	-*
SGD Sensitivity				
₹/SGD - Increase by 1%	(0.02)	(0.02)	(0.02)	(0.02)
₹/SGD - Decrease by 1%	0.02	0.02	0.02	0.02
JPY Sensitivity				
₹/JPY- Increase by 1%	(0.01)	(0.01)	(0.01)	(0.01)
₹/JPY - Decrease by 1%	0.01	0.01	0.01	0.01
Assets				
AUD Sensitivity				
₹/AUD- Increase by 1%	0.84	0.86	0.84	0.86
₹/AUD - Decrease by 1%	(0.84)	(0.86)	(0.84)	(0.86)

-* Figures being nullified on conversion to ₹ in crore

(iii) Equity price risk

The Group's non-listed equity securities are susceptible to market price risk arising from uncertainties about future values of the investment securities. The Group manages the equity price risk through diversification and by placing limits on individual and total equity instruments. Reports on the equity portfolio are submitted to the Company's senior management on a regular basis. The Company's Board of Directors reviews and approves all equity investment decisions.

The Company has given corporate guarantees and pledged part of its investment in equity in order to fulfil the collateral requirements of the subsidiaries and joint venture entities. The counterparties have an obligation to return the guarantees/ securities to the Company. There are no other significant terms and conditions associated with the use of collateral.

(B) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables and other financial assets) and from its financing activities, including loans to others, deposits with banks, financial institutions & others, foreign exchange transactions and other financial assets.

Customer credit risk is managed by the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive evaluation and individual credit limits are defined in accordance with this assessment.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The calculation is based on exchange losses historical data.

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the Company's Board of Directors on an annual basis, and may be updated throughout the year subject to approval of the Company's Finance Committee. The limits are set to minimize the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

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Concentrations of Credit Risk form part of Credit Risk

Considering that the group operates the port services and provide related infrastructure services, the group is significantly dependent on cargo from such large port user customer located at various ports. Out of total revenue, the Company earns 21% revenue from such customers and with some of these customers, the group has long term cargo contracts . Receivables from such customer constitute 39% of total trade receivables. A loss of these customer could adversely affect the operating result or cash flow of the Group.

(C) Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in raising funds to meet commitments associated with financial instruments that are settled by delivering cash or another financial asset. Liquidity risk may result from an inability to sell a financial asset quickly at close to its fair value.

The Company has an established liquidity risk management framework for managing its short term, medium term and long term funding and liquidity management requirements. The Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. The Company manages the liquidity risk by maintaining adequate funds in cash and cash equivalents. The Company also has adequate credit facilities agreed with banks to ensure that there is sufficient cash to meet all its normal operating commitments in a timely and cost-effective manner.

The table below analyses derivative and non-derivative financial liabilities of the Company into relevant maturity groupings based on the remaining period from the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

₹ in crore

Particulars	Refer Note	On Demand	Less than 1 year	1 to 5 years	Over 5 years	Total
As at March 31, 2019						
Borrowings (including bills discounted and current maturities)	14,15,17	-	7,662.34	11,671.49	8,211.83	27,545.66
Trade Payables	18	-	572.07	-	-	572.07
Derivatives Instruments	15	-	36.31	10.88	-	47.19
Financial Guarantees given	15	-	0.66	0.56	-	1.22
Other Financial Liabilities	15	-	1,388.23	114.86	39.75	1,542.84
Total		**-**	**9,659.61**	**11,797.79**	**8,251.58**	**29,708.98**

₹ in crore

Particulars	Refer Note	On Demand	Less than 1 year	1 to 5 years	Over 5 years	Total
As at March 31, 2018						
Borrowings (including bills discounted and current maturities)	14,15,17	-	1,575.19	12,631.60	7,997.37	22,204.16
Trade Payables	18	-	489.73	-	-	489.73
Derivatives Instruments	15	-	40.64	72.49	-	113.13
Financial Guarantees given	15	-	4.37	2.71	-	7.08
Other Financial Liabilities	15	-	1,211.37	63.35	5.89	1,280.61
Total		**-**	**3,321.30**	**12,770.15**	**8,003.26**	**24,094.71**

33.4 Capital Management

For the purposes of the Group's capital management, capital includes issued capital and all other equity reserves. The primary objective of the Group's capital management is to maximize shareholder value. The Group manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants.

The Group monitors capital using gearing ratio, which is net debt (total debt less cash and bank balance) divided by total capital plus net debt.

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₹ in crore

Particulars	March 31, 2019	March 31, 2018
Total Borrowings (refer note 14,15 and 17)	27,545.66	22,204.16
Less: Cash and bank balance (refer note 7,11)	5,977.23	3,008.06
Net Debt (A)	21,568.43	19,196.10
Total Equity (B)	**24,538.20**	**21,068.83**
Total Equity and Net Debt (C = A + B)	46,106.63	40,264.93
Gearing ratio	**47%**	**48%**

In order to achieve this overall objective, the Group's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period. No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2019 and March 31, 2018.

34 Capital Commitments and other commitments

(i) Capital Commitments

Estimated amount of contracts (net of security deposits amounting to ₹ 2,357.45 crore included in note 7 and advances) remaining to be executed on capital account and not provided for ₹ 17,146.37 crore (previous year ₹ 3,642.82 crore) pertains to various projects to be executed during the next 5 years.

(ii) Other Commitments

a) The port projects of subsidiary companies viz. Adani Hazira Port Private Limited("AHPPL"), The Dhamra Port Company Limited ("DPCL"), joint venture Adani International Container Terminal Private Limited ("AICTPL") and joint venture Adani CMA Mundra Terminal Private Limited ("ACMTPL") have been funded through various credit facility agreements with banks. Against the said facilities availed by the aforesaid entities from the banks, the Company has pledged its shareholding in the subsidiary / joint venture companies and executed Non Disposal Undertaking, the details of which is tabulated below

The details of shareholding pledged by the Company is as follows :

Name of Subsidiaries/Joint Ventures	% of Non disposal undertaking (Apart from pledged)		% of Share Pledged of the total shareholding of investee company	
	As on March 31, 2019	As on March 31, 2018	As on March 31, 2019	As on March 31, 2018
Adani Hazira Port Private Limited	-	-	27.25%	27.25%
Adani International Container Terminal Private Limited	24.97%	-	25.03%	12.51%
The Dhamra Port Company Limited	21.00%	21.00%	30.00%	30.00%
Adani CMA Mundra Terminal Private Limited	-	-	25.50%	-

b) Contract/ Commitment for purchase of certain supplies. Advance given ₹ 356.95 crore (previous year ₹ 331.19 crore).

c) The subsidiary companies have imported capital goods for its Container and Multipurpose Port Terminal Project under the EPCG Scheme at concessional rate of custom duty by undertaking obligation to export. Future outstanding export obligation under the scheme is ₹ 1,331.15 crore (previous year ₹ 2,019.90 crore) which is equivalent to 6 to 8 times of duty saved ₹ 218.03 crore (previous year ₹ 314.95 crore) . The export obligation has to be completed by 2019-20 to 2022-23.

d) One of the subsidiary company has entered into agreement in financial year 2013-14 to acquire land measuring 85,553 square meter in the Hazira region and an advance consideration of ₹ 18.23 crore paid towards the land has been classified as capital advance. The company has entered into agreement in financial year 2018-19 to acquire additional land measuring 310.02 hectare in the Patan region and an advance consideration of ₹ 34.70 crore paid towards the land classified as capital advance respectively. As at March 31, 2019, the company does not have physical possession

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of the said land, although it has contractual right in the said land parcels. The management represent that as land area and location is identifiable and the transaction will be concluded on receiving necessary government approvals.

e) As a part of Environmental Clearance obtained by the Vizhinjam International Sea Port Limited (VISL or 'the Authority'), the AVPPL has been obliged to incur expenditure of ₹ 33.70 crore towards 'Corporate Social Responsibility' along with development of Port Infrastructure under Phase - I and the same is included under the total Project cost. Out of total commitment of ₹ 33.70 crore, AVPPL has incurred ₹ 7.46 crore till March 31, 2019.

f) The Company has provided a letter of support to one of the joint venture companies to provide financials support if and when needed to meet its financials obligation.

35 Contingent Liabilities not provided for

₹ in crore

Sr. No.	Particulars	March 31, 2019	March 31, 2018
a	Corporate Guarantees given to banks and financial institutions against credit facilities availed by the joint venture entities. Amount outstanding there against ₹ 146.33 crore (previous Year ₹ 659.52 crore).	345.78	773.88
b	Corporate Guarantee given to a bank for credit facility availed by erstwhile subsidiary company, Mundra Port Pty Limited, Australia read with note (t) below. (Amount outstanding there against ₹ Nil (previous year ₹ 1,877.04 crore)	Refer note (u) below	Refer note (u) below
c	Certain facilities availed by the joint venture entities and other group company against credit facilities sanctioned to the company.	1,152.33	240.08
d	Bank Guarantees given to government authorities and bank (also includes DSRA bank guarantees given to Bank on behalf of subsidiaries and erstwhile subsidiaries.)	173.37	134.30
e	Civil suits filed by the Customers for recovery of damages against certain performance obligations. The said civil suits are currently pending with various Civil Courts in Gujarat. The management is reasonably confident that no liability will devolve on the Company in this regard and hence no provision is made in the books of accounts towards these suits.	0.94	0.94
f	Show cause notices from the Custom Authorities against duty on port related cargo. The Company has given deposit of ₹ 0.05 crore (previous year ₹ 0.05 crore) against the demand. The management is reasonably confident that no liability will devolve on the Company and hence no liability has been recognised in the books of accounts.	0.14	0.14
g	Customs department notice for wrongly availing duty benefit exemption under DFCEC Scheme on import of equipment. The Company has filed its reply to the show cause notice with Deputy Commissioner of Customs, Mundra and Commissioner of Customs, Mumbai against order in original. The management is of view that no liability shall arise on the Company.	0.25	0.25
h	Various show cause notices received from Commissioner/ Additional Commissioner/ Joint Commissioner/ Deputy Commissioner of Customs and Central Excise, Rajkot and Commissioner of Service Tax, Ahmedabad and appeal there of, for wrongly availing of Cenvat credit/ Service tax credit and Education Cess credit on input services and steel, cement and other fixed assets during financial year 2006-07 to 2014-15. In similar matter, the Excise department has demanded recovery of the duty along with penalty and interest thereon. The Company has given deposit of ₹ 4.50 crore (previous Year ₹ 4.50 crore) against the demand. These matters are pending before the Supreme Court, the High Court of Gujarat, Commissioner of Central Excise (Appeals), Rajkot and Commissioner of Service Tax, Ahmedabad. The Company has taken an external opinion in the matter based on which the management is of the view that no liability shall arise on the Company. Further, during the earlier year, the Company has received favourable order from High Court of Gujarat against demand in respect of dispute relating to financial year 2005-06 and favourable order from CESTAT against similar demand in respect of dispute relating to FY 2005-06 to FY 2010 -11 (up to Sept 2011).	36.49	36.49

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₹ in crore

Sr. No.	Particulars	March 31, 2019	March 31, 2018
i	Show cause notices received from Commissioner of Customs and Central Excise, Rajkot and appeal thereof in respect of levy of service tax on various services provided by the Company and wrong availment of CENVAT credit by the Company during financial year 2009-10 to 2011-12. These matters are currently pending at High Court of Gujarat ₹ 6.72 crore (previous Year ₹ 6.72 crore); and Customs, Excise and Service Tax Appellate Tribunal, Ahmedabad ₹ 0.15 crore (previous Year ₹ 0.15 crore) and Commissioner of Service Tax Ahmedabad ₹ 0.03 crore (previous Year ₹ 0.03 crore). The Company has taken an external opinion in the matter based on which the management is of the view that no liability shall arise on the Company.	6.90	6.90
j	Commissioner of Customs, Ahmedabad has demanded vide letter no.4/Comm./SIIB/2009 dated 25/11/2009 for recovery of penalty in connection with import of Air Craft which is owned by Karnavati Aviation Private Limited (Formerly Gujarat Adani Aviation Private Limited), subsidiary of the Company. Company has filed an appeal before the Customs, Excise and Service Tax Appellate Tribunal against the demand order, the management is reasonably confident that no liability will devolve on the Company and hence no liability has been recognized in the books of accounts.	2.00	2.00
k	In terms of the Show Cause Notice issued to a subsidiary company by the Office of the Commissioner of Customs for a demand of ₹ 18.33 crore along with applicable interest and penalty thereon for the differential amount of Customs Duty in respect of import of Bombardier Challenger Cl-600 under Non-Scheduled Operation Permit (NSOP) has been raised on the Company.	18.33	18.33
l	In terms of the Show Cause cum Demand Notice issued to subsidiary company by the Office of the Commissioner of Customs Preventive Section dated 27/02/2009, a demand of ₹ 14.67 crore along with applicable interest and penalty thereon for the differential amount of Customs Duty in respect of import of Aircraft Hawker 850 XP under Non-Scheduled Operation Permit (NSOP) has been raised on the Company.	14.53	14.53
m	Notice received from Superintendent / Commissioner of Service Tax Department and show cause from Directorate General of Central Excise Intelligence for wrong availing of Cenvat Credit /Service tax credit and Education Cess on input services steel and cement on some of the subsidiary companies. The management is of the view that no liability shall arise on the subsidiaries companies.	99.86	38.98
n	Show cause notice received from Directorate General of Central Excise Intelligence for Non-Payment of Service Tax on Domestic Journey and on certain Foreign Service on reverse charge mechanism amounting to ₹ 3.03 crore. The subsidiary company had filed appeal with Commissioner of Service Tax & received order for the same. The subsidiary company has filed an appeal before the Customs, Excise and Service Tax Appellate Tribunal against the order of Commissioner for confirmation of tax liability of ₹ 3.71 crore (including Penalty). The subsidiary company has taken an external opinion in the matter based on which the management is of the view that no liability shall arise. The subsidiary company has paid ₹ 0.35 crore under protest.	3.71	3.71
o	During the Current year, a subsidiary company has received an adjudication order from Additional Superintendent from Stamps, demanding stamp duty of ₹ 22.16 crore, under the provisions of the Gujarat Stamps Act, 1950 ('the Act'), payable on acquisition of Marine Business Undertaking pursuant to the scheme of arrangement approved by the National Company Law Tribunal (NCLT) in previous year. Against the said order the Company has filed Special Civil Application (SCA) and Letters Patent Appeal (LPA) with Gujarat High Court which is disposed of by the High Court during the year and subsequent to the year-end respectively on the grounds to prefer appeal with appropriate appellate authority under the provisions of the Act. After the balance sheet date, the Company has filed an appeal with the Chief Controlling Revenue Authority and deposited ₹ 5.54 crore under protest for filling an appeal. As per the management's estimate, on the basis of advise from the legal experts, the Company has provided ₹ 4.43 crore in the current year in accordance with the provisions of the act and also doesn't expect any additional demand.	17.73	-

