

Ports and Logistics

Ref No: APSEZL/SECT/2021-22/53

July 21, 2021

BSE Limited Floor 25, P J Towers, Dalal Street, Mumbai – 400 001 Scrip Code: 532921 National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 Scrip Code: ADANIPORTS

Sub: Revised Investor's Presentation.

Dear Sir,

In continuation to our letter no. APSEZL/SECT/2021-22/52 dated July 21, 2021, we are submitting a revised Investor's Presentation with some minor corrections in the financial slide no. 26, 27 and 28.

We regret for the inconvenience caused and request you to take the revised Investor's Presentation on record.

Thanking you,

Yours faithfully, For Adani Ports and Special Economic Zone Limited

ORTS A Kamlesh Bhaqia **Company Secretary**

Encl: a/a

Adani Ports and Special Economic Zone Ltd Adani Corporate House, Shantigram, Nr. Vaishno Devi Circle, S. G. Highway, Khodiyar, Ahmedabad - 382421 Gujarat, India CIN: L63090GJ1998PLC034182 Tel +91 79 2656 5555 Fax +91 79 2555 5500 info@adani.com www.adaniports.com adani

Ports and Logistics

Roadshow Presentation

July 2021

Adani Ports and SEZ Limited

Strictly Private & Confidential





Logistics

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OFFERING SUMMARY

Issuer	Adani Ports and Special Economic Zone Limited ("APSEZ" or the "Company")				
Issue	Senior Unsecured Notes				
Distribution Format	Rule 144A / Regulation S				
Issuer Rating	 Fitch: BBB- / Negative (APSEZ underlying credit profile is assessed at 'BBB' however capped by India's country rating ceiling) Moody's: Baa3 / Negative S&P:BBB- / Stable 				
Issue Rating (Expected)	 Fitch: BBB- Moody's: Baa3 S&P: BBB- 				
Issue Size	US\$ Benchmark				
Maturity	 [Long 10 and/or 20 years] – Bullet at maturity 				
Use of Proceeds	 To repay existing indebtedness, for capital expenditures and for general corporate purposes of the Issuer and its subsidiaries in India and Sri Lanka, subject to compliance with applicable laws and regulations and as permitted by the RBI under the ECB Guidelines 				
Key Covenants	 Standard IG covenants including limitation on transaction with sponsor affiliates, limitation on asset sales and put option upon a change of control with a ratings downgrade 				
Denominations	 US\$200,000 / US\$1,000 				
Governing Law	English Law				
	AXIS BANK BARCLAYS BOFA SECURITIES 🥙 CITI S DBS				

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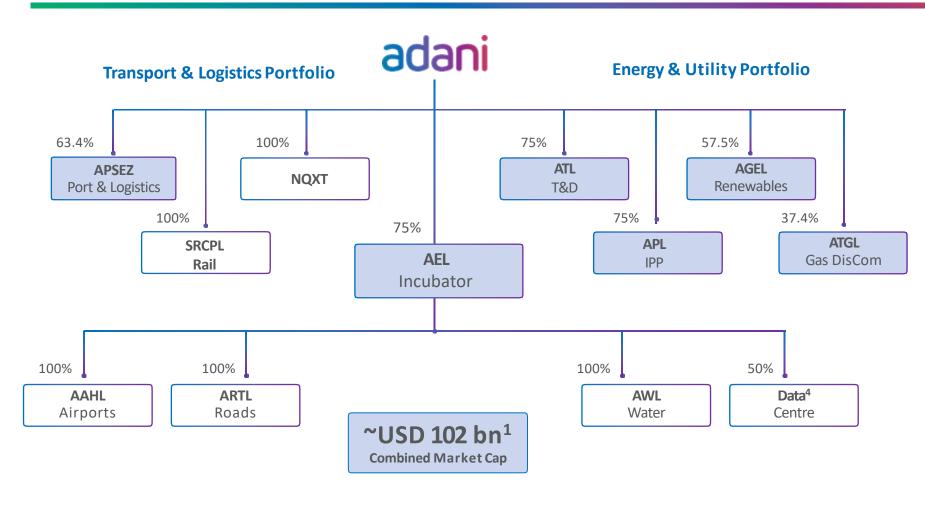
APPENDIX



ABOUT ADANI GROUP



ADANI GROUP: A WORLD CLASS INFRASTRUCTURE & UTILITY PORTFOLIO



Adani

FINANCIALS

- Marked shift from B2B to B2C businesses-
 - ATGL Gas distribution network to serve key geographies across India
 - AEML Electricity distribution network that powers Mumbai
 - Adani Airports To operate, manage and develop eight airports in India
- Locked in Growth
 - Transport & Logistics -Airports and Roads
 - Energy & Utility Water and Data Centre

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

1. As on Jun 30th 2021, USD/INR – 74.3 | Note - Percentages denote promoter holding; Light purple color represents public listed verticals

APSEZ: Adani Ports and Special Economic Zone Limited ; NQXT: North Queensland Export Terminal ; SRCPL: Sarguja Rail Corridor Private Limited; ATL: Adani Transmission Limited; APL: Adani Power Limited; AGEL: Adani Green Energy Limited; ATGL: Adani Total Gas Limited; AEL: Adani Energrises Limited; AAHL: Adani Airports Holdings Limited; ARTL: Adani Road Transport Limited; AWL: Adani Water Limited; AEML: Adani Electricity Mumbai Limited



