Our Company intends to emerge as India's largest integrated transport utility by 2030

Adani Ports and Special Economic Zone Limited
Integrated Annual Report 2021-22

Ports and Logistics

Disclaimer

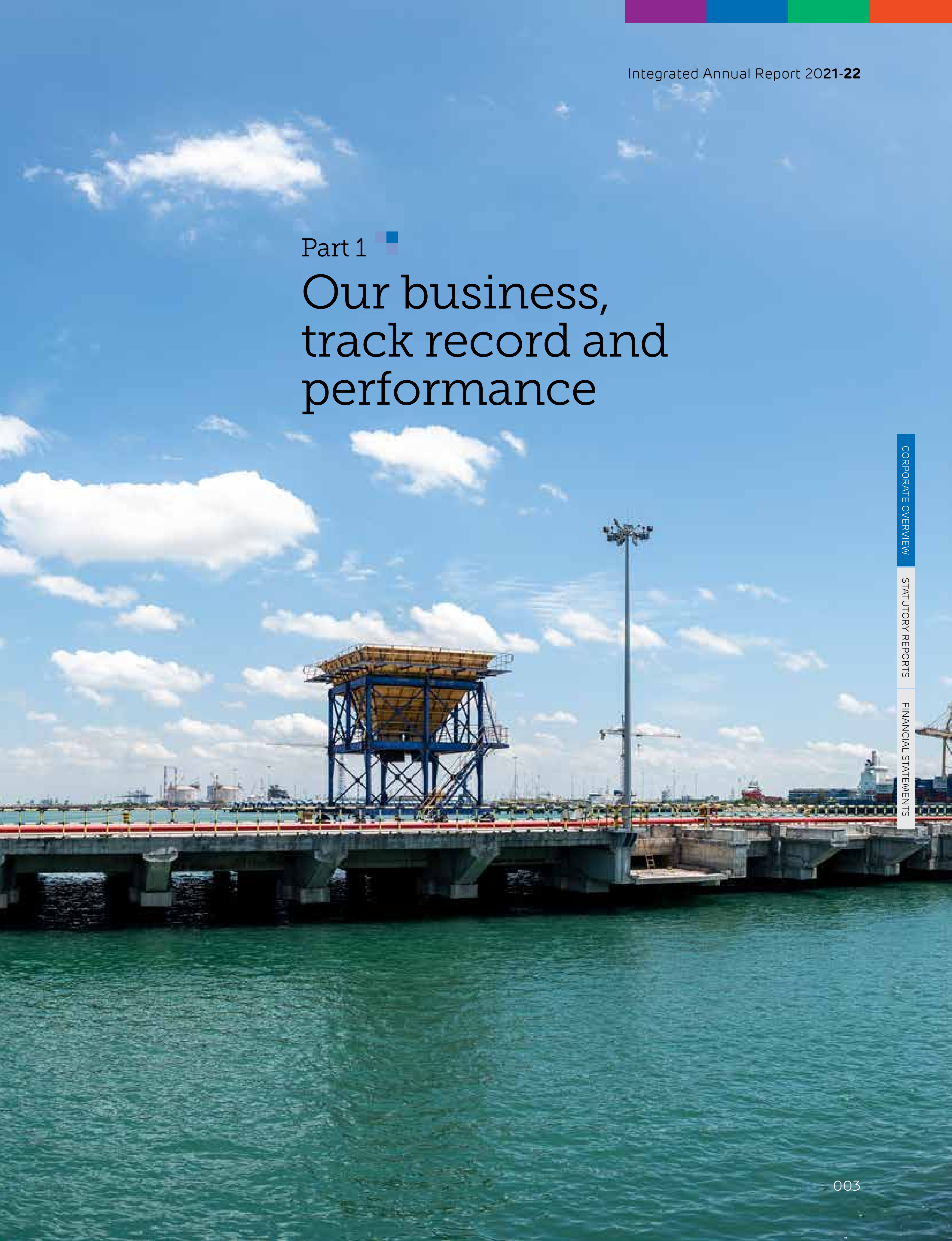
Contents

Adani Ports and Special Economic Zone Limited went into business in 1998.