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₹ in crore

Sr. No.	Particulars	March 31, 2019	March 31, 2018
p	The Company has received demand notice of ₹ 1.82 crore (including Penalty of ₹ 1.51 crore) from Government of Andhra Pradesh, Department of Mines and Geology for evasion of Seigniorage fee of ₹ 0.30 crore on utilization of Earth / Gravel in development of East Quay – 1 (EQ-1) in Vishakhapatnam Port Trust. The management is reasonably confident that no liability will devolve on the Company and hence no liability has been recognised in the books of accounts.	1.82	-
q	Revenue sharing on the storage income of subsidiary company as per concession arrangement for the Financial Year 2017-2018 & 2018- 2019.	46.01	-
r	Various matters of subsidiaries companies pending with Income Tax Authorities.	6.05	1.29
s	Statutory claims not acknowledged as debts.	0.46	0.46
t	The Company's tax assessments is completed till assessment year 2015-16, pending appeals with Appellate Tribunal for Assessment Year 2011-12 and CIT (Appeals) for Assessment Year 2012-13 to 2015-16. During the year, the Company has received a favourable order from Appellate Tribunal for assessment year 2009-10 and 2010-11. The management is reasonably confident that no liability will devolve on the Company.		
u	The Company had initiated and recorded the divestment of its entire equity holding in Adani Abbot Point Terminal Holdings Pty Limited ("AAPTHPL") and entire Redeemable Preference Shares holding in Mundra Port Pty Limited ("MPPL") representing Australia Abbot Point Port operations to Abbot Point Port Holdings Pte Limited, Singapore during the year ended March 31, 2013. The sale of securities transaction was recorded as per Share Purchase Agreement ('SPA') entered on March 30, 2013 including subsequent amendments thereto, with a condition to have regulatory and lenders approvals. The Company has all the approvals except in respect of approval from one of the lenders who has given specific line of credit to MPPL. The Company received entire sale consideration except AUD 17.17 Million as on reporting date. The Company expects to receive the said amount in next year. The Company had an outstanding corporate guarantee to a lender of USD 800 million against line of credit to MPPL, which was repaid in full during the year hence the same guarantee is not effective as on reporting date. The Company had also pledged its entire equity holding of 1,000 equity shares of AUD 1 each in MPPL in favour of lender which are in the process of getting released at the reporting date. Outstanding loan against said corporate guarantee as on March 31, 2019 is Nil (previous year USD 288.00 million). Since financial year 2013-14, the Company has received corporate guarantee ('Deed of Indemnity') against above outstanding corporate guarantee from Abbot Point Port Holding Pte Limited, Singapore which is effective till discharge of underlying liability and as at reporting date is no longer effective.		
v	There has been a Supreme Court (SC) judgement dated 28th February 2019, relating to components of salary structure that need to be taken into account while computing the contribution to provident fund under the EPF Act. There are interpretative aspects related to the Judgement including the effective date of application. The Group will continue to assess any further developments in this matter for the implications on financial statements, if any.		

36 Interest in Joint Venture Entities

The company holds 50% interest in Adani International Container Terminal Private Limited and Adani CMA Mundra Terminal Private Limited, respectively and 51% in Adani NYK Auto Logistics Solutions Private Limited, joint venture entities incorporated in India.

Notes to the Consolidated Financial Statements
for the year ended March 31, 2019

(A) Summarised Balance Sheet and Statement of Profit and Loss of these entities are as below:

₹ In Crore

Particulars	Adani CMA Mundra Terminal Private Limited		Adani International Container Terminal Private Limited		Adani NYK Auto Logistics Solutions Private Limited	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019#	March 31, 2018
Share Capital and Reserve & Surplus	(62.98)	47.93	432.06	633.63	5.88	-
Non-current Liabilities	1,612.37	1,466.69	3,494.56	2,498.96	-	-
Current Liabilities	546.54	984.18	322.17	1,381.71	0.02	-
Non-current Assets	2,028.31	1,910.95	4,093.81	4,319.37	3.00	-
Current Assets	67.63	587.85	154.98	194.93	2.89	-
Revenue	369.63	228.81	920.24	647.66	0.05	-
Operating Expenses	(95.50)	(53.66)	(221.94)	(154.94)	-	-
Terminal Royalty Expenses	(44.29)	(24.51)	(185.84)	(109.93)	-	-
Employee Benefit Expenses	(6.83)	(4.82)	(12.83)	(7.85)	-	-
Depreciation and Amortisation Expense	(115.99)	(104.88)	(242.70)	(155.76)	-	-
Foreign Exchange (loss)/Gain (net)	(75.38)	(7.38)	(140.68)	11.00	-	-
Finance Costs	(128.99)	(81.98)	(206.10)	(102.88)	-	-
Other Expenses	(13.44)	(6.89)	(28.93)	(30.62)	(0.07)	-
Profit / (Loss) before tax	**(110.79)**	**(55.31)**	**(118.78)**	**96.68**	**(0.02)**	**-**
Income-tax expense	-	-	(82.59)	(49.88)	(0.01)	-
Profit / (Loss) after tax	**(110.79)**	**(55.31)**	**(201.37)**	**46.80**	**(0.03)**	**-**
Other Comprehensive income	(0.12)	-*	(0.20)	0.01	-	-
Total Comprehensive Income	**(110.91)**	**(55.31)**	**(201.57)**	**46.81**	**(0.03)**	**-**
Capital and Other Commitments	**6.69**	**0.85**	**1.34**	**4.83**	**-**	**-**
Contingent liability not accounted for	**-**	**-**	**4.68**	**4.68**	**-**	**-**

-* Figures being nullified on conversion to ₹ in crore

Information pertaining to statement of profit and loss are for the period September 17, 2018 to March 31, 2019

(B) Reconciliation of carrying amounts of joint ventures

₹ In Crore

Particulars	Adani CMA Mundra Terminal Private Limited		Adani International Container Terminal Private Limited		Adani NYK Auto Logistics Solutions Private Limited	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Net assets of joint venture entities	(62.98)	47.93	432.06	633.63	5.88	-
Proportion of Group's share	50%	50%	50%	50%	51%	-
Group's share	(31.49)	23.97	216.03	316.82	3.00	-
Fair valuation adjustment	-	-	-	-	-	-
Elimination from intra-group transactions	31.49	(23.97)	(216.03)	(316.82)	-	-
Carrying amount of Group's interest	-	-	-	-	3.00	-

(C) Unrecognised share of losses

₹ In Crore

Particulars	Adani CMA Mundra Terminal Private Limited		Adani International Container Terminal Private Limited		Adani NYK Auto Logistics Solutions Private Limited	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Unrecognised share of loss for the year	55.46	27.66	100.79	-	-	-
Cumulative shares of loss	90.88	35.42	129.45	28.66	-	-

Notes to the Consolidated Financial Statements

for the year ended March 31, 2019

37 Business Combinations and acquisitions during the year

(i) On June 28, 2018, the Company has acquired 97% equity stake of Marine Infrastructure Developer Private Limited, a non listed entity engaged in the business of Port Operations at Kattupali Port.

On March 29, 2019, Adani Logistics Limited ("subsidiary company") has acquired 100% equity stake of Adani Agri Logistics Limited (along with its subsidiaries), Adani Agri Logistics (Dahod) Limited, Adani Agri Logistics (Samastipur) Limited and Adani Agri Logistics (Darbhanga) Limited (jointly referred as "Adani Agri Logistics Companies"), non listed entities engaged in the business of Logistics Operations. The company is in the process of making a final determination of fair values of the identified assets and liabilities for the purpose of Purchase price allocation and the same is expected to be completed by March 31, 2020. Pending this, the business combination has been accounted based on provisional fair valuation report.

The fair value of the identifiable assets and liabilities as at the date of acquisition were:

₹ In Crore

Particulars	Marine Infrastructure Developer Private Limited	Adani Agri Logistics Companies
Assets		
Property, Plant and Equipment	1,785.90	556.98
Capital work-in-progress	-	75.60
Other Intangible Assets	124.19	447.59
Other non-current financial/non financial assets	1.37	130.74
Trade Receivables	-	99.20
Inventories	0.47	0.89
Other current financial/non financial assets	-	26.15
Cash and Bank Balances	11.64	79.80
Total Assets	**1,923.57**	**1,416.95**
Liabilities		
Borrowings	-	721.28
Non current financial/non financial liabilities	11.93	11.05
Trade Payables	-	10.24
Current financial/non financial liabilities	0.15	24.33
Liabilities for Current Tax	-	-
Put option liability	23.50	-
Provisions	0.92	1.87
Deferred Tax liability (refer note (c) below)	68.36	158.32
Total Liabilities	**104.86**	**927.09**
Total Identifiable Net Assets at fair value	**1,818.71**	**489.86**
Purchase Consideration paid		
- For equity	388.00	945.70
- For Inter Corporate Deposits	1,562.00	-
	1,950.00	**945.70**
Non-Controlling Interests	(11.97)	-
Goodwill arising on acquisition	**143.26**	**455.84**

Note:-

(a) The determination of the fair value is based on discounted cash flow method. Key assumptions on which the management has based fair valuation includes estimated long-term growth rates, weighted average cost of capital and estimated operating margin. The Cash flow projections take into account past experience and represent the management's best estimate about future developments.

(b) Goodwill is attributable to future growth of business out of synergies from these acquisitions and assembled workforce.

(c) Impact of deferred tax adjustment amounting to ₹ 226.68 crore, arising on business combination, adjusted in Goodwill as per Ind AS - 12 Income Taxes.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2019

(d) From the date of acquisition, Marine Infrastructure Developer Private Limited has contributed ₹ 144.30 crore and ₹ 63.85 crore to the Revenue and profit before tax to the Group. If the combination had taken place at the beginning of the year, revenue would have been ₹ 144.30 crore and the profit before tax to the group would have been ₹ 49.43 crore.

(e) From the date of acquisition, Adani Agri Logistics Companies has contributed ₹ 0.80 crore and ₹ 0.46 crore to the Revenue and loss before tax to the Group. If the combination had taken place at the beginning of the year, revenue would have been ₹ 119.42 crore and the loss before tax to the group would have been ₹ 7.67 crore.

(ii) On December 29, 2018, control over Adani Petroleum Terminal Private Limited ("APTPL"), a wholly owned subsidiary of APSEZL has been transferred to another group company falling under ultimate controlling entity where Key Managerial persons, Directors and their relatives are able to exercise significant influence. With effect from March 16, 2019, the control has been re-acquired as wholly owned subsidiary of Adani Logistics Limited (Subsidiary of APSEZL).

(iii) On December 29, 2018, Dhamra LNG Terminal Private Limited ("DLTPL"), a 100% subsidiary of Adani Petroleum Terminal Private Limited, whose control has been transferred to another group company falling under ultimate controlling entity where Key Managerial persons, Directors and their relatives are able to exercise significant influence. With effect from March 16, 2019, the control has been re-acquired as step down subsidiary of Adani Logistics Limited ("ALL") because APTPL has become subsidiary of ALL.

(iv) During the year, the Company's subsidiary company Adani Logistics Limited has acquired 100% equity shares of Blue Star Realtors Private Limited and Dermot Infracon Private Limited having free hold land amounting to ₹ 240.65 crore and ₹ 135.95 crore respectively.

Note - 38 - Additional information of net assets and share in profit or loss contributed by various entities as recognised under Schedule III of the Companies Act, 2013

₹ In Crore

Name of entity	As at and for the year ended March 31, 2019							
	Net Assets i.e total assets minus total liabilities		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	as % of Consolidated net assets	Amount	as % of Consolidated Profit or Loss	Amount	as % of Consolidated Other Comprehensive Income	Amount	as % of Consolidated Total Comprehensive Income	Amount
Parent Company								
Adani Ports and Special Economic Zone Limited	61.83%	20,491.67	60.41%	2,637.72	118.29%	18.82	60.62%	2,656.54
Subsidiary Companies								
Indian								
The Adani Harbour Services Private Limited	8.29%	2,748.47	26.03%	1,136.59	-0.25%	(0.04)	25.94%	1,136.55
Adani Hazira Port Private Limited	6.21%	2,058.68	10.76%	469.83	-2.70%	(0.43)	10.71%	469.40
Adani Logistics Limited	6.71%	2,223.64	0.75%	32.64	0.38%	0.06	0.75%	32.70
The Dhamra Port Company Limited	6.55%	2,170.83	2.61%	113.74	-2.01%	(0.32)	2.59%	113.42
Adani Petroleum Terminal Private Limited	0.06%	18.48	-0.02%	(0.89)	-	-	-0.02%	(0.89)
Adani Petronet (Dahej) Port Private Limited	2.54%	841.14	4.85%	211.90	-12.70%	(2.02)	4.79%	209.88
Shanti Sagar International Dredging Private Ltd	0.97%	322.18	3.91%	170.73	-0.13%	(0.02)	3.90%	170.71
Adani Murmugao Port Terminal Private Limited	-0.37%	(123.84)	-2.37%	(103.39)	-0.31%	(0.05)	-2.36%	(103.44)