OFFERING SUMMARY

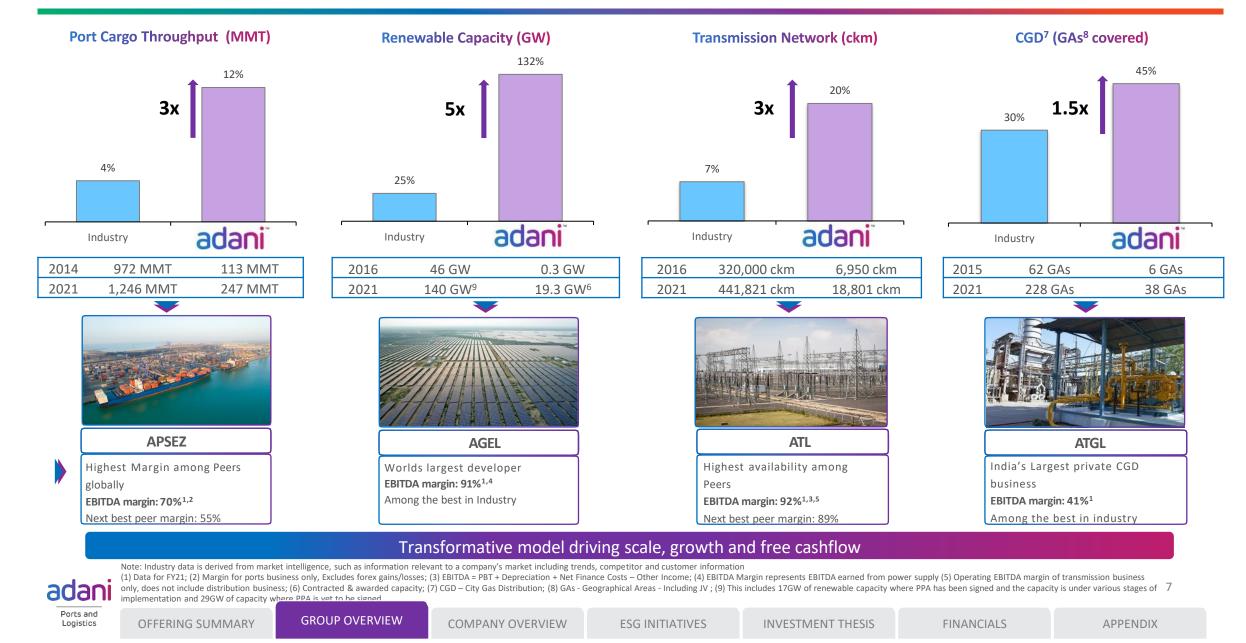
GROUP OVERVIEW

COMPANY OVERVIEW

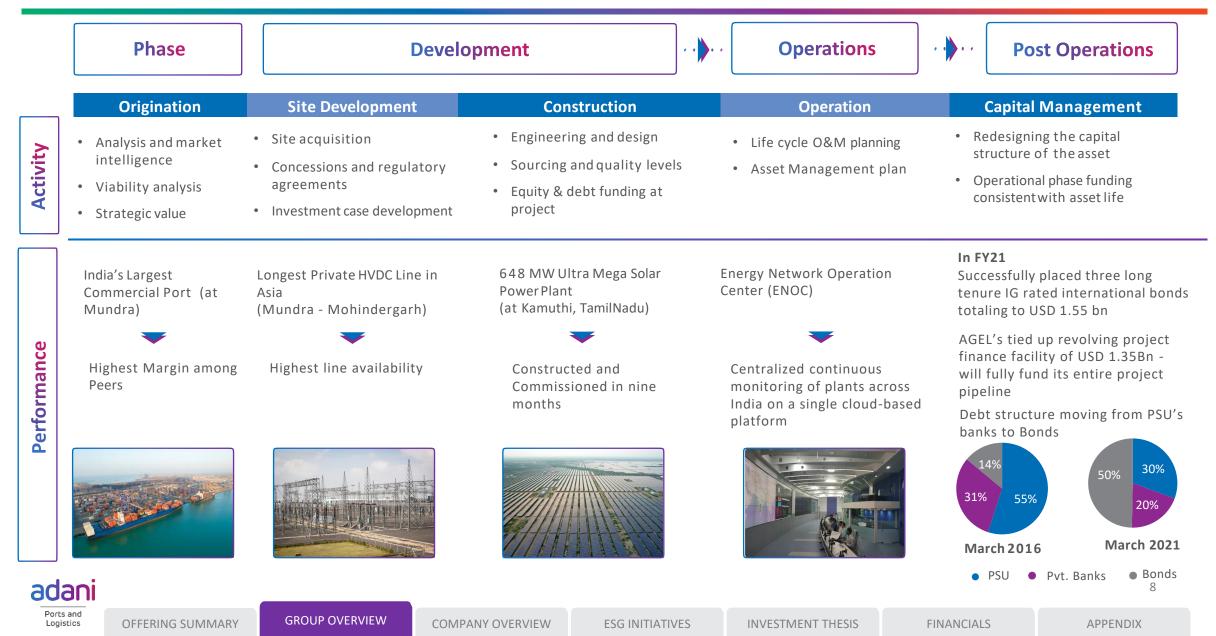
ESG INITIATIVES

INVESTMENT THESIS

ADANI GROUP: DECADES LONG TRACK RECORD OF INDUSTRY BEST GROWTH RATES ACROSS SECTORS



ADANI GROUP: REPEATBLE, ROBUST & PROVEN TRANSFORMATIVE MODEL OF INVESTMENT



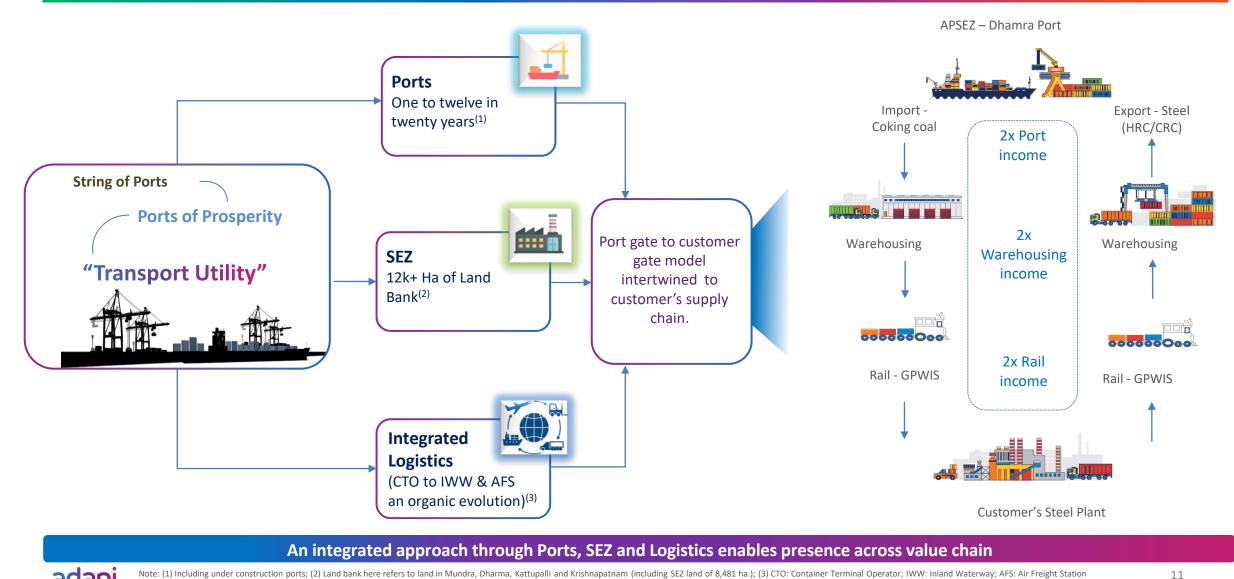
COMPANY OVERVIEW : APSEZ



APSEZ: INDIA'S LARGEST PRIVATE PORT AND LOGISTICS SERVICE PROVIDER

		Ports		Logisti	cs	SEZ	
DEVEL	OPMENT	 12 ports, ~498 MMT⁽¹⁾ of per annum in India Covers most of India's hi Targeting east and west of the set of the se	nterland	 An integrated logistics Operating 66 rakes, 5 lo & 495,000 sq.ft. of war 	ogistic parks	 Large scale 'ready to selland (SEZ) Land Bank of ~12,000 h 	
		Best in Class Eff	iciency	Integrated Trans	port Utility	ESG	
OPER	RATION	 EBITDA margin ~70%⁽³⁾ Operational Parameters, for Mundra, is better by peers⁽⁴⁾ 		Ports, SEZ and logistics integrated service removes the distinction between port and customer gate		 Sustainable development with positive impact on all stakeholders and environment Carbon-neutral company by 2025 	
		Strategic Partne	erships	Strengthening Bus	siness Model	World Class Operat	ing Efficiencies
VALUE	CREATION	 Unlock value via strategi such as with TOTAL in LN business and with Medit Shipping Co. (MSC) & CN 	IG/LPG erranean	 Geographical and cargo allows for consistent re Acquisitions of Krishnap 	venue growth Patnam and Dighi	 In sourced operations (dredging and marine op to efficiency and reduce Adoption of technology 	perations) leading ed costs