By FY 2013-14, we emerged as India's largest private sector ports company.

In 2021, we enunciated our ambition to emerge as the world's largest private port company and India's largest integrated transport utility by 2030.

Boldness transforms everything.



Part 1

Our business, track record and performance

Our business

Adani Ports and Special Economic Zone Limited (APSEZ/ Company) is India's largest private sector commercial port in the country. The Company has a well-connected network of 12 ports/ terminals across the seven maritime states of Gujarat, Maharashtra, Goa, Kerala, Andhra Pradesh, Tamil Nadu and Odisha, through which we provide integrated services in the ports, logistics and SEZ segments. The Company's advanced port infrastructure and ability to handle large cargo makes it a strategic partner for leading industries in India. APSEZ owns and operates the largest multi-product SEZ in Mundra, Gujarat.

The Mundra SEZ in Gujarat spans over 8,000 hectares, the largest multi-product SEZ, Free Trade and Warehousing Zone (FTWZ) and Domestic Industrial Zone in India.

Presence

APSEZ is India's largest port developer and operator comprising 12 ports and terminals and 538 MMT of operating capacity. The Company also possesses the largest container handling facility in India. Nearly 62% of the Company's capacity is on the west coast of India and 38% on the east coast.

APSEZ's domestic ports are in seven maritime states (Gujarat, Goa, Kerala, Andhra Pradesh, Maharashtra, Tamil Nadu and Odisha); ports in Vizhinjam (Kerala, India) and Colombo (Sri Lanka) are under construction. APSEZ's dredging arm provides capital and maintenance dredging services through a fleet of 20+ dredgers. The addition of sister dredging vessels of 8,000 cubic metres proved efficient with successful external maintenance dredging projects executed at Jawaharlal Nehru Port Trust, Jaigarh and Angre ports, PLL Dahej, Southern Naval Command (Kochi port) etc. in addition to addressing internal needs. APSEZ ventured to create and maintain India's national waterways. The Company took up three distinct projects in the National Waterway 1 (NW1). The projects comprise the deployment of six small CSDs across a 300 Km stretch of NW1. Our fleet is supported by extensive offshore, onshore support equipment along with ancillary equipment and pipelines. APSEZ (through subsidiary Adani Logistics Ltd.) operates six logistics parks at Patli in Haryana, Kilaraipur and Kanech in Punjab, Kishangarh in Rajasthan, Nagpur in Maharashtra and Malur in Karnataka.

Under a concession from Food Corporation of India and various state government agri-commodity warehousing departments, the Company owns, operates or is in the process of developing silo bases for the storage of food grain and facilitate the transportation of grain. We have a grain silo capacity under operation of 0.87 MMT while 0.25 MMT of additional capacity is under commissioning. Adani's logistics park – the largest in India – is being constructed on the outskirts of Ahmedabad.

National port proxy

The Company's East-to-West port connectivity, along with its ability to manage various kinds of cargo (ranging from liquid cargo to containers), enables it to efficiently cater to the economic needs of the hinterland states of India. This connectivity and efficiency have been a contributing factor in trebling the Company's growth over its sector in the last seven years.

Infrastructure and services

APSEZ's ports use the latest and most advanced infrastructure to enable a seamless management of cargo of different types and sizes. The Company's end-to-end logistical capabilities include vessels management to anchorage pilotage, tug pulling, berthing, goods handling, internal transport, storage and handling, processing and final evacuation by road or rail. Apart from these capabilities, its cost-efficient, predictable operations and operational efficiency make it a reliable logistics partner for leading Indian businesses.