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₹ In Crore

Name of entity	As at and for the year ended March 31, 2019							
	Net Assets i.e total assets minus total liabilities		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	as % of Consolidated net assets	Amount	as % of Consolidated Profit or Loss	Amount	as % of Consolidated Other Comprehensive Income	Amount	as % of Consolidated Total Comprehensive Income	Amount
Adani Vizag Coal Terminal Private Limited	-0.53%	(174.56)	0.67%	29.37	-0.50%	(0.08)	0.67%	29.29
Adani Warehousing Services Private Limited	0.02%	5.32	0.07%	3.17	-	-	0.07%	3.17
Adani Hospitals Mundra Private Limited	0.01%	4.59	0.01%	0.60	-0.06%	(0.01)	0.01%	0.59
Mundra International Airport Private Limited	0.02%	6.34	-0.01%	(0.44)	-	-	-0.01%	(0.44)
Mundra SEZ Textile And Apparel Park Private Limited	-0.07%	(24.21)	-0.11%	(4.98)	-	-*	-0.11%	(4.98)
Adinath Polyfills Private Limited	0.00%	(1.35)	0.00%	(0.06)	-	-	0.00%	(0.06)
MPSEZ Utilities Private Limited	0.26%	86.30	0.17%	7.44	-0.31%	(0.05)	0.17%	7.39
Adani Ennore Container Terminal Private Limited	0.16%	54.62	-2.49%	(108.88)	0.13%	0.02	-2.48%	(108.86)
Adani Vizhinjam Port Private Limited	0.58%	191.37	-0.05%	(2.38)	-	-	-0.05%	(2.38)
Adani Kattupalli Port Private Limited	1.56%	518.33	0.23%	10.26	-	-	0.23%	10.26
Karnavati Aviation Private Limited	0.55%	182.31	-0.11%	(4.73)	-0.57%	(0.09)	-0.11%	(4.82)
Hazira Infrastructure Private Limited	0.08%	25.10	0.02%	0.91	-	-	0.02%	0.91
Mundra International Gateway Terminal Private Limited	0.00%	0.04	0.00%	(0.01)	-	-	0.00%	(0.01)
Adani Bhavanapadu Port Private Limited #	0.00%	0.05	-	-*	-	-	-	-*
Marine Infrastructure Developer Private Limited *	4.30%	1,425.94	1.33%	58.21	1.07%	0.17	1.33%	58.38
Blue Star Realtors Private Limited *	0.13%	43.13	-0.27%	(11.95)	-	-	-0.27%	(11.95)
Madurai Infrastructure Private Limited (formerly known as Mundra LPG Infrastructure Private Limited)	0.00%	(0.02)	0.00%	(0.01)	-	-	0.00%	(0.01)
Dholera Port And Special Economic Zone Limited	-0.01%	(2.81)	-0.01%	(0.29)	-	-	-0.01%	(0.29)
Dhamra LNG Terminal Private Limited	0.00%	0.02	0.00%	(0.01)	-	-	0.00%	(0.01)
Adani Kandla Bulk Terminal Private Limited	-0.98%	(325.23)	-1.83%	(79.82)	-0.63%	(0.10)	-1.82%	(79.92)
Dholera Infrastructure Private Limited	-0.01%	(3.39)	-0.01%	(0.39)	-	-	-0.01%	(0.39)
Mundra LPG Terminal Private Limited (till December 28, 2018)	-	-	-0.01%	(0.26)	-	-	-0.01%	(0.26)
Adani Dhamra LPG Terminal Private Limited (till December 28, 2018)	-	-	-	-*	-	-	-	-*

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for the year ended March 31, 2019

₹ In Crore

Name of entity	As at and for the year ended March 31, 2019							
	Net Assets i.e total assets minus total liabilities		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	as % of Consolidated net assets	Amount	as % of Consolidated Profit or Loss	Amount	as % of Consolidated Other Comprehensive Income	Amount	as % of Consolidated Total Comprehensive Income	Amount
Adani Agri Logistics Limited *	1.17%	388.84	0.01%	0.40	-1.63%	(0.26)	0.00%	0.14
Adani Agri Logistics (MP) Limited *	-0.01%	(4.26)	0.00%	0.02	-	-*	0.00%	0.02
Adani Agri Logistics (Harda) Limited *	-0.01%	(3.60)	0.00%	(0.04)	0.06%	0.01	0.00%	(0.03)
Adani Agri Logistics (Hoshangabad) Limited *	-0.01%	(3.33)	0.00%	0.03	0.06%	0.01	0.00%	0.04
Adani Agri Logistics (Satna) Limited *	-0.01%	(3.69)	0.00%	0.01	0.06%	0.01	0.00%	0.02
Adani Agri Logistics (Ujjain) Limited *	0.00%	(0.77)	0.00%	0.09	-	-*	0.00%	0.09
Adani Agri Logistics (Dewas) Limited *	-0.01%	(2.01)	0.00%	0.07	-	-*	0.00%	0.07
Adani Agri Logistics (Katihar) Limited *	0.00%	0.30	0.00%	(0.08)	-	-	0.00%	(0.08)
Adani Agri Logistics (Kotkapura) Limited *	0.00%	(1.33)	0.00%	(0.03)	-	-*	0.00%	(0.03)
Adani Agri Logistics (Kannauj) Limited *	0.00%	(0.83)	-	-	-	-	-	-
Adani Agri Logistics (Panipat) Limited *	0.00%	(0.22)	-	-	-	-	-	-
Adani Agri Logistics (Moga) Limited *	0.00%	(0.21)	0.00%	(0.01)	-	-	0.00%	(0.01)
Adani Agri Logistics (Mansa) Limited *	0.00%	0.32	-	-*	-	-	-	-*
Adani Agri Logistics (Bathinda) Limited *	0.00%	0.90	-	-*	-	-	-	-*
Adani Agri Logistics (Barnala) Limited *	0.00%	(0.39)	0.00%	(0.01)	-	-	0.00%	(0.01)
Adani Agri Logistics (Nakodar) Limited *	0.00%	(0.07)	0.00%	(0.01)	-	-	0.00%	(0.01)
Adani Agri Logistics (Raman) Limited *	0.00%	0.12	-	-*	-	-	-	-*
Adani Agri Logistics (Dahod) Limited *	0.00%	0.05	-	-*	-	-	-	-*
Adani Agri Logistics (Borivali) Limited *	0.00%	0.05	-	-*	-	-	-	-*
Adani Agri Logistics (Dhamora) Limited *	0.00%	0.05	-	-*	-	-	-	-*
Adani Agri Logistics (Samastipur) Limited *	0.00%	0.04	-	-*	-	-	-	-*
Adani Agri Logistics (Darbhanga) Limited *	0.00%	0.04	-	-*	-	-	-	-*
Dermot Infracon Private Limited *	0.00%	(0.01)	0.00%	(0.01)	-	-	0.00%	(0.01)

Notes to the Consolidated Financial Statements

for the year ended March 31, 2019

₹ In Crore

Name of entity	As at and for the year ended March 31, 2019							
	Net Assets i.e total assets minus total liabilities		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	as % of Consolidated net assets	Amount	as % of Consolidated Profit or Loss	Amount	as % of Consolidated Other Comprehensive Income	Amount	as % of Consolidated Total Comprehensive Income	Amount
Foreign								
Abbot Point Operations Pty Limited	-0.03%	(10.02)	-0.14%	(6.05)	-	-	-0.14%	(6.05)
Abbot Point Bulkcoal Pty Ltd	0.13%	44.73	0.42%	18.38	-	-	0.42%	18.38
Adani International Terminals Pte Limited	0.00%	(1.14)	-0.01%	(0.49)	-	-	-0.01%	(0.49)
Adani Mundra Port Holding Pte Ltd #	0.00%	0.01	0.00%	(0.03)	-	-	0.00%	(0.03)
Adani Mundra Port Pte. Limited #	0.00%	(0.02)	0.00%	(0.03)	-	-	0.00%	(0.03)
Adani Abbot Port Pte. Limited #	0.00%	(0.02)	0.00%	(0.03)	-	-	0.00%	(0.03)
Non-controlling interest	-0.63%	(209.94)	-1.25%	(54.53)	2.77%	0.44	-1.23%	(54.09)
Joint Venture Entities								
Indian								
Adani International Container Terminal Private Limited	0.65%	216.03	-2.31%	(100.68)	-0.63%	(0.10)	-2.30%	(100.78)
Adani CMA Mundra Terminal Private Limited	-0.10%	(31.49)	-1.27%	(55.40)	-0.38%	(0.06)	-1.27%	(55.46)
Adani NYK Auto Logistics Solutions Private Limited #	0.01%	3.00	0.00%	(0.02)	-	-	0.00%	(0.02)
Sub total	**100%**	**33,144.27**	**100%**	**4,366.17**	**100%**	**15.91**	**100%**	**4,382.08**
CFS Adjustments and Eliminations		(8,606.07)		(375.95)		(0.06)		(376.01)
Total	**100.00%**	**24,538.20**	**100.00%**	**3,990.22**	**100.00%**	**15.85**	**100.00%**	**4,006.07**

-* Figures being nullified on conversion to ₹ in crore.
* Company acquired during the year
# Company incorporated during the year.

₹ In Crore

Name of entity	As at and for the year ended March 31, 2018							
	Net Assets i.e total assets minus total liabilities		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	as % of Consolidated net assets	Amount	as % of Consolidated Profit or Loss	Amount	as % of Consolidated Other Comprehensive Income	Amount	as % of Consolidated Total Comprehensive Income	Amount
Parent Company								
Adani Ports And Special Economic Zone Limited	71.27%	18,283.26	69.33%	2,408.10	84.91%	8.61	69.38%	2,416.71
Subsidiary Companies								
Indian								
The Adani Harbour Services Private Limited	8.18%	2,098.78	25.03%	869.18		-*	24.95%	869.18
Adani Hazira Port Private Limited	6.20%	1,589.27	12.08%	419.69	0.99%	0.10	12.05%	419.79

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for the year ended March 31, 2019

₹ In Crore

Name of entity	As at and for the year ended March 31, 2018							
	Net Assets i.e total assets minus total liabilities		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	as % of Consolidated net assets	Amount	as % of Consolidated Profit or Loss	Amount	as % of Consolidated Other Comprehensive Income	Amount	as % of Consolidated Total Comprehensive Income	Amount
Adani Petronet (Dahej) Port Private Limited	2.54%	652.12	2.08%	72.28	17.26%	1.75	2.13%	74.03
Shanti Sagar International Dredging Private Limited	0.07%	17.65	0.52%	17.94		-*	0.52%	17.94
Adani Kandla Bulk Terminal Private Limited	-0.96%	(245.31)	-3.28%	(113.95)	0.10%	0.01	-3.27%	(113.94)
Dhamra LNG Terminal Private Limited	0.00%	0.03	0.00%	(0.01)	-	-	0.00%	(0.01)
Adani Petroleum Terminal Private Limited	0.00%	(0.42)	-0.02%	(0.61)	-	-	-0.02%	(0.61)
Mundra LPG Terminal Private Limited	0.00%	(0.12)	0.00%	(0.01)	-	-	0.00%	(0.01)
Adani Dhamra LPG Terminal Private Limited	0.00%	(0.01)	0.00%	(0.01)	-	-	0.00%	(0.01)
The Dhamra Port Company Limited	4.22%	1,081.34	-1.30%	(45.24)	0.20%	0.02	-1.30%	(45.22)
Adani Murmugao Port Terminal Private Limited	-0.08%	(20.40)	-1.43%	(49.62)	-	-*	-1.42%	(49.62)
Adani Logistics Limited	1.79%	458.61	0.43%	14.83	0.59%	0.06	0.43%	14.89
Adani Vizag Coal Terminal Private Limited	-0.79%	(203.84)	-5.33%	(185.29)	-	-*	-5.32%	(185.29)
Adani Warehousing Services Private Limited	0.01%	2.15	0.06%	2.17	0.00%	-	0.06%	2.17
Adani Hospitals Mundra Private Limited	0.00%	0.58	-0.03%	(1.17)	0.10%	0.01	-0.03%	(1.16)
Mundra International Airport Private Limited	0.00%	0.42	-0.03%	(0.90)	0.00%	-	-0.03%	(0.90)
Mundra SEZ Textile And Apparel Park Private Limited	-0.08%	(19.37)	-0.16%	(5.73)	-	-*	-0.16%	(5.73)
Adinath Polyfills Private Limited	0.00%	(1.28)	0.00%	(0.10)	0.00%	-	0.00%	(0.10)
MPSEZ Utilities Private Limited	0.31%	78.91	0.38%	13.15	0.10%	0.01	0.38%	13.16
Adani Ennore Container Terminal Private Limited	-0.10%	(26.53)	-0.76%	(26.42)	0.20%	0.02	-0.76%	(26.40)
Adani Vizhinjam Port Private Limited	0.76%	193.75	-0.02%	(0.85)	-	-	-0.02%	(0.85)
Adani Kattupalli Port Private Limited	5.68%	1,458.07	2.53%	87.81	-	-	2.52%	87.81
Karnavati Aviation Private Limited	0.10%	26.54	-0.11%	(3.91)	-*	-*	-0.11%	(3.91)
Hazira Infrastructure Private Limited	0.09%	24.19	0.02%	0.77	-	-	0.02%	0.77
Madurai Infrastructure Private Limited (formerly known as Mundra LPG Infrastructure Private Limited)	0.00%	(0.01)	0.00%	(0.01)	-	-	0.00%	(0.01)
Mundra International Gateway Terminal Private Limited	0.00%	0.05	-	-*	-	-	-	-*
Dholera Port And Special Economic Zone Limited	-0.02%	(3.92)	-0.01%	(0.34)	-	-	-0.01%	(0.34)

Notes to the Consolidated Financial Statements

for the year ended March 31, 2019

₹ In Crore

Name of entity	As at and for the year ended March 31, 2018							
	Net Assets i.e total assets minus total liabilities		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	as % of Consolidated net assets	Amount	as % of Consolidated Profit or Loss	Amount	as % of Consolidated Other Comprehensive Income	Amount	as % of Consolidated Total Comprehensive Income	Amount
Dholera Infrastructure Private Limited	-0.02%	(4.51)	-0.01%	(0.38)	-	-	-0.01%	(0.38)
Foreign								
Abbot Point Operations Pty Limited	-0.02%	(4.28)	-0.01%	(0.48)	-	-	-0.01%	(0.48)
Abbot Point Bulkcoal Pty Limited	0.11%	27.60	0.68%	23.55	-	-	0.68%	23.55
Adani International Terminals Pte Limited	0.00%	(0.62)	-0.02%	(0.62)	-	-	-0.02%	(0.62)
Non-controlling interest	-0.58%	(149.56)	-0.47%	(16.33)	-4.44%	(0.45)	-0.48%	(16.78)
Joint Venture Entities								
Indian								
Adani International Container Terminal Private Limited	1.23%	316.81	0.67%	23.40	-	-*	0.67%	23.40
Adani CMA Mundra Terminal Private Limited	0.09%	23.96	-0.80%	(27.66)	-	-*	-0.79%	(27.66)
Sub total	**100.00%**	**25,653.91**	**100.00%**	**3,473.23**	**100.00%**	**10.14**	**100.00%**	**3,483.37**
CFS Adjustments and Eliminations		(4,585.08)	-	200.39	-	(0.74)	-	199.65
Total	**100.00%**	**21,068.83**	**100.00%**	**3,673.62**	**100.00%**	**9.40**	**100.00%**	**3,683.02**

-* Figures being nullified on conversion to ₹ in crore.