		container business ⁽⁶⁾		ports provides access to	new customers	increases efficiency and	
adani	(2) Land bank here refers to land in M	MT under construction at Vizhinjam port undra, Dharma, Kattupalli and Krishnapatnan ess only, excludes Forex gains/losses and one		(5) As of 30 June 2021 (6) 50/50 JV with TotalEnergi		Y21) is better by 6x than Major Ports TAT c minal Private Limited; 'MSA' = Mediterrand	
Ports and Logistics	OFFERING SUMMARY	GROUP OVERVIEW	COMPANY OVERVIEW	ESG INITIATIVES	INVESTMENT THESIS	FINANCIALS	APPENDIX

APSEZ: A LEADING TRANSPORT & LOGISTICS UTILITY



Note: (1) Including under construction ports; (2) Land bank here refers to land in Mundra, Dharma, Kattupalli and Krishnapatnam (including SEZ land of 8,481 ha.); (3) CTO: Container Terminal Operator; IWW: Inland Waterway; AFS: Air Freight Station

adani Ports and Logistics

OFFERING SUMMARY

GROUP OVERVIEW

COMPANY OVERVIEW

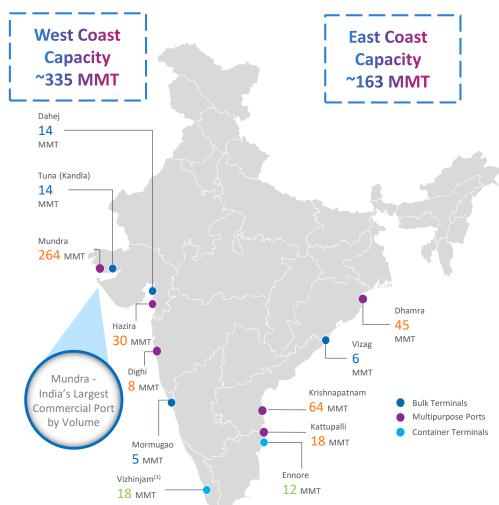
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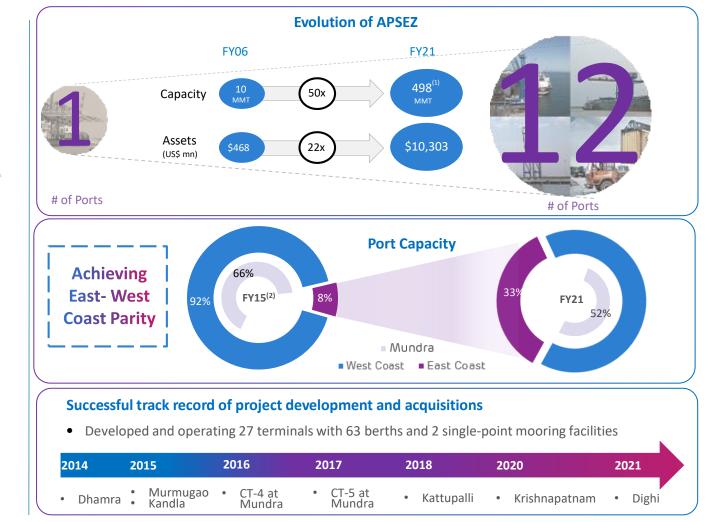
INVESTMENT THESIS

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FINANCIALS

APSEZ: LARGEST NETWORK OF PORTS IN INDIA





12 ports serving key areas of the country

adani

(1) The Vizhinjam Port is under construction; does not reflect the container capacity of approximately 7.3 mmt of Adani Logistics*CT –Container Termina (2) Source: Company website