APSEZ's subsidiary Adani Logistics Ltd. (ALL) possesses an annual capacity to manage 600,000 twenty-foot equivalent units (TEUs) across 580 acres of its six logistics parks.

Respect

Over two decades, the Company has grown from a single port dealing in a single commodity to the largest port operator in India with a globally superior EBITDA margin of more than 70%. APSEZ's vessel turnaround time and cargo dwelling time is less than peers - earning it the reputation of being one of the most agile companies in the sector.

Environment-Social-Governance

The ESG commitment of the Company is determined by its Board of Directors. The Company set up a Corporate Responsibility Committee, Corporate Social Responsibility Committee, Stakeholders' Relationship Committee, and Risk Management Committee to provide a direction on ESG topics. The Company's disclosures are according to IIRC Framework and GRI Standards, and is aligned with National Guidelines on Responsible Business Conduct (NGRBC), Dow Jones Sustainability Indices (DJSI), United Nations Global Compact (UNGC) Principles, UN CEO Water Mandate, CDP, Task Force on Climate Related Financial Disclosures (TCFD) and other relevant frameworks.

People resource

APSEZ, on a consolidated basis, employed 2,736 individuals as of 31st March, 2022. An employee's average tenure in the Company was 8 years as on that date; more than 85% employees possessed engineering or professional degrees.

Acquisitions

APSEZ expanded its footprint in Maharashtra by acquiring a 100% stake in Dighi Port. Dighi Port volume increased from 0.02 MMT in FY 2020-21 to 0.23 MMT in FY 2021-22, handling diverse commodities like dry and liquid. The port will provide a much-needed presence in Maharashtra to cater to the hinterland logistics demand.

The acquisition of the Krishnapatnam port / AKPL was completed in FY 2020-21 and it became a wholly-owned subsidiary of APSEZ in FY 2021-22. The port is fully integrated into APSEZ's portfolio in terms of operations and financials. The Company demonstrated the success of its operating process, which empowered AKPL to align each activity with APSEZ's high benchmark, strengthening EBITDA margin from 55% before acquisition to 69% in FY 2021-22. The volume handled at AKPL increased from 38.18 MMT in FY 2020-21 to 40.12 MMT in FY 2021-22.

The Company completed a 41.89% acquisition of Gangavaram port by Q4 of FY 2021-22 and intends to integrate Gangavaram port fully into APSEZ's portfolio in terms of operations and financials by FY 2022-23. The volume of Gangavaram port in FY 2020-21 was 32.81 MMT 30.03 MMT in FY 2021-22.

The Adani Harbour Services Ltd, a wholly owned subsidiary of the Company, acquired 100% stake of Savijana Sea Foods Pvt. Ltd. and 97.17% stake of Ocean Sparkle Ltd. on 10th May, 2022.

Strategic partnerships

In FY 2021-22, APSEZ achieved an international milestone by signing a BOT agreement with Sri Lanka Port Authority to develop a container terminal in Colombo port. This will empower APSEZ to offer one more gateway to shipping lines and other potential port customers across the South Asian waters, benefiting India, Bangladesh, Sri Lanka and other South Asian countries.

Credit and ESG rating

International rating

S&P assigned APSEZ with a long-term foreign currency issuer credit rating of BBB-/Stable.

Moody's assigned APSEZ with a long-term foreign currency issuer credit rating of Baa3 / Stable.

Fitch assigned APSEZ with a long-term foreign currency issuer credit rating of BBB-/Stable.

Domestic rating

ICRA and India Ratings & Research provided APSEZ with an A1+ rating for short-term facilities like commercial paper.

ICRA and India Ratings & Research provided APSEZ with long-term facilities and an NCD rating of AA+/Stable.

ESG rating

S&P Global DJSI provided APSEZ with a score of 57 out of 100 in Corporate Sustainability Assessment (CSA) 2021

Sustainalytics provided APSEZ an ESG Risk Rating of 12.4, which signifies APSEZ is in the low risk category.