39 The Company had entered into preliminary agreement with a party for development and maintenance of Liquefied Natural Gas ("LNG") terminal infrastructure facilities at Mundra ("the LNG Project") vide preliminary agreement dated September 30, 2014. The Company had, during the quarter ended September 30, 2014, recognised project service revenue of ₹ 200 crore towards land reclamation pending conclusion of a definitive agreement based on the activities completed. The LNG Project is substantially completed and the Company and the other party have spent substantial amounts on their respective areas as per the agreement on the LNG Project which are within their scope. During the current year, the Management has assessed that it would be prudent to record revenue from this project once definitive agreements are executed by both the parties. Consequently the Company has derecognised accrued income amounting to ₹ 121.90 crore (net off advance of ₹ 50 crore received and cost recognised earlier). The same is presented as an exceptional item in the financial statements for the year ended March 31, 2019. The Management based on its assessment of ongoing activities, is of the view that project costs amounting to ₹ 562.89 crore incurred by the Company towards the LNG Project is considered fully recoverable.

40 (a) Adani Vizag Coal Terminal Private Limited ("AVCTPL") - a subsidiary of the Company is engaged in Port services under concession from one of the port trust authorities of the Government of India. The port operations were suspended temporarily due to operational bottlenecks beyond the subsidiary's control during 2016-17. The Port authority issued Consultation Notice to AVCTPL in accordance with the provisions of the Concession Agreement. As at March 31, 2018, AVCTPL had assessed the appropriateness of the carrying value of the Service Concession Rights in it's books and had recorded an impairment amounting to ₹ 155.18 crore based on best estimates by its management. During the current financial year, on account of certain positive developments in operations such as permission for road movement, rake availability for cargo evacuation and entering into long term contract for cargo handling, the Consultation Notice has been withdrawn by the Port authority and AVCTPL has resumed the port operations. AVCTPL has received relaxation in the form of rationalisation on revenue share from storage income from the Port Trust in accordance with guidelines from Ministry of Shipping (MoS).

Notes to the Consolidated Financial Statements

for the year ended March 31, 2019

This will result into improving the operating efficiency and ultimately result in generation of cash and able to meet its financial obligation. As at March 31, 2019, the Group has reassessed the carrying values of Service Concession Rights and has reversed an impairment loss amounting to ₹ 52.95 crore based on the estimates made by the management. The same is presented as an exceptional item in the financial statements for the year ended March 31, 2019.

(b) The Group has determined the recoverable amounts of Property, Plant and Equipment & Intangible Assets (comprising of service concession rights) in case of Adani Kandla Bulk Terminal Private Limited ("AKBTPL") amounting to ₹ 834.20 crore and Adani Murmugao Port Terminal Private Limited ("AMPTPL") amounting to ₹ 355.41 crore over its useful life under Ind AS 36, Impairment of Assets based on the estimates relating to cargo traffic, port tariffs, inflation, discount rates, revenue share on income etc. which are considered reasonable by the Management. The Company has been providing financial support to these entities to meet its financial obligations, if and when required. AKBTPL has received relaxation in the form of rationalisation on revenue share from storage income from the Port Trust in accordance with guidelines from MoS. AMPTPL is in the process of applying for similar rationalization as it believes that the project meets the criteria as prescribed in the guidelines. This will result in improving the operating efficiency and ultimately result in generation of cash and able to meet its financial obligation. On a careful evaluation of the aforesaid factors, the Management of the Company has concluded that the recoverable amounts of Property, Plant and Equipment & Intangible Assets is higher than their carrying amounts as at March 31, 2019 and no provision for impairment in respect of these assets is considered necessary at this stage.

(c) AMPTPL has incurred a net loss of ₹ 103.44 crore during the year ended March 31, 2019 and, as of that date, it's accumulated losses of ₹ 239.73 crore exceeded the Equity Share Capital of ₹ 115.89 crore resulting in the net worth being negative at ₹ 123.84 crore. AMPTPL has incurred cash loss in current year as well as in the previous year. This being an infrastructure project having long gestation period, the AMPTPL's management expects that there will be significant increase in the operations of the Company that will lead to improved cash flows and long term sustainability. During the year, Ministry of Shipping (MoS) has issued guidelines providing substantial rationalization in the revenue share on storage charges for certain category of port projects. AMPTPL is in the process of applying for such rationalization. The Project's viability is significantly dependent on AMPTPL being granted the rationalization in the revenue share on storage charges as enunciated in the aforesaid guidelines.

41 During the previous year, the National Company Law Tribunal, Ahmedabad Bench vide its order dated July 31, 2017 (for Adani Hazira Port Private Limited ("AHPPL") and Adani Petronet (Dahej) Port Private Limited ("APDPPL") and order dated August 18, 2017 (for Adani Ports and Special Economic Zone Limited ("APSEZL") has approved the scheme of arrangement for demerger of Marine business undertaking with The Adani Harbour Services Private Limited ("TAHSPL") with effect from April, 1, 2016 (the appointed date). The Scheme became effective from August 14, 2017 (for AHPPL and APDPPL) and August 23, 2017 (for APSEZL) upon filing of the order with the Registrar of Companies. Pursuant to the Scheme, all the assets, liabilities, income and expenses of the marine business undertaking stand transferred to TAHSPL with the appointed date. Accordingly, the necessary effect has been given in the financials for the year ended on March 31, 2018.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2019

42 Impairment testing of Goodwill

Goodwill acquired through acquisitions and business combination pertains to following Cash Generating Units (CGUs)

₹ in Crore

Particulars	As at March 31, 2019	As at March 31, 2018
The Dhamra Port Company Limited	2,559.31	2,559.31
Adani Kandla Bulk Terminal Private Limited	0.06	0.06
Abbot Point Bulkcoal Pty Limited	1.98	2.02
The Adani Harbour Services Private Limited	20.53	20.53
Adani Petronet (Dahej) Port Private Limited	0.22	0.22
Adani Logistics Limited	2.71	2.71
Adinath Polyfills Private Limited	37.42	37.42
Marine Infrastructure Developer Private Limited (refer note 37)	143.26	-
Adani Agri Logistics Companies (refer note 37)	455.84	-
Dermot Infracon Private Limited	0.02	-
Adani Petroleum Terminal Private Limited	1.72	-
Goodwill relating to Merger of Adani Port Limited	44.86	44.86
Total	**3,267.93**	**2,667.13**

Notes:

The goodwill is tested for impairment annually and as at March 31, 2019, the goodwill was not impaired.

The recoverable amounts of the CGUs are determined from value-in-use calculations. The key assumptions for the value-in-use calculations are those regarding the discount rates, growth rates and expected changes to direct costs during the year. Management estimates discount rates using pre-tax rates that reflect current market assessments of the time value of money. The growth rates are based on management's forecasts. Changes in selling prices and direct costs are based on past practices and expectations of future changes in the market.

The Group prepares its forecasts based on the most recent financial budgets approved by management with projected revenue growth rates ranging from 6% to 20%.

The rates used to discount the forecasts is 9% to 11%.p.a.

Management believes that any reasonable possible change in any of these assumptions would not cause the carrying amount to exceed its recoverable amount.

43 Information required to be furnished as per Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) and Schedule III the Companies Act, 2013 for the year ended March 31, 2019. This information has been determined to the extent such parties have been identified on the basis of information available with the Company and relied upon by auditors.

₹ in Crore

Sr. No.	Particulars	March 31, 2019	March 31, 2018
a	Principal amount and interest due thereon remaining unpaid to any supplier as at the end of each accounting year.		
	Principal	2.07	0.09
	Interest	Nil	Nil
b	The amount of interest paid by the buyer in terms of section 16, of the Micro Small and Medium Enterprise Development Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	Nil	Nil
c	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro Small and Medium Enterprise Development Act, 2006.	Nil	Nil
d	The amount of interest accrued and remaining unpaid at the end of each accounting year.	Nil	Nil
e	The amount of further interest remaining due and payable even in the succeeding years until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of MSMED Act 2006.	Nil	Nil

Notes to the Consolidated Financial Statements
for the year ended March 31, 2019

44 Standards issued but not effective:

Ind AS 116 - Leases

On March 30, 2019, Ministry of Corporate Affairs has notified Ind AS 116, Leases. Ind AS 116 will replace the existing leases Standard, Ind AS 17 Leases, and related Interpretations. The Standard sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract i.e., the lessee and the lessor. Ind AS 116 introduces a single lessee accounting model and require lessee to recognize assets and liabilities for all leases with a term of more than twelve months, unless the underlying asset is of low value. Currently, operating lease expenses are charged to the statement of profit and loss. The Standard also contains enhanced disclosure requirements for lessees.

Ind AS 116 substantially carries forward the lessor accounting requirements in Ind AS 17. The effective date for adoption of Ind AS 116 is annual periods beginning on or after April 1, 2019. The standard permits two possible methods of transition:- Full retrospective – Retrospectively to each prior period presented applying Ind AS 8 Accounting Policies, Changes in Accounting Estimates and Errors Modified retrospective – Retrospectively, with the cumulative effect of initially applying the Standard recognized at the date of initial application. Under modified retrospective approach, the lessee records the lease liability as the present value of the remaining lease payments, discounted at the incremental borrowing rate and the right of use asset either as:- Its carrying amount as if the standard had been applied since the commencement date, but discounted at lessee's incremental borrowing rate at the date of initial application or an amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments related to that lease recognized under Ind AS 17 immediately before the date of initial application. Certain practical expedients are available under both the methods.

On completion of evaluation of the effect of adoption of Ind AS 116, the Group is proposing to use the 'Modified Retrospective Approach' for transitioning to Ind AS 116, and take the cumulative adjustment to retained earnings, on the date of initial application (April1, 2019). Accordingly, comparatives for the year ended March 31, 2019 will not be retrospectively adjusted. The Group has elected certain available practical expedients on transition.

Ind AS 12 Appendix C, Uncertainty over Income Tax Treatments:-

On March 30, 2019, Ministry of Corporate Affairs has notified Ind AS 12 Appendix C, Uncertainty over Income Tax Treatments which is to be applied while performing the determination of taxable profit (or loss), tax bases, unused tax losses, unused tax credits and tax rates, when there is uncertainty over income tax treatments under Ind AS 12. According to the appendix, companies need to determine the probability of the relevant tax authority accepting each tax treatment, or group of tax treatments, that the companies have used or plan to use in their income tax filing which has to be considered to compute the most likely amount or the expected value of the tax treatment when determining taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates. The standard permits two possible methods of transition - i) Full retrospective approach – Under this approach, Appendix C will be applied retrospectively to each prior reporting period presented in accordance with Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors, without using hindsight and ii) Retrospectively with cumulative effect of initially applying Appendix C recognized by adjusting equity on initial application, without adjusting comparatives. The effective date for adoption of Ind AS 12 Appendix C is annual periods beginning on or after April 1, 2019. The Group will adopt the standard on April 1, 2019 and has decided to adjust the cumulative effect in equity on the date of initial application i.e. April 1, 2019 if any without adjusting comparatives. The effect on adoption of Ind AS 12 Appendix C would be insignificant in the consolidated financial statements.

Amendment to Ind AS 12 – Income taxes

On March 30, 2019, Ministry of Corporate Affairs issued amendments to the guidance in Ind AS 12, 'Income Taxes', in connection with accounting for dividend distribution taxes. The amendment clarifies that an entity shall recognise the income tax consequences of dividends in the consolidated statement of profit and loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events. Effective date for application of this amendment is annual period beginning on or

Notes to the Consolidated Financial Statements

for the year ended March 31, 2019

after April 1, 2019. The Group is currently evaluating the effect of this amendment on the consolidated financial statements.

Amendment to Ind AS 19 – Plan amendment, curtailment or settlement

On March 30, 2019, Ministry of Corporate Affairs issued amendment to Ind AS 19, 'Employee Benefits', in connection with accounting for plan amendment, curtailment and settlement. The amendments require an entity:- to use updated assumptions to determine current service cost and net interest for the remainder of the period after a plan amendment, curtailment or settlement; and to recognise in the consolidated statement of profit and loss as part of past service cost, or a gain or loss on settlement, any reduction in a surplus, even if that surplus was not previously recognised because of the impact of the asset ceiling. Effective date for application of this amendment is annual period beginning on or after April 1, 2019. The Group is currently evaluating the effect of this amendment on the consolidated financial statements.

45 Events occurred after the Balance Sheet Date

(1) Under APSEZ dividend policy, a percentage of profit are paid out as dividend. As part of the policy, this year APSEZ will be paying a combination of dividend and buy-back of shares to the shareholders, which will be announced by June 4, 2019. This amount (Dividend + Share buy-back) is expected to exceed the regular dividend pay-out.

(2) Adani Total Private Limited (Formerly known as "Adani Petroleum Terminal Private Limited"), step down subsidiary of the Company has became a jointly controlled entity through equity investment of ₹ 454.50 crore made by Total Holdings SAS on May 03, 2019.

(3) Adani Logistics Limited has entered into share purchase agreement on April 22, 2019 with Welspun Steel Limited and MGN Agro Properties Private Limited for acquisition of 100% equity stake (5,01,10,000 equity shares of ₹ 10 each) of Welspun Orissa Steel Private Limited at a consideration of ₹ 235 crore.