Ports and Logistics

Notes:

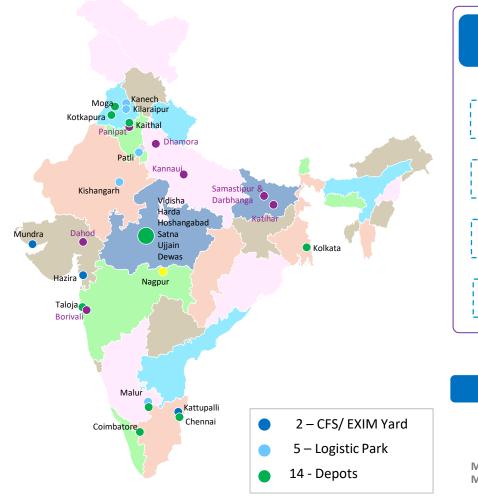
COMPANY OVERVIEW

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APSEZ: HARNESSING LOGISTICS SYNERGIES TO CREATE STICKINESS OF CARGO



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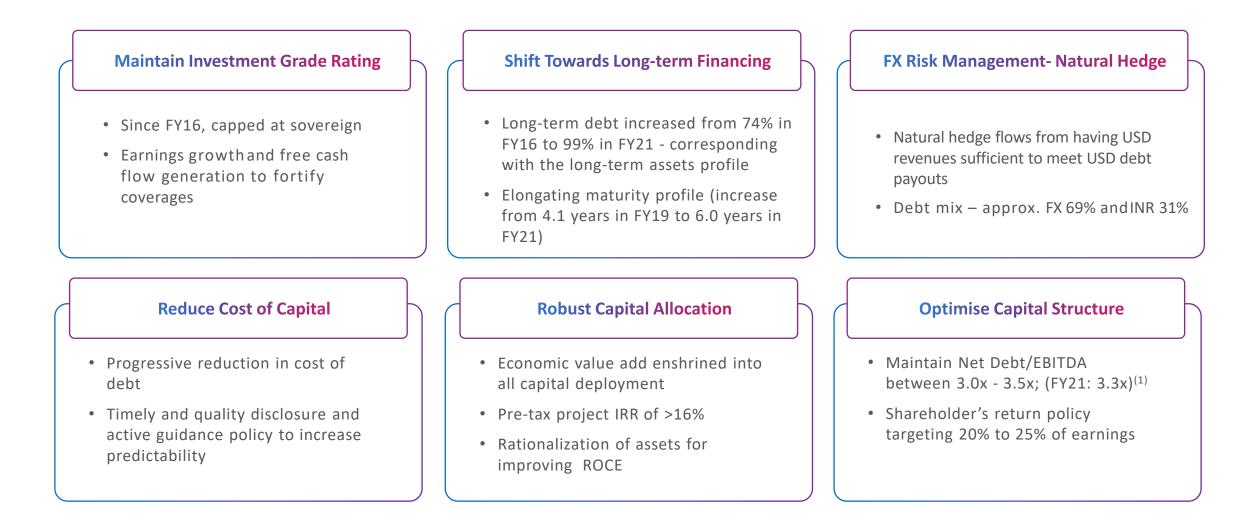
	ven multi-modal Solutions	Particulars	FY19	FY21
Infrastructure Multi-Modal		Rakes	20	66(1)
Logistics Park	Rail	Rail Volume (TEUs)		313,273
'		Logistics Parks		5
Grain Silos	Trucking	Terminal Capacity (TEUs)	400,000	500,000
Warehouses	i	Terminal Volume (TEUs)	242,868	253,925
Air Freight Stations			400,000	495,000 ⁽¹⁾

Case Study – Maruti Suzuki: Customer Centric End to End Logistics



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Notes: (1) 66 Rakes as on 30th June 2021; 42 container rakes, 15 GPWIS, 7 Agri rakes, 2AFTO; 495,000 sqft warehousing capacity as of June 2021





Source: APSEZ Investor Presentation (May 2021)

Notes: (1) Net Debt = Total Debt Less Cash and Cash Equivalents; FY21 EBITDA includes H1FY21 EBITDA of Krishnapatnam Port Company Limited (KPCL) (Rs. 614 Cr);

COMPANY OVERVIEW

ESG INITIATIVES

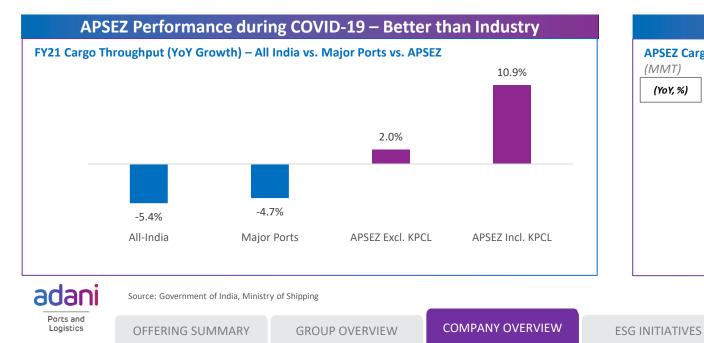
FINANCIALS

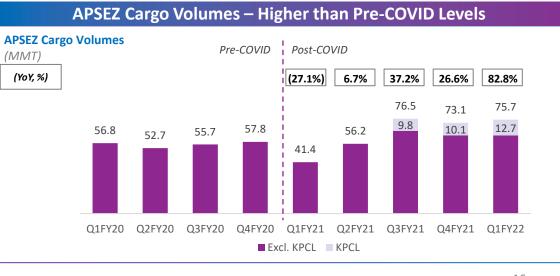
COMPANY OVERVIEW : RECENT DEVELOPMENTS



APSEZ: RESURGENCE POST COVID-19

	All-India FY21 Cargo (1,247 MMT): reduction at 5.4% YoY is lower than FY21 GDP contraction of c.8%
	Major Ports in India:
	• Q2 to Q4 FY21 cargo remained flat YoY (excluding Q1FY21 which was severely impacted by country-wide lockdowns)
Indian Port Industry:	• Volumes have been improving (growth is as follows): Q1 FY21: (19.7%) YoY, Q2 FY21: (8.6%) YoY, Q3 FY21: 2.0% and Q4 FY21: 6.6% YoY
Remained Resilient	APSEZ Cargo Volumes:
	• Performance better than the Industry – Increased market share by 3.3% to 24.2% during FY21
	• No impact of Second Wave (during Q1FY22) – volumes increased from 73.1 mmt (Q4FY21) to 75.7 mmt (Q1FY22).
	Port operations are classified as an 'essential service' and all APSEZ ports were operating during lockdowns
APSEZ Operational	Ensured hygiene, sanitization of workplaces and sites
Response	Reduced Capex plans of FY21 - Focus on maintaining adequate liquidity and conserving cash
	Relying on technology to improve efficiency of operations