MSCI provided APSEZ with a CCC rating.

CDP provided APSEZ with a rating of B/ Management Band in the Climate Change 2021 disclosure.

CDP provided APSEZ with a rating of B+/ Management Band in the Water Security 2021 disclosure.

CDP provided APSEZ with a rating of A-/ Management Band in the Supplier Engagement Rating 2021.

ISS Governance provided us with a Quality score of 3 out of 10, with a score of 1 reflecting the best performance.

Corporate social responsibility

APSEZ discharges its CSR obligations, either directly or through Adani Foundation, the social arm of Adani Group. Adani Foundation provides health interventions, quality education, rural infrastructure development and sustainable livelihoods. For over two decades, Adani Foundation worked tirelessly to transform more than 2,409 villages across 16 States pan-India. The Foundation also implemented four special projects (Saksham, Swachhagraha, SuPoshan and Udaan).

Key numbers

11
Number of operating ports out of 12 APSEZ ports and terminals in India

11
million TEU equivalent capacity, FY 2021-22

14%
Percentage increase in container volumes, FY 2021-22

What we achieved in FY 2021-22

APSEZ ports achieved 300+ MMT in cargo throughput

Mundra port retained its position as India's biggest standalone port

Mundra port crossed 150 MMT in cargo throughput

Life-time high performance in cargo throughput for Mundra, Dhamra, Ennore and Hazira ports.

Containers handling crossed 8 mTEUs, Mundra alone handled 6.5 mTEUs

All-time high handling of minerals (28.5 MMT), fertiliser (8.8 MMT), salt (3.5 MMT), steel (4.5 MMT), crude (22.5 MMT) and edible oil (2.9 MMT)

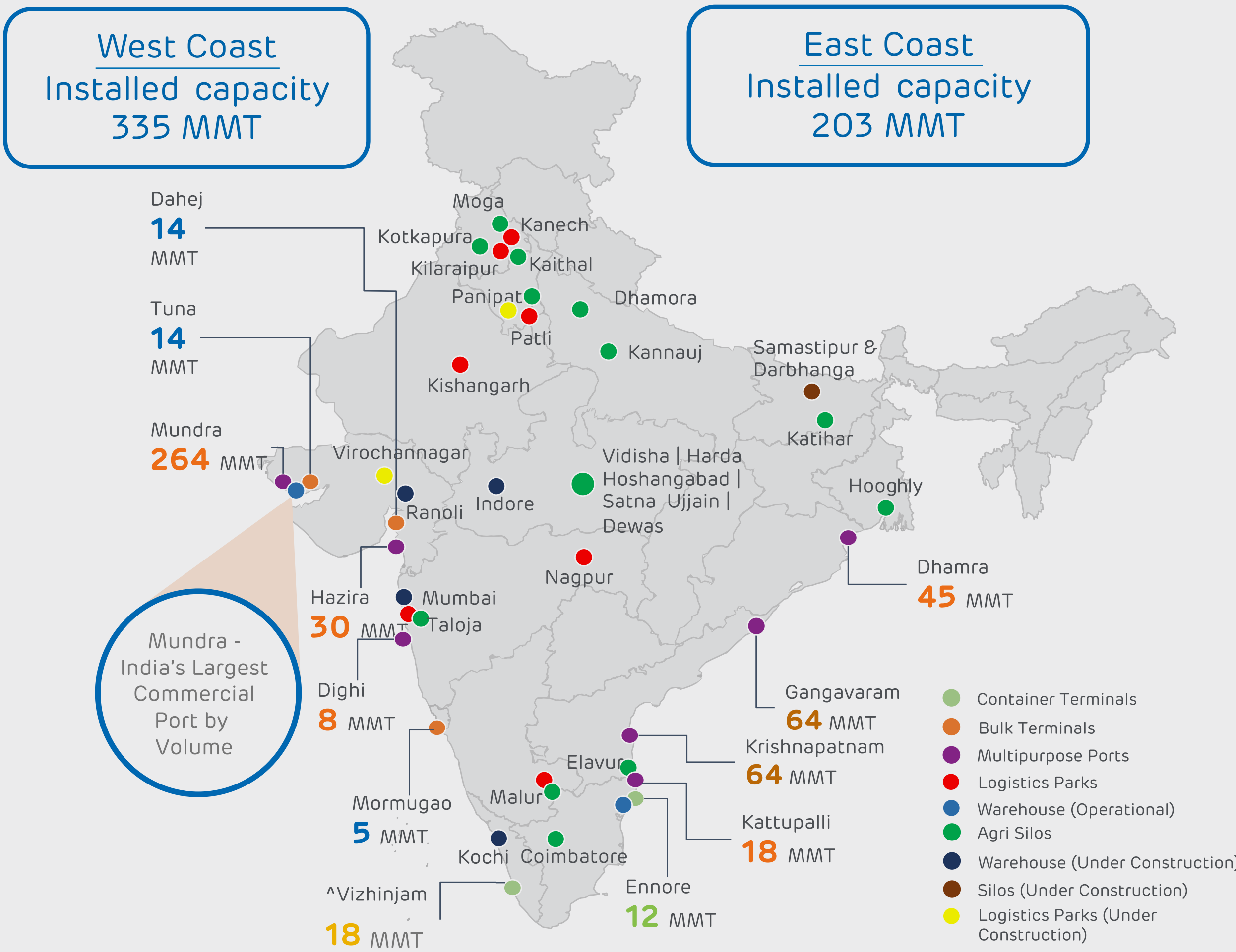
Hazira port has emerged as the largest chemical gateway port in its hinterland.