For and on behalf of the Board of Directors

Gautam S. Adani
Chairman and Managing Director
DIN : 00006273

Rajesh S. Adani
Director
DIN : 00006322

Karan Adani
Wholetime Director and CEO
DIN: 03088095

Deepak Maheshwari
Chief Financial Officer

Kamlesh Bhagia
Company Secretary

Place : Ahmedabad
Date : May 27, 2019

FORM - AOC - 1

Salient features of the financial statement of Subsidiaries / Joint Ventures Pursuant to Section 129(3) of the Companies Act, 2013 read with Rule 5 of The Companies (Accounts) Rules, 2014

PART "A" - Subsidiaries

₹ in Crore, Foreign Currencies in Million

No	Name of Subsidiaries	Reporting Period	Reporting Currency	Share Capital	Reserve & Surplus	Total Assets	Total Liabilities	Investments Other than Subsidiaries	Turnover	Profit/(loss) before taxation	Profit/(loss) after taxation	Other Comprehensive Income	Total Comprehensive Income	Proposed Dividend	% of Shareholding
1	The Adani Harbour Services Private Limited	2018-19	INR	57.69	2,690.78	2,872.41	123.94	-	1,263.13	1,173.42	1,136.59	(0.04)	1,136.55	17.31	100%
2	Adani Hazira Port Private Limited	2018-19	INR	715.47	1,343.21	4,061.87	2,003.19	-	1,105.75	544.08	469.83	(0.43)	469.40	-	100%
3	Adani Logistics Limited	2018-19	INR	325.00	1,898.64	2,628.11	404.47	4.21	582.66	50.13	32.64	0.06	32.70	-	100%
4	The Dhamra Port Company Limited	2018-19	INR	1,148.00	1,022.83	7,366.83	5,196.00	7.89	1,106.15	147.58	113.74	(0.32)	113.42	-	100%
5	Adani Petroleum Terminal Private Limited	2018-19*	INR	20.20	(1.72)	614.02	595.54	-	80.41	(0.89)	(0.89)	-	(0.89)	-	100%
6	Adani Petronet (Dahej) Port Private Limited	2018-19	INR	346.15	494.99	1,239.93	398.79	-	421.02	153.23	211.90	(2.02)	209.88	34.62	74%
7	Shanti Sagar International Dredging Private Limited	2018-19	INR	135.05	187.13	1,061.90	739.72	-	326.40	170.82	170.73	(0.02)	170.71	-	100%
8	Adani Murmugao Port Terminal Private Limited	2018-19	INR	115.89	(239.73)	407.51	531.35	0.60	111.70	(103.39)	(103.39)	(0.05)	(103.44)	-	100%
9	Adani Vizag Coal Terminal Private Limited	2018-19	INR	101.28	(275.84)	236.32	410.88	-	33.69	29.37	29.37	(0.08)	29.29	-	100%
10	Adani Warehousing Services Private Limited	2018-19	INR	0.05	5.27	5.92	0.60	-	12.84	4.50	3.17	-	3.17	-	100%
11	Adani Hospitals Mundra Private Limited	2018-19	INR	0.30	4.29	6.51	1.92	-	8.55	0.57	0.60	(0.01)	0.59	-	100%
12	Mundra International Airport Private Limited	2018-19	INR	3.50	2.84	9.00	2.66	-	1.56	(0.44)	(0.44)	-	(0.44)	-	100%
13	Mundra Sez Textile And Apparel Park Private Limited	2018-19	INR	4.91	(29.12)	48.09	72.30	-	6.07	(4.98)	(4.98)	-	(4.98)	-	55%
14	Adinath Polyfills Private Limited	2018-19	INR	0.12	(1.47)	1.41	2.76	-	-	(0.08)	(0.06)	-	(0.06)	-	100%
15	MPSEZ Utilities Private Limited	2018-19	INR	13.14	73.16	133.51	47.21	-	162.20	8.86	7.44	(0.05)	7.39	-	100%
16	Adani Ennore Container Terminal Private Limited	2018-19	INR	192.00	(137.38)	819.92	765.30	-	15.32	(108.88)	(108.88)	0.02	(108.86)	-	100%
17	Adani Vizhinjam Port Private Limited	2018-19	INR	199.96	(8.59)	2,084.23	1,892.86	-	-	(2.05)	(2.38)	-	(2.38)	-	100%
18	Adani Kattupalli Port Private Limited	2018-19	INR	0.05	518.28	569.72	51.39	-	66.97	15.06	10.26	-	10.26	-	100%
19	Karnavati Aviation Private Limited	2018-19	INR	45.00	137.31	300.52	118.21	-	62.72	(4.73)	(4.73)	(0.09)	(4.82)	-	100%
20	Hazira Infrastructure Private Limited	2018-19	INR	24.20	0.90	25.11	0.01	-	-	1.25	0.91	-	0.91	-	100%
21	Mundra International Gateway Terminal Private Limited	2018-19	INR	0.05	(0.01)	0.04	-	-	-	(0.01)	(0.01)	-	(0.01)	-	100%
22	Adani Bhavanapadu Port Private Limited	May 21, 2018 to March 31, 2019	INR	0.05	-*	0.05	-*	-	-	-*	-*	-	-*	-	100%

FORM - AOC - 1

Salient features of the financial statement of Subsidiaries / Joint Ventures Pursuant to Section 129(3) of the Companies Act, 2013 read with Rule 5 of The Companies (Accounts) Rules, 2014

PART "A" - Subsidiaries

₹ in Crore, Foreign Currencies in Million

No	Name of Subsidiaries	Reporting Period	Reporting Currency	Share Capital	Reserve & Surplus	Total Assets	Total Liabilities	Investments Other than Subsidiaries	Turnover	Profit/(loss) before taxation	Profit/(loss) after taxation	Other Comprehensive Income	Total Comprehensive Income	Proposed Dividend	% of Shareholding
23	Marine Infrastructure Developer Private Limited	June 29, 2018 to March 31, 2019	INR	400.00	1,025.94	2,440.88	1,014.94	-	144.30	63.85	58.21	0.17	58.38	-	97%
24	Blue Star Realtors Private Limited	April 27, 2018 to March 31, 2019	INR	6.91	36.22	240.67	197.54	-	-	(12.51)	(11.95)	-	(11.95)	-	100%
25	Madurai Infrastructure Private Limited (formerly known as Mundra LPG Infrastructure Private Limited)	2018-19	INR	0.05	(0.07)	0.01	0.03	-	-	(0.01)	(0.01)	-	(0.01)	-	100%
26	Dholera Port And Special Economic Zone Limited	2018-19	INR	1.61	(4.42)	0.18	2.99	-	-	(0.29)	(0.29)	-	(0.29)	-	100%
27	Dhamra LNG Terminal Private Limited	2018-19#	INR	0.05	(0.03)	1,012.02	1,012.00	-	-	(0.01)	(0.01)	-	(0.01)	-	100%
28	Adani Kandla Bulk Terminal Private Limited	2018-19	INR	120.05	(445.28)	944.84	1,270.07	-	122.94	(117.35)	(79.82)	-0.10	(79.92)	-	100%
29	Dholera Infrastructure Private Limited	2018-19	INR	0.01	(3.40)	0.09	3.48	-	-	(0.39)	(0.39)	-	(0.39)	-	100%
30	Mundra LPG Terminal Private Limited	Note - A	INR	-	-	-	-	-	-	(0.26)	(0.26)	-	(0.26)	-	100%
31	Adani Dhamra LPG Terminal Private Limited	Note - A	INR	-	-	-	-	-	-	-*	-*	-	-*	-	100%
32	Adani Agri Logistics Limited	March 29, 2019 to March 31, 2019	INR	99.83	289.01	687.11	298.27	-	0.80	0.42	0.40	-0.26	0.14	-	100%
33	Adani Agri Logistics (MP) Limited	March 29, 2019 to March 31, 2019	INR	1.00	(5.26)	22.56	26.82	-	0.05	0.02	0.02	-*	0.02	-	100%
34	Adani Agri Logistics (Harda) Limited	March 29, 2019 to March 31, 2019	INR	1.00	(4.60)	22.38	25.98	-	(0.02)	(0.04)	(0.04)	0.01	(0.03)	-	100%
35	Adani Agri Logistics (Hoshangabad) Limited	March 29, 2019 to March 31, 2019	INR	1.00	(4.33)	22.31	25.64	-	-	0.03	0.03	0.01	0.04	-	100%
36	Adani Agri Logistics (Satna) Limited	March 29, 2019 to March 31, 2019	INR	1.00	(4.69)	21.02	24.71	-	0.01	0.01	0.01	0.01	0.02	-	100%
37	Adani Agri Logistics (Ujjain) Limited	March 29, 2019 to March 31, 2019	INR	1.00	(1.77)	21.98	22.75	-	0.05	0.09	0.09	-*	0.09	-	100%
38	Adani Agri Logistics (Dewas) Limited	March 29, 2019 to March 31, 2019	INR	1.00	(3.01)	22.42	24.43	-	0.02	0.07	0.07	-*	0.07	-	100%
39	Adani Agri Logistics (Katihar) Limited	March 29, 2019 to March 31, 2019	INR	1.00	(0.70)	22.01	21.71	-	(0.11)	(0.08)	(0.08)	-	(0.08)	-	100%
40	Adani Agri Logistics (Kotkapura) Limited	March 29, 2019 to March 31, 2019	INR	1.00	(2.33)	25.50	26.83	-	-	(0.03)	(0.03)	-*	(0.03)	-	100%

FORM - AOC - 1

Salient features of the financial statement of Subsidiaries / Joint Ventures Pursuant to Section 129(3) of the Companies Act, 2013 read with Rule 5 of The Companies (Accounts) Rules, 2014

PART "A" - Subsidiaries

₹ in Crore, Foreign Currencies in Million

No	Name of Subsidiaries	Reporting Period	Reporting Currency	Share Capital	Reserve & Surplus	Total Assets	Total Liabilities	Investments Other than Subsidiaries	Turnover	Profit/(loss) before taxation	Profit/(loss) after taxation	Other Comprehensive Income	Total Comprehensive Income	Proposed Dividend	% of Shareholding
41	Adani Agri Logistics (Kannauj) Limited	March 29, 2019 to March 31, 2019	INR	1.00	(1.83)	30.33	31.16	-	-	-	-	-	-	-	100%
42	Adani Agri Logistics (Panipat) Limited		INR	1.00	(1.22)	30.42	30.64	-	-	-	-	-	-	-	100%
43	Adani Agri Logistics (Moga) Limited		INR	1.00	(1.21)	10.18	10.39	-	-	(0.01)	(0.01)	-	(0.01)	-	100%
44	Adani Agri Logistics (Mansa) Limited		INR	1.00	(0.68)	6.71	6.39	-	-	-*	-*	-	-	-	100%
45	Adani Agri Logistics (Bathinda) Limited		INR	1.00	(0.10)	3.90	3.00	-	-	-*	-*	-	-	-	100%
46	Adani Agri Logistics (Barnala) Limited		INR	1.00	(1.39)	11.02	11.41	-	-	(0.01)	(0.01)	-	(0.01)	-	100%
47	Adani Agri Logistics (Nakodar) Limited		INR	1.00	(1.07)	9.07	9.14	-	-	(0.01)	(0.01)	-	(0.01)	-	100%
48	Adani Agri Logistics (Raman) Limited		INR	1.00	(0.88)	8.15	8.03	-	-	-*	-*	-	-	-	100%
49	Adani Agri Logistics (Dahod) Limited		INR	0.05	-	0.05	-	-	-	-*	-*	-	-	-	100%
50	Adani Agri Logistics (Borivali) Limited		INR	0.05	-	0.05	-	-	-	-*	-*	-	-	-	100%
51	Adani Agri Logistics (Dhamora) Limited		INR	0.05	-	0.05	-	-	-	-*	-*	-	-	-	100%
52	Adani Agri Logistics (Samastipur) Limited		INR	0.05	(0.01)	0.05	0.01	-	-	-*	-*	-	-	-	100%
53	Adani Agri Logistics (Darbhanga) Limited		INR	0.05	(0.01)	0.05	0.01	-	-	-*	-*	-	-	-	100%
54	Dermot Infracon Private Limited	March 25, 2019 to March 31, 2019	INR	0.01	(0.02)	135.96	135.97	-	-	(0.01)	(0.01)	-	(0.01)	-	100%
55	Abbot Point Operations Pty Limited	2018-19	INR	0.50	(10.51)	594.30	604.31	-	418.72	(1.89)	(6.05)	-	(6.05)	-	100%
			AUD	0.10	(2.14)	121.24	123.28	-	82.22	(0.37)	(1.19)	-	(1.19)	-	
56	Abbot Point Bulkcoal Pty Limited	2018-19	INR	-*	44.73	155.33	110.61	-	442.75	28.00	18.38	-	18.38	-	100%
			AUD	-*	9.12	31.69	22.56	-	86.94	5.50	3.61	-	3.61	-	
57	Adani International Terminals Pte Limited	2018-19	INR	-*	(1.15)	67.08	68.22	-	-	(0.49)	(0.49)	-	(0.49)	-	100%
			USD	-*	(0.17)	9.70	9.87	-	-	(0.07)	(0.07)	-	(0.07)	-	
58	Adani Mundra Port Holding Pte Limited	October 30, 2018 to March 31, 2019	INR	0.04	(0.03)	0.04	0.03	-	-	(0.03)	(0.03)	-	(0.03)	-	100%
			USD	0.01	-*	0.01	0.01	-	-	-*	-*	-	-*	-	

FORM - AOC - 1

Salient features of the financial statement of Subsidiaries / Joint Ventures Pursuant to Section 129(3) of the Companies Act, 2013 read with Rule 5 of The Companies (Accounts) Rules, 2014

PART "A" - Subsidiaries

₹ in Crore, Foreign Currencies in Million

No	Name of Subsidiaries	Reporting Period	Reporting Currency	Share Capital	Reserve & Surplus	Total Assets	Total Liabilities	Investments Other than Subsidiaries	Turnover	Profit/(loss) before taxation	Profit/(loss) after taxation	Other Comprehensive Income	Total Comprehensive Income	Proposed Dividend	% of Shareholding
59	Adani Mundra Port Pte. Limited	January 03, 2019 to March 31, 2019	INR	-*	(0.02)	0.01	0.03	-	-	(0.03)	(0.03)	-	(0.03)	-	100%
			USD	-*	-*	-*	-*	-	-	-*	-*	-	-*	-	
60	Adani Abbot Port Pte. Limited	January 03, 2019 to March 31, 2019	INR	-*	(0.02)	0.01	0.03	-	-	(0.03)	(0.03)	-	(0.03)	-	100%
			USD	-*	-*	-*	-*	-	-	-*	-*	-	-*	-	
61	Adani Yangon International Terminal Company Limited	February 22, 2019 to March 31, 2019	INR	-	-	-	-	-	-	-	-	-	-	-	100%
			USD	-	-	-	-	-	-	-	-	-	-	-	

*Adani Petroleum Terminal Private Limited ("APTPL") was incorporated as wholly owned subsidiary of APSEZL on April 26, 2016. On December 29, 2018, APTPL has ceased to be a subsidiary of the Company. With effect from March 16, 2019, the same has become wholly owned subsidiary of Adani Logistics Limited (Subsidiary of Adani Ports and Special Economic Zone Limited).
Dhamra LNG Terminal Private Limited ("DLTPL"),a 100% subsidiary of Adani Petroleum Terminal Private Limited has ceased to be step down subsidiary of the Company on December 29, 2018. With effect from March 16, 2019, the same has become step down subsidiary of Adani Logistics Limited ("ALL") because APTPL has become subsidiary of ALL.
-*Figures being nullified on conversion to ₹ in crore and Foreign currency in million.