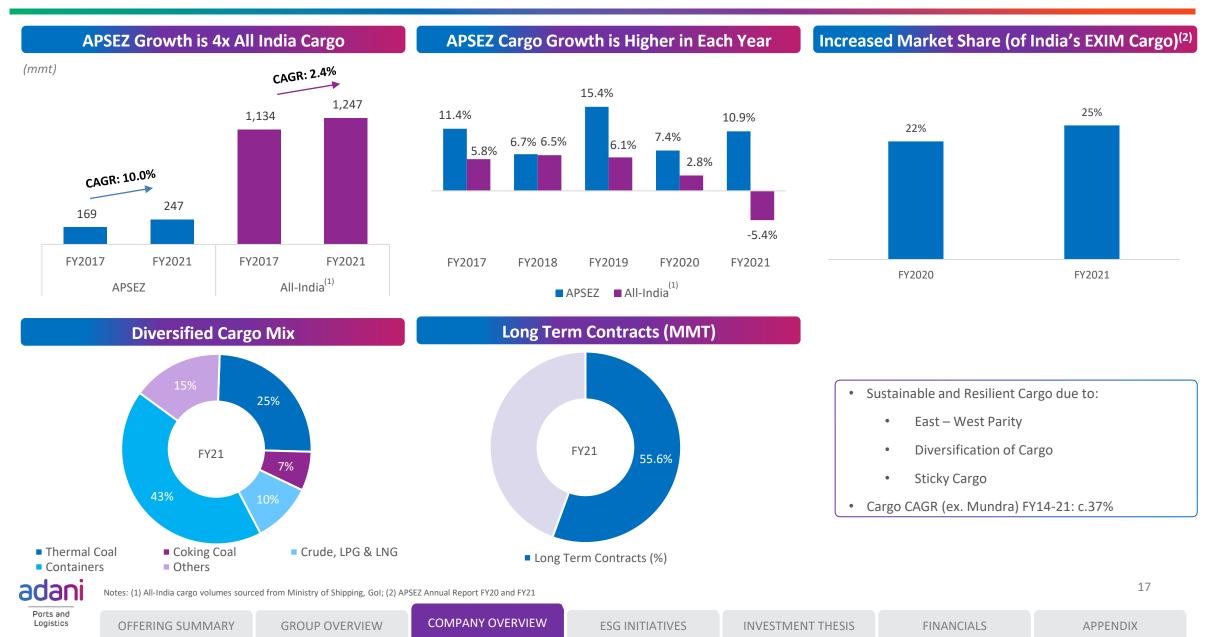
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INVESTMENT THESIS

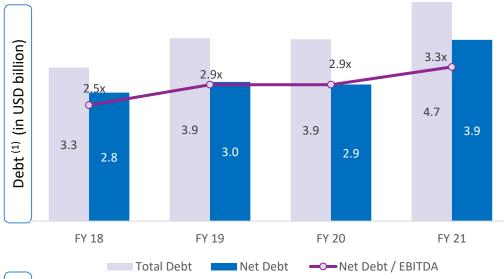
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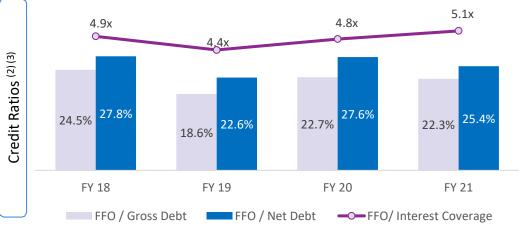
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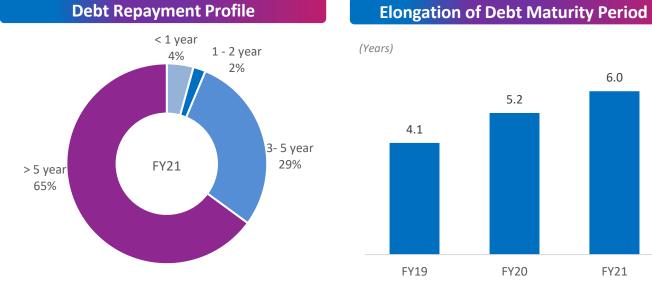
APSEZ: CARGO GROWTH ASSIMILATES DIVERSITY AND ENSURES RESILIENCE



CREDIT MATRIX: CREDIT PROTECTION ENCAPSULATED IN CAPITAL STRUCTURE







Access to diversified product portfolio, optimized between maturity and cost

- Borrowing in USD bond is commensurate with foreign currency revenue •
- Net Debt to EBITDA at 3.3x (FY21), maintained within our desired range of 3.0x 3.5x

6.0

FY21

5.2

FY20

- Key credit ratios continue to remain stable
- Debt Mix: FX approx. 69% and INR 31% in FY21 •

lan Ports and

Logistics



Note : (1) EBITDA is defined as profit for the year/period before non-controlling interests and adjusted for tax expenses, other income, finance costs, foreign exchange (gain)/loss (net), depreciation and amortization expenses, share of loss/(gain) from joint venture