Dhamra STS operation is directed towards Bangladesh and serves a critical geo-political need of India.

Railways performance: APSEZ created a new record by handling 36,274 rakes transporting 98.32 MMT of cargo in FY 2021-22. Mundra in FY 2021-22 marked the highest number of double-stacked containers (5535) and highest number of TEUs handled by rail 18.55 lakh TEUs in a year. Dhamra handled 30 MMT, AKPL handled 11 MMT and the Gangavaram port handled 18 MMT of rail-bound cargo. APSEZ railway services helped maximise train placement efficiency, cost-effective handling, reducing dwell time of imported cargo and enhanced value for all our customers.

APSEZ created a new record by handling 36,274 rakes transporting 98.32 MMT of cargo in FY 2021-22

The complement of our ports and terminals



Grown from a single port to twelve Ports with~538 MMT of installed capacity to handle all types of cargo.

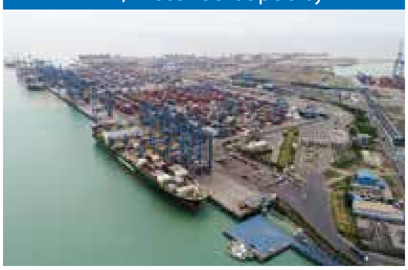
^under construction

A profile of our ports

Mundra port

264

MMTPA, Installed capacity

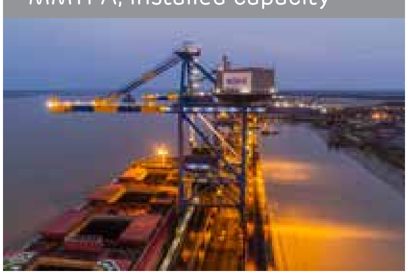


- Deep water, all weather, berthing-on-arrival port in the Gulf of Kutch
- A major economic gateway that caters to the northern hinterland of India
- 26 berths and two single point moorings (annual capacity to handle 264 MMT cargo with dedicated terminals for different cargo and commodity types)
- Five container terminals (combined capacity 8.6 million TEUs)
- World's largest coal import terminal
- Equipped to handle dry bulk, break bulk, project cargo, Liquid, LNG, LPG, containers, automobiles and crude oil
- Capable of berthing fully loaded cape size vessels , VLCC , ULCC and post Panamax container vessels
- Connected to the Indian National Highway (NH) network through State Highway 48 via Anjar and SH-6
- Mundra port connected to National Highway 8A
- Privately developed rail network of 69 Km from Adipur to Mundra port, opening gates to nation-wide connectivity
- State-of-the-art container rake handling facility to handle double stack trains
- Natural gateway to the cargo hubs in the northern and western hinterlands of India
- Mundra SEZ is the first port-based multi-product SEZ
- State-of-the-art rail mounted quay cranes, high capacity GSUs and a fully-integrated high-speed conveyor system
- Five additional services introduced during the year will add 5,00,000 TEUs annually
- Enhanced cargo volume growth 4% and container volume 15% in FY 2021-22
- 8.5 MW of renewable power installation, state-of-the-art waste reception facility, 6.07 MLD of wastewater treatment capacity, zero waste-to-landfill certified port and certified single-use plastic-free port

Dhamra Port

45

MMTPA, Installed capacity