Notes:-

(A) Names of companies ceased to be subsidiaries due to loss of control

- Mundra LPG Terminal Private Limited
- Adani Dhamra LPG Terminal Private Limited

(B) Names of subsidiaries which are yet to commence operations

- Hazira Infrastructure Private Limited
- Dhamra LNG Terminal Private Limited
- Madurai Infrastructure Private Limited
- Adani Vizhinjam Port Private Limited
- Dholera Port And Special Economic Zone Limited
- Dholera Infrastructure Private Limited
- Adani International Terminals Pte Limited
- Adani Mundra Port Holding Pte Limited
- Adani Mundra Port Pte. Limited
- Adani Abbot Port Pte. Limited
- Blue Star Realtors Private Limited
- Dermot Infracon Private Limited
- Adani Bhavanapadu Port Private Limited
- Mundra International Gateway Terminal Private Limited
- Adani Yangon International Terminal Company Limited
- Adani Agri Logistics (Katihar) Limited
- Adani Agri Logistics (Kannauj) Limited
- Adani Agri Logistics (Panipat) Limited
- Adani Agri Logistics (Raman) Limited
- Adani Agri Logistics (Nakodar) Limited
- Adani Agri Logistics (Barnala) Limited
- Adani Agri Logistics (Bathinda) Limited
- Adani Agri Logistics (Mansa) Limited
- Adani Agri Logistics (Moga) Limited
- Adani Agri Logistics (Borivali) Limited
- Adani Agri Logistics (Dahod) Limited
- Adani Agri Logistics (Dhamora) Limited
- Adani Agri Logistics (Samastipur) Limited
- Adani Agri Logistics (Darbhanga) Limited

PART "B" :- Associates and Joint Ventures

Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Joint Ventures

₹ in Crore

SR No	Name of Joint Venture	Latest Audited Balance Sheet Date	Shares of Joint Ventures held by the company on the year end		Extent of holding	Description of how there is significant influence	Reason why the associate/ joint venture is not consolidated	Networth attributable to Shareholding as per latest audited Balance Sheet	Profit /(Loss) for the year	
			No of Shares	Amount of Investment in Joint Venture					Amount considered in Consolidation	Amount not considered in Consolidation
1	Adani International Container Terminal Private Limited	March 31, 2019	32,22,31,817	341.03	50%	Note - A	NA	216.03	-	(100.78)
2	Adani CMA Mundra Terminal Private Limited	March 31, 2019	5,93,78,278	63.86	50%	Note - A	NA	(31.49)	-	(55.45)
3	Adani NYK Auto Logistics Solutions Private Limited	March 31, 2019	30,60,000	3.06	51%	Note - A	NA	3.00	(0.06)	-

Note:- A

There is significant influence/joint control due to percentage (%) of Share holding.

For and on behalf of the Board of Directors

Gautam S. Adani
Chairman and
Managing Director
DIN : 00006273

Rajesh S. Adani
Director
DIN : 00006322

Karan Adani
Wholetime Director
and CEO
DIN: 03088095

Deepak Maheshwari
Chief Financial Officer

Kamlesh Bhagia
Company Secretary

Place : Ahmedabad
Date : May 27, 2019

Notice

NOTICE is hereby given that the 20th Annual General Meeting of Adani Ports and Special Economic Zone Limited will be held on Tuesday, August 6, 2019 at 10:30 a.m. at H.T. Parekh Hall, AMA Complex, ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad - 380 015 to transact the following businesses:

Ordinary Business:

1. To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) for the financial year ended on March 31, 2019 and the Reports of the Board of Directors and Auditors thereon.

2. To declare Final Dividend on Equity Shares for the financial year 2018-19.

3. To declare Dividend on Preference Shares for the financial year 2018-19.

4. To appoint a Director in place of Mr. Rajesh S. Adani (DIN: 00006322), who retires by rotation and being eligible, offers himself for re-appointment.

Special Business:

5. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

   "RESOLVED THAT Mr. Mukesh Kumar, IAS (DIN: 06811311), who was appointed as an Additional Director of the Company by the Board of Directors w.e.f October 23, 2018 pursuant to the provisions of Section 161 of the Companies Act, 2013 ("Act") and Articles of Association of the Company and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company liable to retire by rotation."

6. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

   "RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the rules made thereunder, read with Schedule IV of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Mrs. Nirupama Rao (DIN: 06954879), who was appointed as an Additional Director of the Company by the Board of Directors w.e.f April 22, 2019 pursuant to the provisions of Section 161 of the Act and Articles of Association of the Company and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years commencing w.e.f April 22, 2019."

7. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

   "RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the rules made thereunder, read with Schedule IV of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Prof. G. Raghuram (DIN: 01099026), who was appointed as an Independent Director and who hold office upto August 8, 2019 and who is eligible for re-appointment and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five consecutive years w.e.f August 9, 2019."

8. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

   "RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the rules made thereunder, read with Schedule IV of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Mr. G. K. Pillai (DIN: 02340756), who was appointed as an Independent Director and who hold office upto August 8, 2019 and who is eligible for re-appointment and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five consecutive years w.e.f August 9, 2019."

9. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

   "RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to the requisite approvals, if any required, approval of the Company be and is hereby accorded for the re-appointment of Dr. Malay Mahadevia (DIN: 00064110) as a Whole Time Director of the Company, for a period of five years w.e.f. May 15, 2019, on the terms and conditions including terms of remuneration as set out in the explanatory statement attached hereto and forming part of this notice with a liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said appointment and/or remuneration so as the total remuneration payable to him shall not exceed the limits specified in Schedule V of the Act including any statutory modification or re-enactment thereof, for the time being in force and as agreed by and between the Board and Dr. Malay Mahadevia without any further reference to the Company in General Meeting."

"RESOLVED FURTHER THAT notwithstanding anything contained to the contrary in the Act, wherein any financial year the Company has no profits or inadequate profit, Dr. Malay Mahadevia will be paid minimum remuneration within the ceiling limit prescribed under Schedule V of the Act or any modification or re-enactment thereof."

"RESOLVED FURTHER THAT in the event of any statutory amendment or modification by the Central Government to Schedule V of the Act, the Board be and is hereby authorised to vary and alter the terms of re-appointment including salary, perks and other benefits payable to Dr. Malay Mahadevia within such prescribed limit or ceiling as agreed by and between the Board and Dr. Malay Mahadevia without any further reference to the Company in General Meeting."

"RESOLVED FURTHER THAT the Board of Directors or its Committee thereof be and is hereby authorised to take all such steps as may be deemed necessary, proper or expedient to give effect to this resolution."

10. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT in accordance with the provisions of Section 197 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the provisions of the Memorandum and Articles of Association, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company for payment of commission to the non-executive director(s) including Independent Director(s) of the Company who is/are neither in the whole time employment nor Managing Director, in addition to sitting fees being paid to them for attending the meeting of the Board and its committees, a sum not exceeding 1% of the net profits of the Company per annum, calculated in accordance with the provisions of Section 198 of the Act, for a period of 5 years from the financial year commencing from April 1, 2020, in such manner and up to such extent as the Board of Directors of the Company may, from time to time, determine."

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to take all actions and do all such deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard."

By order of the Board of Directors

Kamlesh Bhagia
Company Secretary

Place: Ahmedabad
Date: June 4, 2019

Registered Office:
"Adani House",
Nr. Mithakhali Six Roads,
Navrangpura,
Ahmedabad - 380009,
Gujarat, India
CIN: L63090GJ1998PLC034182

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF. THE PROXY NEED NOT BE A MEMBER.**

   A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or member.

2. **THE INSTRUMENT APPOINTING PROXY SHOULD HOWEVER BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**

3. Information regarding appointment / re-appointment of Directors and Explanatory Statement in respect of special businesses to be transacted pursuant to Section 102 of the Companies Act, 2013 ("Act") and/ or Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India is annexed hereto.

4. The Register of members and share transfer books of the Company will remain closed from Tuesday, July 30, 2019 to Tuesday, August 6, 2019 (both days inclusive) to determine entitlement of the members to receive dividend for the year 2018-19.

5. Members seeking any information with regard to accounts are requested to write to the Company atleast 10 days before the meeting so as to enable the management to keep the information ready.

6. All documents referred to in the accompanying notice and explanatory statement will be kept open for inspection at the Registered Office of Company on all working days between 11.00 a.m. to 1.00 p.m. prior to date of Annual General Meeting ("AGM").

7. Members are requested to bring their copy of Annual Report at the meeting

8. Members holding the shares in physical mode are requested to notify immediately the change of their address and bank particulars to the R & T Agent of the Company. In case shares held in dematerialised form, the information regarding change of address and bank particulars should be given to their respective Depository Participant.

9. In terms of Section 72 of the Act, nomination facility is available to individual members holding shares in the physical form. The members, who are desirous of availing this facility, may kindly write to Company's R & T Agent for nomination form by quoting their folio number.

10. The balance lying in the unpaid dividend account of the Company in respect of final dividend declared for the financial year 2011-12 will be transferred to the Investor Education and Protection Fund of the Central Government by October, 2019. Members who have not encashed their dividend warrants pertaining to the said year may approach the Company or its share transfer agent for obtaining payments thereof by September, 2019.

11. Pursuant to regulation 44(6) of the Listing Regulations, as amended, the Company is providing facility of one-way live webcast of the proceedings of AGM. Members who are entitled to participate in the AGM can view the proceedings of AGM by logging on the e-voting website of CDSL at www.evotingindia.com using their remote e-voting credentials, provided for e-voting.

12. The route map showing directions to reach the venue of the 20th AGM is annexed.

13. Process and manner for members opting for voting through Electronic means:

    i. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the Listing Regulations, the Company is pleased to offer the facility of voting through electronic means and the business set out in the Notice above may be transacted through such electronic voting. The facility of voting through electronic means is provided through the e-voting platform of Central Depository Services (India) Limited ("remote e-voting").

    ii. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Tuesday, July 30, 2019, shall be entitled to avail the facility of remote e-voting as well as voting at the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.

    iii. A person who has acquired the shares and has become a member of the Company after the despatch of the Notice of the AGM and prior to the Cut-off date i.e. Tuesday, July 30, 2019, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or through the Poll Paper or Tab at the AGM by following the procedure mentioned in this part.

    iv. The remote e-voting will commence on Friday, August 2, 2019 at 9.00 a.m. and will end on Monday, August 5, 2019 at 5.00 p.m. During this period, the members of the Company holding shares either in physical form or in demat form as on the Cut-off date i.e. Tuesday, July 30, 2019, may cast their vote electronically. The members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by CDSL thereafter.

v. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.

vi. The facility for voting through Poll Paper or Tab would be made available at the AGM and the members attending the meeting who have not already cast their votes by remote e-voting shall be able to exercise their right at the meeting through Poll Paper or Tab. The members who have already cast their vote by remote e-voting prior to the meeting, may also attend the Meeting, but shall not be entitled to cast their vote again.

vii. The voting rights of the members shall be in proportion to their share in the paid up equity share capital of the Company as on the Cut-off date i.e. Tuesday, July 30, 2019.

viii. The Company has appointed CS Chirag Shah, Practising Company Secretary (Membership No. FCS: 5545; CP No: 3498), to act as the Scrutinizer for conducting the remote e-voting process in a fair and transparent manner.

ix. The procedure and instructions for remote e-voting are, as follows:

Step 1 : Open your web browser during the voting period and log on to the e-voting website: www.evotingindia.com.

Step 2 : Now click on "Shareholders" to cast your votes.

Step 3 : Now, fill up the following details in the appropriate boxes:

User-ID	a. For CDSL: 16 digits beneficiary ID
	b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID
	c. Members holding shares in physical form should enter the Folio Number registered with the Company.

Step 4 : Next, enter the Image Verification as displayed and Click on Login.

If you are holding shares in demat form and had logged on to then your existing password is to be used.

Step 5 : If you are a first time user follow the steps given below:

For members holding shares in demat form and physical form:	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Attendance Slip indicated in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in Step 3.

Step 6 : After entering these details appropriately, click on "SUBMIT" tab.

Step 7 : Members holding shares in physical form will then directly reach the Company selection screen. However, first time user holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password can also be used by the Demat holders for voting for resolution of any other Company on which they are eligible to vote, provided that the Company opts for e-Voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

If Demat account holder has forgotten the changed password then Enter the user ID and the image verification code and click on Forgot Password and enter the details as prompted by the System.

Step 8 : For members holding shares in physical form, the details can be used only for remote e-voting on the resolutions contained in this Notice.

Step 9 : Click on EVSN of the Company.

Step 10 : On the voting page, you will see Resolution Description and against the same, the option "YES/NO" for voting. Select the relevant option as desired YES or NO and click to submit.

Step 11 : Click on the resolution file link if you wish to view the entire Notice.

Step 12 : After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

Step 13 : You can also take print out of the voting done by you by clicking on "Click here to print" option on the Voting page.

Step 14 : Instructions for Non – Individual Members and Custodians:

- Non-Individual members (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details, user would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

x. Members can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.

xi. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.adaniports.com and on the website of CDSL i.e www.cdslindia.com within forty eight hours of the passing of the Resolutions at the 20th AGM of the Company and shall also be communicated to the Stock Exchanges where the shares of the Company are listed.

xii. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

Contact Details:

Company	: Adani Ports and Special Economic Zone Limited Regd. Office: "Adani House ", Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380 009, Gujarat, India CIN: L63090GJ1998PLC034182 E-mail ID: investor.apsezl@adani.com
Registrar and Transfer Agent	: Link Intime India Private Limited C-101, 247 Park, L B S Marg, Vikhroli (West), Mumbai-400083, Maharashtra, India Phone: +91-22-49186270 | Fax: +91-22-49186060
e-Voting Agency	: Central Depository Services (India) Limited E-mail ID: helpdesk.evoting@cdslindia.com Phone : +91-22-22723333/8588
Scrutinizer	: CS Chirag Shah Practising Company Secretary E-mail ID: pcschirag@gmail.com

Annexure to Notice

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND / OR REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

For Item No. 5

Based on recommendation of Nomination and Remuneration Committee, the Board of Directors at its meeting held on October 23, 2018 appointed Mr. Mukesh Kumar, IAS as an Additional Director of the Company. According to the provisions of Section 161 of the Companies Act 2013 ("Act"), he holds office as Director up to the date of the ensuing Annual General Meeting. As required under Section 160 of the Act, notice has been received from a member signifying its intention to propose the appointment of Mr. Mukesh Kumar, IAS as a Director.