•

ESG INITIATIVES



APSEZ: KEY FOCUS AREAS, INITIATIVES AND CREDENTIALS

Key Focus Areas	Key Global Initiatives and Disclosures	Key Credentials
Environment	Science Based Targets initiative (SBTi)	First Indian port company to sign up for SBTi
Carbon neutral by 2025	Task Force on Climate Related Financial Disclosures	• Received 'B' score in CDP water security, highest
Zero waste to landfill by 2025	(TCFD)	achieved in the internodal transport & logistics
Single use plastic free by 2025	CDP Disclosures	sector
Mangrove afforestation 4000 Ha by 2025	UN CEO Water Mandate	
Terrestrial Plantation in 1200 Ha by 2025		ESG Rating
	 Sustainable Development Goals (SDG) 	• Sustainalytics Rating: in Low-Risk category (13.71)
	GRI Standards	• DJSI CSA 2020 Score: 55/100
Social and Governance	A Marsharship of United Nations Clabel Composit	MSCI Rating: 'CCC'
 Zero safety incident 	 Membership of United Nations Global Compact (UNGC) 	
Zero tolerance for Human Rights Violation		ISO Standards
Zero tolerance for corruption and bribery	 Membership of International Union for Conservation of Nature (IUCN) 	 Ports & logistics sites are Integrated Management
Customer Centricity		System (ISO 9001, 14001 and 45001) certified.
Sustainable Supply Chain	 India Business & Biodiversity Initiative 	• 5 ports certified with Energy Management
		Systems (ISO 50001) and
 Establishment of Corporate Responsibility Committee 		• 3 ports certified with Security Managemen

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System for Supply chain (ISO 28000)

FINANCIALS

APSEZ: ESG TARGETS AND PERFORMANCE

		FY21 (Achievement)	FY25 (Target)
٤	Renewable energy installation	20 MW	100 MW
netei	Energy intensity reduction *	30%	50%
Parameters	Emission intensity reduction *	35%	60%
	Single use plastic free sites	9 Ports	12 Ports + 4 ICDs + 14 AL sites
Environmental	Zero waste to landfill certified ports	3 Ports	12 Ports
viror	Mangrove afforestation	2989 Ha	4000 Ha
Ē	Terrestrial plantation	965 Ha	1200 Ha
٤	Employee Satisfaction	4.1 / 5	4.5 / 5
<mark>Social</mark> rameters	Supplier Satisfaction	3.9 / 5	4.75 / 5
	Customer Satisfaction	4.2 / 5	4.75 / 5
Pa	Safety	100% (Mandatory Training)	Zero Incidents

Governance

- All CXO-level employees and KMP's compensation linked to safety targets as per Company's Xceed incentive reward scheme
- Audit Committee and Remuneration Committee to consist of only Independent Directors by FY22 end



FINANCIALS

Myanmar Project Status:

- APSEZ, in May 2019 announced its intent to set up a container terminal at Yangon, Myanmar and entered through a lease and BOT agreement with the democratically elected government.
- Total investment till FY21 end USD 127 million (including upfront payment for land lease)
- United States had recently imposed sanctions on Myanmar Economic Corporation Limited ("MEC"). APSEZ has a zero-tolerance policy on sanctions and will ensure that there is no contravention of the US and other sanctions.
- APSEZ appointed a US-based counsel to approach the OFAC.
- In a scenario wherein Myanmar is classified as a sanctioned country under the OFAC, or if OFAC opines that the project violate the current sanctions APSEZ will not hesitate to abandon the project and write down the investments. The write-down will not materially impact APSEZ, as it is equivalent to about 1.3% of the APSEZ's total assets as on FY21 end

Divestment of Bowen Rail Company Pty Limited ("BRCPL") owing to APSEZ's Carbon Neutral Commitment

- APSEZ's Board had decided to divest its holding BRCPL.
- APSEZ has received the sales proceeds during FY22 and BRCPL has been fully divested.