Mr. Mukesh Kumar is an IAS Officer of 1996 batch. He holds B.Tech in Electrical Engineering from the Indian Institute of Technology (Kanpur) and Executive Masters in Public Administration from the Maxwell School, Syracuse University, USA.

Mr. Mukesh Kumar, IAS is Vice Chairman and Chief Executive Officer of Gujarat Maritime Board. He started his career in civil services as Assistant Collector (Vadodara) and brings with him over 20 years of professional experience in the public administration. Demonstrating a mix of sector vision and business acumen, Mr. Mukesh Kumar has had eminent tenures as Collector of The Dangs (Ahwa), Municipal Commissioner at Bhavnagar, Rajkot and Ahmedabad, Managing Director of Industrial Extension Bureau & Gujarat State Project Director of Universal Education Mission, Director of (Integrated Child Development Scheme-ICDs) and Commissioner of Schools. In all these positions, he has received much acclaim for making noteworthy regulatory, development and strategic initiatives for improvement in administrative efficiency and public welfare.

Mr. Mukesh Kumar, IAS is not disqualified from being appointed as Director in terms of Section 164 of the Act.

Brief resume and other details of Mr. Mukesh Kumar, IAS are provided in annexure to the Notice pursuant to the provision of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

The Board of Directors recommends the said resolution for your approval.

Mr. Mukesh Kumar, IAS is deemed to be interested in the said resolution as it relates to his appointment. None of the other Directors or key managerial personnel or their relatives is, in anyway, concerned or interested in the said resolution.

For Item No. 6

Based on recommendation of Nomination and Remuneration Committee, the Board of Directors vide circular resolution dated April 22, 2019 appointed Mrs. Nirupama Rao as an Additional Director and also as Independent Director, for a term of five years w.e.f April 22, 2019, subject to approval of the members.

Pursuant to the provisions of Section 161 of the Companies Act 2013 ("Act"), she holds office as Director up to the date of the ensuing Annual General Meeting. As required under Section 160 of the Act, a notice has been received from a member signifying its intention to propose the appointment of Mrs. Nirupama Rao as a Director.

Ms. Nirupama Rao is a post graduate in English Literature. She was also a Fellow at Harvard University, Fellow at Brown University, a Jawaharlal Nehru Fellow and a recipient of the degree of Doctor of Letters (Honoris Causa) from the Pondicherry University. She was conferred with the Vanitha Ratna by the Government of Kerala in 2016. She is currently a Global Fellow of The Wilson Center in Washington D.C. and a Councillor of the World Refugee Council.

A career diplomat from the Indian Foreign Service from 1973 to 2011, she served the Government of India in several important positions including that of the Foreign Secretary of India. She has represented India in several countries during her career and was the first Indian woman to be appointed High Commissioner to Sri Lanka and Ambassador to China. She was also the first woman spokesperson of the Ministry of External Affairs. After her retirement, she was appointed as the Ambassador of India to the United States for a tenure of two years from 2011 to 2013.

Mrs. Nirupama Rao has given a declaration to the Board that she meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. In the opinion of the Board, she fulfils the conditions specified in the Act read with rules made thereunder for appointment as an Independent Director and she is independent of the management.

Mrs. Nirupama Rao is not disqualified from being appointed as Director in terms of Section 164 of the Act.

The terms and conditions for appointment of Mrs. Nirupama Rao as an Independent Director of the Company shall be open for inspection by the members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday.

Brief resume and other details of Mrs. Nirupama Rao are provided in annexure to the Notice pursuant to the provision of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

The Board of Directors recommends the said resolution for your approval.

Mrs. Nirupama Rao is deemed to be interested in the said resolution as it relates to her appointment. None of the other Directors or key managerial personnel or their relatives is, in anyway, concerned or interested in the said resolution.

For Item No. 7

Prof. G. Raghuram was appointed as an Independent Director on the Board of the Company pursuant to the provisions of Section 149 of the Companies Act, 2013 ("Act") and rules made thereunder. He holds office as an Independent Director of the Company upto August 8, 2019.

The Board, based on the performance evaluation and as per the recommendation of Nomination and Remuneration Committee, considers that given his background, experience and contributions, the continued association of Prof. G. Raghuram would be beneficial to the Company and it is desirable to continue to avail his services as an Independent Director.

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors has recommended the re-appointment of Prof. G. Raghuram as an Independent Director, for a second term of five consecutive years w.e.f August 9, 2019.

Prof. G. Raghuram holds a bachelor's degree in technology from the Indian Institute of Technology, Madras and a post graduate diploma in management from the Indian Institute of Management (IIM), Ahmedabad and a doctorate in philosophy from Northwestern University.

He is currently a Director of Indian Institute of Management, Bangalore. Prior to taking over as director of IIM Bangalore, he was professor and chairperson of the Public Systems Group at IIMA. He has been Dean (Faculty), IIMA, Vice-Chancellor of the Indian Maritime University and Indian Railways Chair Professor.

He specialises in infrastructure and transport systems, logistics and supply chain management. He is a Fellow of the Operational Research Society of India and Chartered Institute of Logistics and Transport. He has teaching experience at universities in India, USA, Canada, Yugoslavia, Singapore, Tanzania, UAE and Japan.

Prof. G. Raghuram has given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. In the opinion of the Board, he fulfils the conditions specified in the Act read with rules made thereunder for appointment as an Independent Director and he is independent of the management.

Prof. G. Raghuram is not disqualified from being appointed as Director in terms of Section 164 of the Act.

The terms and conditions for re-appointment of Prof. G. Raghuram as an Independent Director of the Company shall be open for inspection by the members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday.

Brief resume and other details of Prof. G. Raghuram are provided in annexure to the Notice pursuant to the provision of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

The Board of Directors recommends the said resolution for your approval.

Prof. G. Raghuram is deemed to be interested in the said resolution as it relates to his appointment. None of the other Directors or key managerial personnel or their relatives is, in anyway, concerned or interested in the said resolution.

For Item No. 8

Mr. G. K. Pillai was appointed as an Independent Director on the Board of the Company pursuant to the provisions of Section 149 of the Companies Act, 2013 ("Act") and rules made thereunder. He holds office as an Independent Director of the Company upto August 8, 2019.

The Board, based on the performance evaluation and as per the recommendation of Nomination and Remuneration Committee, considers that given his background, experience and contributions, the continued association of Mr. G. K. Pillai would be beneficial to the Company and it is desirable to continue to avail his services as an Independent Director.

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors has recommended the re-appointment of Mr. G. K. Pillai as an Independent Director, for a second term of five consecutive years w.e.f August 9, 2019.

Mr. G. K. Pillai retired from the IAS as Union Home Secretary in 2011. He is a distinguished alumni of IIT Madras.

He worked for the State Government of Kerala, holding various positions including that of District Collector, Quilon, Special Secretary Industries, Secretary Health and Principal Secretary to the Chief Minister.

In the Government of India, he has worked in the Ministries of Defence, Surface Transport, Home and Commerce. He was chairman of Board of Approvals for SEZ, chief negotiator for India at the WTO and Secretary Commerce, Government of India.

Mr. G. K. Pillai has given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. In the opinion of the Board, he fulfils the conditions specified in the Act read with rules made thereunder for appointment as an Independent Director and he is independent of the management.

Mr. G. K. Pillai is not disqualified from being appointed as Director in terms of Section 164 of the Act.

The terms and conditions for re-appointment of Mr. G. K. Pillai as an Independent Director of the Company shall be open for inspection by the members at the Registered

Office of the Company during normal business hours on any working day, excluding Saturday.

Brief resume and other details of Mr. G. K. Pillai are provided in annexure to the Notice pursuant to the provision of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

The Board of Directors recommends the said resolution for your approval.

Mr. G. K. Pillai is deemed to be interested in the said resolution as it relates to his appointment. None of the other Directors or key managerial personnel or their relatives is, in anyway, concerned or interested in the said resolution.

For Item No. 9

The members at the Annual General Meeting of the Company held on August 9, 2014, re-appointed Dr. Malay Mahadevia as Whole Time Director for a period of five years w.e.f. May 15, 2014.

Dr. Malay Mahadevia holds a master's degree in dental surgery from Nair Hospital Dental College. He was conferred with a doctorate of philosophy in coastal ecology around Mundra area, Kutch District, Gujarat by the Gujarat University in 2008. He has been working with the Company since 1992 and has worked on the development of the Mundra Port since its conceptualisation. He is vice president of Ahmedabad Management Association.

The Board of Directors on the recommendation of Nomination and Remuneration Committee at its meeting held on May 27, 2019, re-appointed Dr. Malay Mahadevia as Whole Time Director for a further period of five years w.e.f. May 15, 2019 at a remuneration of ₹ 9.62 crore per annum including salary, perks and other benefits (including variable pay of ₹ 5.00 crore) with a liberty to the Board of Directors or Nomination and Remuneration Committee to revise the remuneration without approval of members within the prescribed ceiling limit of Schedule V and other applicable provisions of the Companies Act, 2013 ("Act").

In the event of absence or inadequacy of profits of the Company in any financial year, Dr. Malay Mahadevia will be entitled to receive the remuneration, perquisites and benefits as aforesaid, subject to the compliance with the applicable provisions of Schedule V of the Act.

Dr. Malay Mahadevia shall not be paid any sitting fees for attending the meeting of the Board of Directors or Committee thereof.

Dr. Malay Mahadevia is not disqualified from being appointed as Director in terms of Section 164 of the Act.

Brief resume and other details of Dr. Malay Mahadevia are provided in annexure to the Notice pursuant to the provision of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

The Board of Directors recommends the said resolution for your approval.

Dr. Malay Mahadevia is deemed to be interested in the said resolution as it relates to his re-appointment. None of the other Directors or key managerial personnel or their relatives is, in anyway, concerned or interested in the said resolution.

The above may be treated as written memorandum setting out the terms of re-appointment of Dr. Malay Mahadevia under Section 190 of the Act.

For Item No. 10

The members of the Company at the Annual General Meeting held on August 11, 2015 by way of ordinary resolution had approved the payment of remuneration by way of commission to non-executive director(s), such remuneration not exceeding 1% of the net profits of the Company for each year for a period of five years commencing from April 1, 2015.

Although the approval is valid until March 31, 2020, the resolution proposes to seek approval of members in accordance with Section 197 of the Companies Act, 2013 ("Act") in order to continue payment of commission to non-executive director(s). The Board of Directors will determine the specific amount to be paid as commission to the non-executive director(s), which shall not exceed 1% of the net profits of the Company for that year, as computed in the manner referred to in Section 198 of the Act.

The payment of commission would be in addition to the sitting fees payable for attending meetings of Board and Committees thereof, if any.

The Board of Directors recommends the said resolution for your approval.

All non-executive director(s) of the Company may be deemed to be concerned or interested in this resolution to the extent of commission that may be payable to them from time to time and none of the other Directors or Key managerial personnel or their relatives is, in anyway, concerned or interested in the said resolution.

By order of the Board of Directors

Kamlesh Bhagia
Company Secretary

Place: Ahmedabad
Date: June 4, 2019

Registered Office:
"Adani House",
Nr. Mithakhali Six Roads,
Navrangpura,
Ahmedabad - 380009,
Gujarat, India
CIN: L63090GJ1998PLC034182

Annexure to Notice

Details of Directors seeking re-appointment/appointment

Name of Director	Age, Date of Birth (No. of Shares held)#	Qualification	Nature of expertise in specific functional areas	Name of the companies in which he holds directorship as on 31.03.2019	Name of committees in which he/she holds membership/ chairmanship as on 31.03.2019
Mr. Rajesh S. Adani	54 years 07.12.1964 (1)	B.Com	Mr. Rajesh Adani has been associated with Adani Group since its inception. He is in-charge of the operations of the Group and has been responsible for developing its business relationships. His proactive, personalised approach to the business and competitive spirit has helped the Group growth and branch out into various businesses.	• Adani Ports and Special Economic Zone Ltd.^^ • Adani Enterprises Ltd.^^ • Adani Power Ltd.^^ • Adani Transmission Ltd^^ • Adani Green Energy Ltd.^^ • Adani Wilmar Ltd. • Adani Welspun Exploration Ltd. • Adani Institute for Education and Research [Section 8 Company]	• **Adani Ports and Special Economic Zone Ltd.^^** o Audit Committee (Member) o Stakeholders' Relationship Committee (Chairman) o Nomination & Remuneration Committee (Member) o Sustainability & Corporate Social Responsibility Committee (Chairman) o Risk Management Committee (Chairman) • **Adani Enterprises Ltd.^^** o Corporate Social Responsibility Committee (Chairman) o Risk Management Committee (Chairman) o Stakeholders' Relationship Committee (Member) o Audit Committee (Member) • **Adani Power Ltd.^^** o Audit Committee (Member) o Stakeholders' Relationship Committee (Member) o Sustainability and Corporate Social Responsibility Committee (Chairman) o Risk Management Committee (Chairman) • **Adani Transmission Ltd.^^** o Corporate Social Responsibility & Sustainability Committee (Chairman) o Audit Committee (Member) o Stakeholders' Relationship Committee (Member) o Risk Management Committee (Member) • **Adani Green Energy Ltd.^^** o Stakeholders' Relationship Committee (Chairman) o Corporate Social Responsibility Committee (Member) o Audit Committee (Member) o Nomination & Remuneration Committee (Member)