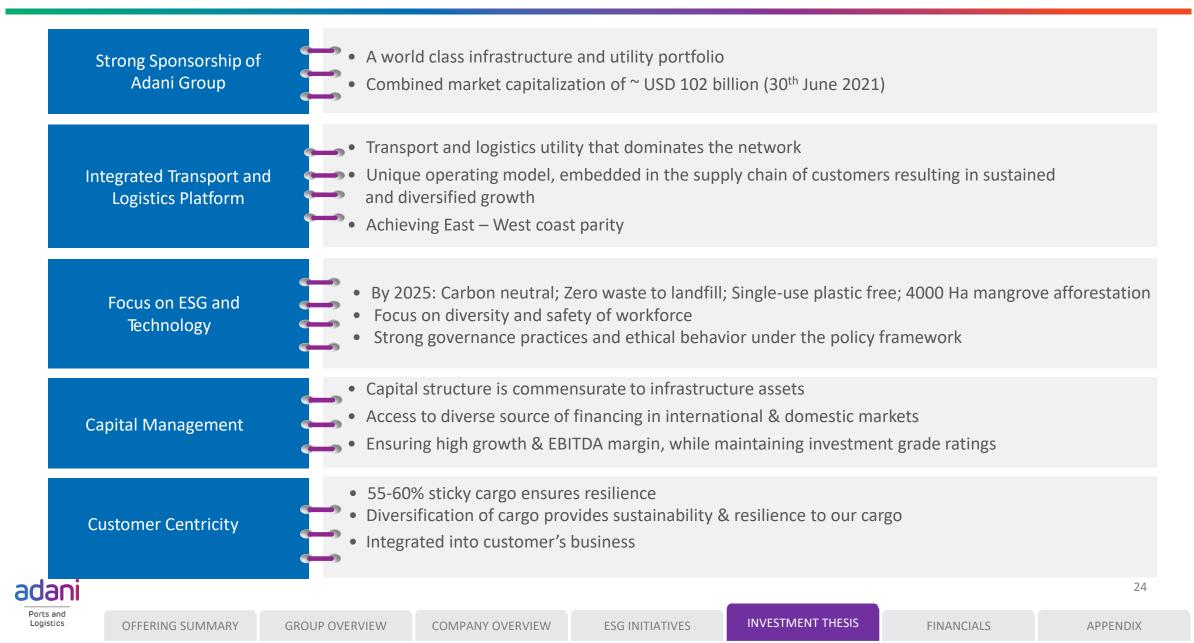


FINANCIALS

INVESTMENT THESIS



APSEZ: WELL-PLACED TO CAPTURE THE GROWING INDIAN MARKET



APSEZ: FINANCIALS



PROFIT & LOSS SUMMARY

(US\$ mn)	FY21	FY20	FY19
Revenue from operations ⁽¹⁾	1,691	1,675	1,563
Revenue growth, in US\$ terms (%)	1.0%	7.2%	-11.0%
Operating expenditure ⁽²⁾	(615)	(608)	(552)
EBITDA ⁽³⁾	1,076	1,067	1,011
EBITDA Margin (%) ⁽³⁾	63.6%	63.7%	64.7%
Depreciation & Amortisation	(284)	(237)	(197)
EBIT ⁽⁴⁾	792	830	815
Finance Costs	(304)	(256)	(198)
Other Income ⁽⁵⁾	266	263	195
Foreign Exchange Gain / (Loss) (net)	96	(229)	(68)
Share of loss from JV Entities and Exceptional Items	(2)	(9)	(10)
Profit Before Tax	848	599	733
Tax Expense	(168)	(65)	(155)
Profit for the Year	680	534	579
PAT Margin (%) ⁽⁶⁾	40.2%	33.1%	37.0%

Note: Average Exchange Rate INR / USD of 69.89, 70.88 and 74.21 for FY19, FY20 and FY21 respectively for P/L items and period end exchange rate INR / USD 69.17, 75.39 and 73.11 for FY19, FY20 and FY21 respectively for Balance sheet items

(1) Includes Gain arising from Infrastructure Development at Dhamra LNG terminal in FY20

(2) Includes Employee Benefit Expense and Other Expenses

(3) EBITDA is defined as profit for the year/period before non-controlling interests and adjusted for tax expenses, other income, finance costs, foreign exchange (gain)/loss (net), depreciation and amortization expenses, share of loss/(gain) from joint venture entities and exceptional items; EBITDA Margin = EBITDA / Revenue from Operations

(4) EBIT = EBITDA + Depreciation and Amortisation;

(5) Other Income includes interest income

OFFERING SUMMARY

(6) PAT margin = Profit for the year / Revenue from Operations.

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BALANCE SHEET SUMMARY

(US\$ mn)	FY21	FY20	FY19
Gross Fixed Assets ⁽¹⁾	5,538	3,842	3,942
Goodwill	552	436	472
Cash and Cash Equivalents ⁽²⁾	811	972	937
Other Assets ⁽³⁾	3,402	3,001	2,821
Total Assets	10,303	8,251	8,172
Shareholders Equity ⁽⁴⁾	4,390	3,428	3,578
Total Debt ⁽⁵⁾	4,705	3,908	3,931
Other Liabilities ⁽⁶⁾	1,207	915	663
Total Equity and Liabilities	10,303	8,251	8,172
Key Ratios			

EBITDA / Finance Costs			3.5x		4.2x			
Total Debt / Equity			1.1x		1.1x	1.1x 1.1x		
Net Debt / EBITDA		3.3x ⁽⁷⁾		2.9x	2.9x			
adani	Note: Average Exchange Rate INR / USD of 69.89, 70.88 and 74.21 for FY19, FY20 and FY21 respectively for P/L items and cash flow items and period end exchange rate INR / USD 69.17, 75.39 and 73.11 for FY19, FY20 and FY21 respectively for Balance sheet items (1) Includes Property, Plant and Equipment and Capital work in-progress				short-term borrowings (excluding	27		
Ports and Logistics	OFFERING SUMMARY	GROUP OVERVIEW	COMPANY OVERVIEW	ESG INITIATIVES	INVESTMENT TH	IESIS FINANCIALS	APPENDIX	

CASH FLOW SUMMARY

(US\$ mn)	FY21	FY20	FY19
Net cash (outflow)/inflow from operating activities	1,018	1,044	863
Capital Expenditures	(336)	(564)	(716)
Payment for acquisitions and investments in JVs / associates (net)	(1,811)	(106)	(212)
nterest received	291	279	93
Deposit in) / Proceeds from Fixed Deposits, sales of investments in debentures and Commercial Papers (net)	(50)	220	196
Others	0	66	5
Net cash (outflow)/inflow from investing activities	(1,906)	(106)	(633)
Proceeds from borrowings (net of repayments)	740	57	616
nterest & Finance charges paid	(261)	(271)	(211)
Payment on dividend and buy-back of equity shares ⁽¹⁾	(0)	(397)	(72)
Others	(5)	12	(3)
Net cash (outflow)/inflow from financing activities	474	(600)	331
Net (decrease)/increase in cash and cash equivalents	(414)	338	561
Cash and cash equivalents at beginning of the year	970	677	118
Cash and cash equivalents on change of control of subsidiary (net) ⁽²⁾	11	0	8
Cash and cash equivalents at end of year	566	1,015	687

Note: Average Exchange Rate INR / USD of 69.89, 70.88 and 74.21 for FY19, FY20 and FY21 respectively for P/L items and cash flow items and period end exchange rate INR / USD 69.17, 75.39 and 73.11 for FY19, FY20 and FY21 respectively for P/L items and cash flow items and period end exchange rate INR / USD 69.17, 75.39 and 73.11 for FY19, FY20 and FY21 respectively for P/L items and cash flow items and period end exchange rate INR / USD 69.17, 75.39 and 73.11 for FY19, FY20 and FY21 respectively for P/L items and cash flow items and period end exchange rate INR / USD 69.17, 75.39 and 73.11 for FY19, FY20 and FY21 respectively for P/L items and cash flow items and period end exchange rate INR / USD 69.17, 75.39 and 73.11 for FY19, FY20 and FY21 respectively for P/L items and cash flow items and period end exchange rate INR / USD 69.17, 75.39 and 73.11 for FY19, FY20 and FY21 respectively for P/L items and cash flow items and period end exchange rate INR / USD 69.17, 75.39 and 73.11 for FY19, FY20 and FY21 respectively for P/L items and cash flow items and period end exchange rate INR / USD 69.17, 75.39 and 73.11 for FY19, FY20 and FY21 respectively for P/L items and cash flow items and period end exchange rate INR / USD 69.17, 75.39 and 73.11 for FY19, FY20 and FY21 respectively for P/L items and cash flow items and period end exchange rate INR / USD 69.17, 75.39 and 73.11 for FY19, FY20 and FY21 respectively for P/L items and cash flow items and cash flow items and period end exchange rate INR / USD 69.17, 75.39 and 73.11 for FY19, FY20 and FY21 respectively for P/L items and cash flow items and cash