Name of Director	Age, Date of Birth (No. of Shares held)#	Qualification	Nature of expertise in specific functional areas	Name of the companies in which he holds directorship as on 31.03.2019	Name of committees in which he/she holds membership/ chairmanship as on 31.03.2019
Mukesh Kumar, IAS	49 08.07.1970 (Nil)	B.Tech from IIT, Kanpur, Executive Masters in public administration from the Maxwell School, Syracuse University, USA.	Mr. Mukesh Kumar is an IAS Officer of 1996 batch. He holds B.Tech in Electrical Engineering from the Indian Institute of Technology (Kanpur) and Executive Masters in Public Administration from the Maxwell School, Syracuse University, USA. Mr. Mukesh Kumar, IAS is Vice Chairman and Chief Executive Officer of Gujarat Maritime Board. He started his career in civil services as Assistant Collector (Vadodara) and brings with him over 20 years of professional experience in the public administration. Demonstrating a mix of sector vision and business acumen, Mr. Mukesh Kumar has had eminent tenures as Collector of The Dangs (Ahwa), Municipal Commissioner at Bhavnagar, Rajkot and Ahmedabad, Managing Director of Industrial Extension Bureau & Gujarat State Project Director of Universal Education Mission, Director of (Integrated Child Development Scheme-ICDs) and Commissioner of Schools. In all these positions, he has received much acclaim for making noteworthy regulatory, development and strategic initiatives for improvement in administrative efficiency and public welfare.	• Adani Ports and Special Economic Zone Ltd. ^^ • Gujarat Pipavav Port Ltd. ^^ • Gujarat Ports Infrastructure and Development Company Ltd. • Gujarat Rail Infrastructure Development Corporation Ltd. • Gujarat Chemical Port Terminal Company Ltd. • GSPC LNG Ltd. • Swan LNG Pvt. Ltd. • Hazira Port Pvt. Ltd. • Adani Hazira Port Pvt. Ltd. • Adani Petronet (Dahej) Port Pvt. Ltd.	Nil
Nirupama Rao*	68 06.12.1950 (Nil)	M.A, from Babasaheb Ambedkar Marathwada University, fellow at Harvard & Brown University, Jawaharlal Nehru Fellow and a recipient of the degree of doctor of letters (honoris causa) from the Pondicherry University.	Ms. Nirupama Rao is a post graduate in English Literature. She was also a Fellow at Harvard University, Fellow at Brown University, a Jawaharlal Nehru Fellow and a recipient of the degree of Doctor of Letters (Honoris Causa) from the Pondicherry University. She was conferred with the Vanitha Ratna by the Government of Kerala in 2016. She is currently a Global Fellow of The Wilson Center in Washington D.C. and a Councillor of the World Refugee Council. A career diplomat from the Indian Foreign Service from 1973 to 2011, she served the Government of India in several important positions including that of the Foreign Secretary of India. She has represented India in several countries during her career and was the first Indian woman to be appointed High Commissioner to Sri Lanka and Ambassador to China. She was also the first woman spokesperson of the Ministry of External Affairs. After her retirement, she was appointed as the Ambassador of India to the United States for a tenure of two years from 2011 to 2013.	• Adani Ports and Special Economic Zone Ltd.^^ • ITC Ltd.^^ • KEC International Ltd.^^ • JSW Steel Ltd.^^	• **JSW Steel Ltd^^** o Nomination & Remuneration Committee (Member) o Stakeholders Relationship Committee (Member) o Corporate Social Responsibility Committee (Chairperson)

Name of Director	Age, Date of Birth (No. of Shares held)#	Qualification	Nature of expertise in specific functional areas	Name of the companies in which he holds directorship as on 31.03.2019	Name of committees in which he/she holds membership/ chairmanship as on 31.03.2019
Prof. G. Raghuram	64 20.07.1955 (Nil)	B.E. from IIT Madras, PGDM from IIM, Ahmedabad Ph.D from Northwestern University.	Prof. G. Raghuram holds a bachelor's degree in technology from the Indian Institute of Technology, Madras and a post graduate diploma in management from the Indian Institute of Management (IIM), Ahmedabad and a doctorate in philosophy from Northwestern University. He is currently a Director of Indian Institute of Management, Bangalore. Prior to taking over as director of IIM Bangalore, he was professor and chairperson of the Public Systems Group at IIMA. He has been Dean (Faculty), IIMA, Vice-Chancellor of the Indian Maritime University and Indian Railways Chair Professor. He specialises in infrastructure and transport systems, logistics and supply chain management. He is a Fellow of the Operational Research Society of India and Chartered Institute of Logistics and Transport. He has teaching experience at universities in India, USA, Canada, Yugoslavia, Singapore, Tanzania, UAE and Japan.	• Adani Ports and Special Economic Zone Ltd.^^ • Take Solutions Ltd.^^ • IIMB Innovations [Section 8 Company]	• **Adani Ports and Special Economic Zone Ltd.^^** o Audit Committee (Member) o Stakeholders' Relationship Committee (Member) o Nomination & Remuneration Committee (Chairman)
G. K. Pillai	69 30.11.1949 (Nil)	M.Sc from IIT, Chennai, IAS (Retd.)	Mr. G. K. Pillai retired from the IAS as Union Home Secretary in 2011. He is a distinguished alumni of IIT Madras. He worked for the State Government of Kerala, holding various positions including that of District Collector, Quilon, Special Secretary Industries, Secretary Health and Principal Secretary to the Chief Minister. In the Government of India, he has worked in the Ministries of Defence, Surface Transport, Home and Commerce. He was chairman of Board of Approvals for SEZ, chief negotiator for India at the WTO and Secretary Commerce, Government of India.	• Adani Ports and Special Economic Zone Ltd.^^ • Berger Paints India Ltd.^^ • Zuari Agro Chemicals Ltd.^^ • Tata International Ltd. • CMS Info Systems Ltd. • IvyCap Ventures Advisors Pvt. Ltd.	• **Adani Ports and Special Economic Zone Ltd.^^** o Audit Committee (Chairman) • **Brger Paints India Ltd.^^** o Audit Committee (Member) • **Zuari Agro Chemicals Ltd.^^** o Audit Committee (Member) o Corporate Social Responsibility Committee (Chairman) • **CMS Info System Ltd.** o Audit Committee (Chairman) • **Tata International Ltd.** o Audit Committee (Member)
Malay Mahadevia	56 03.05.1963 (Nil)	B.D.S. & M.D.S. from Nair Hospital Dental College, Ph.D. in Marine Ecology	Dr. Malay Mahadevia holds a master's degree in dental surgery from Nair Hospital Dental College. He was conferred with a doctorate of philosophy in coastal ecology around Mundra area, Kutch District, Gujarat by the Gujarat University in 2008. He has been working with the Company since 1992 and has worked on the development of the Mundra Port since its conceptualisation. He is vice president of Ahmedabad Management Association.	• Adani Ports and Special Economic Zone Ltd.^^ • Vadilal Industries Ltd.^^ • GSPC LNG Ltd. • Adani Vizhinjam Port Pvt. Ltd. • Adani Infrastructure Pvt. Ltd. • Mahadevia Dental Hospital Pvt. Ltd. • People's Response for India's Development & Empowerment Confederation [Section 8 Company] • Adani Institute for Education and Research [Section 8 Company] • Adani Skill Development Centre [Section 8 Company]	• **Adani Ports and Special Economic Zone Ltd.^^** o Risk Management Committee (Member) o Sustainability & Corporate Social Responsibility Committee (Member) • **Vadilal Industries Ltd.^^** o Audit Committee (Member) o Nomination & Remuneration Committee (Chairman)

Individual Capacity
^^Listed Companies
*Details of directorship and membership/chairmanship of committees in public companies are as on April 22, 2019.

For other details such as number of meetings of the board attended during the year, remuneration drawn and relationship with other directors and key managerial personnel in respect of above director please refer to the Corporate Governance Report.

Ports and
Logistics

Adani Ports and Special Economic Zone Ltd
Regd. Office: "Adani House" Nr. Mithakhali Six Roads,
Navrangpura, Ahmedabad-380 009, Gujarat, India
Website: www.adaniports.com
E-mail : investor.apsezl@adani.com
CIN: L63090GJ1998PLC034182

Form No. MGT-11
Proxy Form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN	:	L63090GJ1998PLC034182
Name of the company	:	Adani Ports and Special Economic Zone Limited
Registered office	:	"Adani House" Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380 009, Gujarat, India

Name of the member(s)	:	
Registered Address	:	
Email ID	:	
Folio No/Client ID	:	
DP ID	:	

I/We, being the member(s) holding shares of the above named Company hereby appoint:

1. Name : ....

   Address : ....

   E-mail ID : ....

   Signature:..,orfailinghim

2. Name : ....

   Address : ....

   E-mail ID : ....

   Signature:..,orfailinghim

3. Name : ....

   Address :..

   E-mail ID : ....

   Signature: ...., or failing him as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at 20th Annual General Meeting of the Company, to be held on Tuesday, the 6th day of August, 2019 at 10:30 a.m. at H.T. Parekh Hall, AMA Complex, ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad - 380015 and at any adjournment thereof in respect of such resolutions as are indicated below:

Ordinary Business:

1. Adoption of audited financial statements (including consolidated financial statements) for the financial year ended March 31, 2019 (Ordinary Resolution)

2. Declaration of final dividend on Equity Shares for the financial year 2018-19 (Ordinary Resolution)

3. Declaration of dividend on Preference Shares for the financial year 2018-19 (Ordinary Resolution)

4. Re-appointment of Mr. Rajesh S. Adani (DIN: 00006322), as a Director of the Company who retires by rotation (Ordinary Resolution)

Special Business:

5. Appointment of Mr. Mukesh Kumar, IAS as a Director liable to retire by rotation (Ordinary Resolution)

6. Appointment of Mrs. Nirupama Rao as a Director not liable to retire by rotation (Ordinary Resolution)

7. Re-appointment of Prof. G. Raghuram as an Independent Director of the Company (Special Resolution)

8. Re-appointment of Mr. G. K. Pillai as an Independent Director of the Company (Special Resolution)

9. Re-appointment of Dr. Malay Mahadevia as Whole Time Director of the Company (Special Resolution)

10. Approval for payment of commission to Non-Executive Directors of the Company (Ordinary Resolution)

Signed this .... day of .... 2019.

Signature of Shareholder: ....

Affix ₹ 1 Revenue Stamp

Signature of Proxy holder(s): ....

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.

adani

Ports and Logistics

Adani Ports and Special Economic Zone Ltd
Regd. Office: "Adani House" Nr. Mithakhali Six Roads,
Navrangpura, Ahmedabad-380 009, Gujarat, India
Website: www.adaniports.com
E-mail : investor.apsezl@adani.com
CIN: L63090GJ1998PLC034182

Attendance Slip

Full name of the member attending ....

Full name of the joint-holder ....
(To be filled in if first named Joint – holder does not attend meeting)

Name of Proxy ....
(To be filled in if Proxy Form has been duly deposited with the Company)

I hereby record my presence at the 20th Annual General Meeting held at H.T. Parekh Hall, AMA Complex, ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad - 380015 on Tuesday, 6th August, 2019 at 10:30 a.m.

Folio No .... DP ID No.* .... Client ID No.* ....
*Applicable for members holding shares in electronic form.

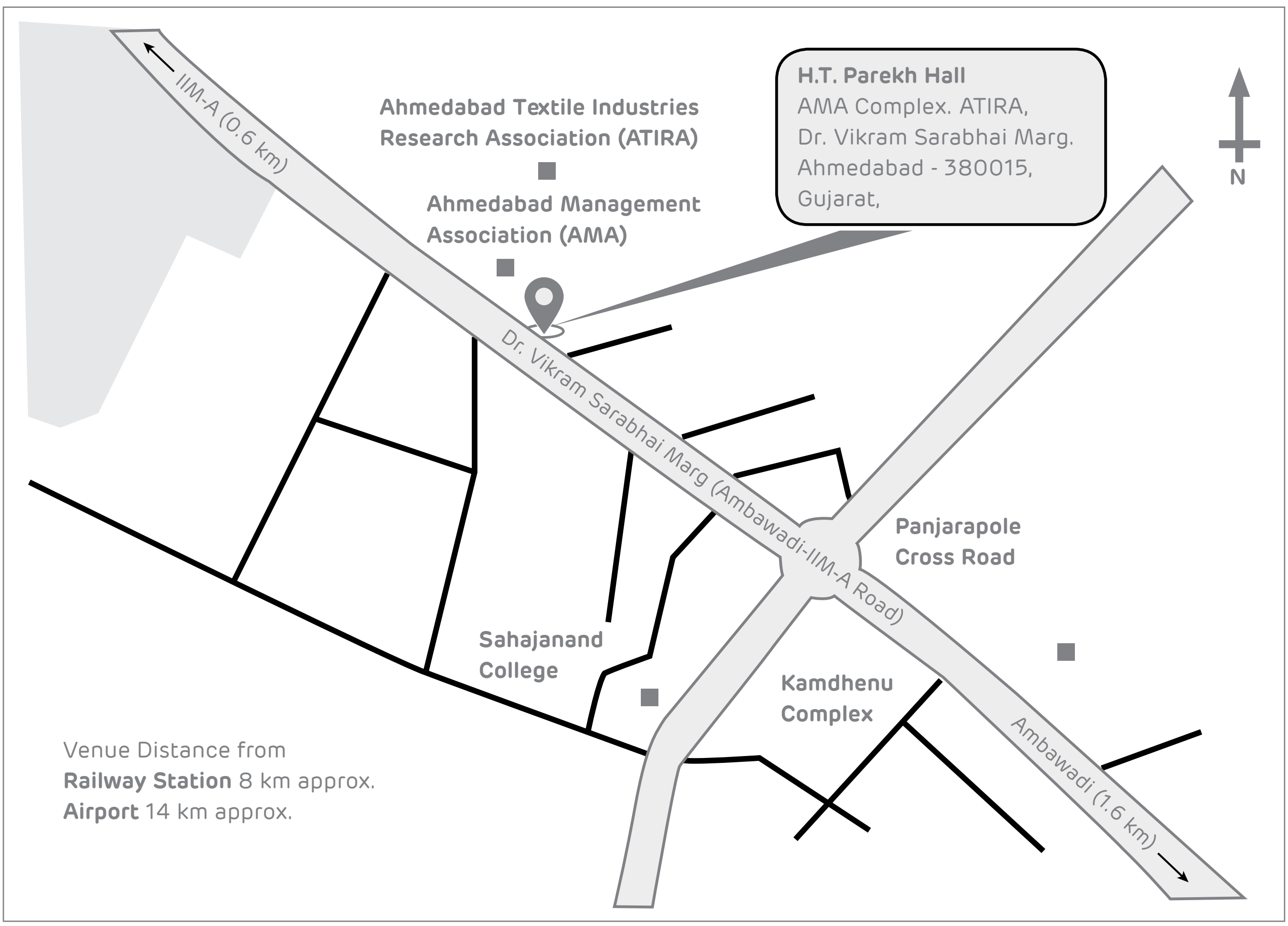
No. of Share(s) held ....

Member's / Proxy's Signature

Route map to the venue of the 20th AGM to be held on Tuesday, 6th August, 2019

Venue : H.T. Parekh Hall, AMA Complex, ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad - 380015

Landmark: Opposite Indian Institute of Management, Ahmedabad



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Ports and
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Adani Ports and
Special Economic Zone Limited
Adani House, Nr. Mithakhali Six Roads,
Navrangpura, Ahmedabad – 380009,
Gujarat

P: +91 79 2656 5555
F: +91 79 2656 5500

www.adaniports.com

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