(1) Including transaction costs on buy-back of equity shared and Dividend Distribution Tax

(2) Includes cash and cash equivalents on account of acquisition of subsidiary and reduction of cash and cash equivalents on account of loss of control of Subsidiary

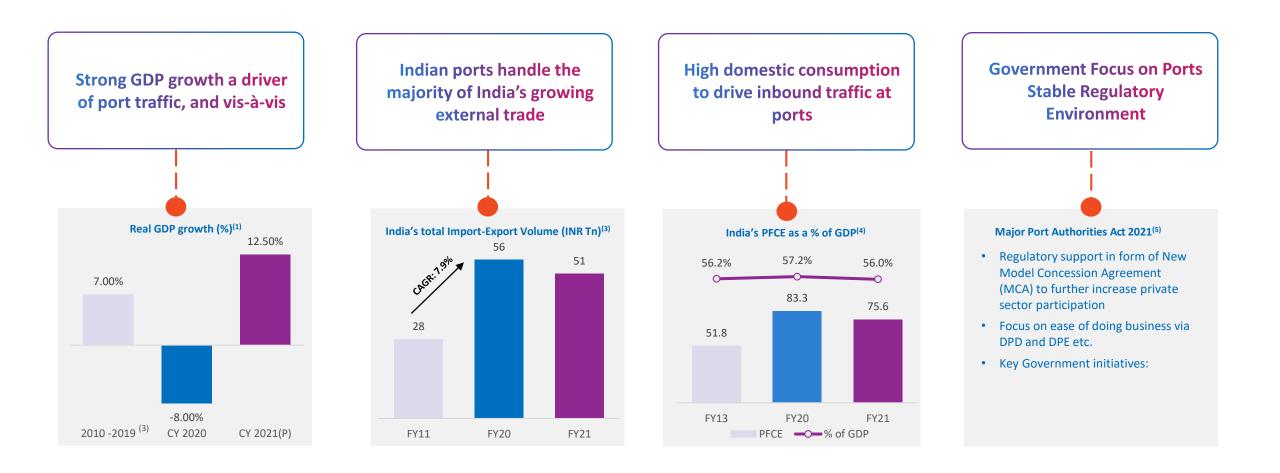
OFFERING SUMMARY

FINANCIALS

APPENDIX: INDUSTRY OVERVIEW



STRONG MACRO FUNDAMENTALS: INDIA'S GROWING GDP AND EXIM VALUE



APSEZ well-positioned to leverage India's strong macro fundamentals and capture a significant portion of the large and growing addressable market



Note: (1) Source: International Monetary Fund; (2) Average Annual Growth Rate (3) Source: Ministry of Commerce and Industry, GOI; (4) Source: Ministry of Statistics and Program Implementation National Accounts Statistics Q4 2020-21 (5) Major Port Authorities Act will come into force on a date notified by the central government

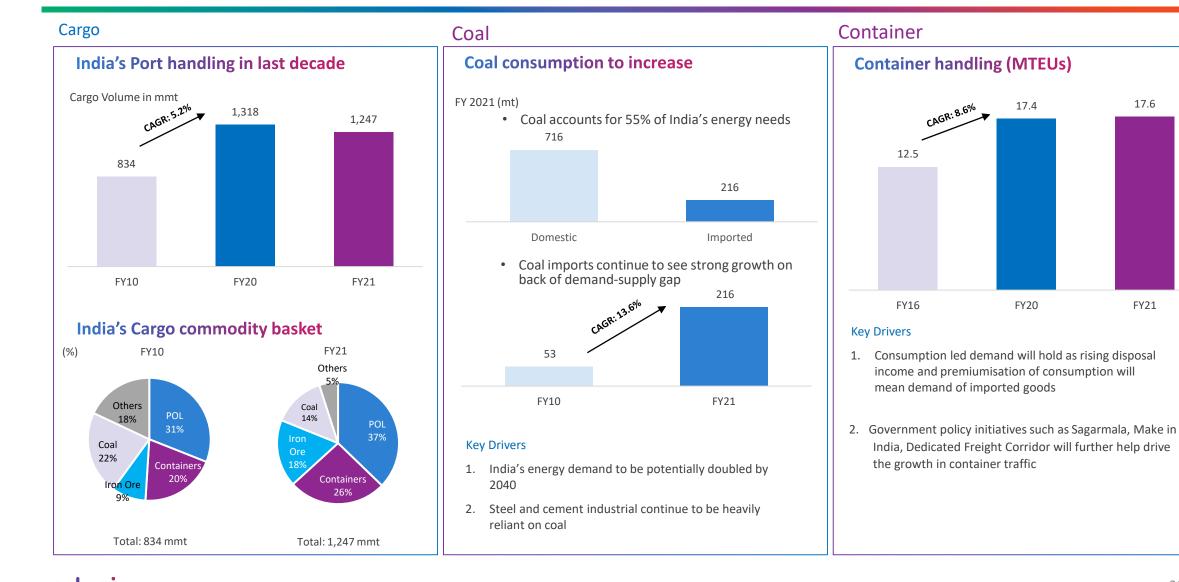
COMPANY OVERVIEW

ESG INITIATIVES

INDUSTRY OVERVIEW

INVESTMENT THESIS

STRONG MACRO DEMAND FOR CARGO, COAL AND CONTAINER VOLUMES



Source: Government of India, Ministry of Shipping Ministry of Coal

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INVESTMENT THESIS