- Deep-water, all-weather multi-user, multi-cargo port situated in Odisha on the east coast of India
- Port connected by road to NH-16 through the state highway.
- Four berths with an annual capacity to handle 45 MMT of cargo.
- Equipped to handle dry bulk, break bulk, project cargo.
- Proximity to the mineral belts of Odisha, Jharkhand, Chhattisgarh, and West Bengal helps service hinterlands.
- Rail infrastructure inside the port consists of a bulb type arrangement (2 wagon tipplers, 1 track hopper, 1 steel full rake unloading siding, 4 rapid loading silos, 2 manual loading lines and one fertiliser siding).
- Connectivity to the railway network through non-Government railways for 63 Km. Rail line doubling to be completed in H2 FY 2022-23.
- Surface water reservoir of capacity 8 lakh KL, rainwater harvesting capacity of 50,000 liters, state-of-the-art waste reception facility, 315KLD wastewater treatment capacity and certified single-use plastic-free port.
- Gateway port for Nepal, Bangladesh and inland waterways connecting to industrial and mining belts.
- Dhamra LNG Re-gasification terminal project of 5 MTPA (expandable to 10 MTPA) to commence operations by FY 2022-23.
- The condensate water, generated from cold energy of LNG at 70 cubic metre per hour, will be used for port activities, saving groundwater consumption

Hazira port
30
MMTPA, Installed capacity

- Deep-water port located in the Gulf of Khambhat, Gujarat
- Six berths with an annual capacity to handle 30 MMT cargo
- Equipped to handle dry bulk, break bulk, project cargo, liquid, containers and automobiles
- Convenient, international trade gateway to Europe, Africa, America and the Middle East
- Added new service in containers, namely 'IOS'
- Total liquid tank farm capacity operationalised is 6.19 lakh KL
- 5.6 MW renewable power installation,
- State-of-the-art waste reception facility, 160 KLD of wastewater treatment capacity

Dahej Port
14
MMTPA, Installed capacity

- A dry cargo (multi commodities) port located in Gulf of Khambhat, Gujarat
- Two deep draft berths capable of handling up to Cape size vessels.
- Ro-Ro Jetty for project cargo movement through barges
- Handling capacity of 14MMTPA to handle all kinds of solid cargo in dry bulk and break bulk cargo, including coal, fertilisers, agri products, steel cargo and minerals, among others commodities
- Strategically located to serve a large hinterland, which includes the states of Rajasthan, Maharashtra, Madhya Pradesh and Gujarat.
- Achieved 20 million safe working hours
- Excellent road & rail connectivity established for the congestion-free evacuation of cargo. Rail connectivity established with Western Railway Line DMIC Corridor with 2 different railway sidings and road connectivity established by a 6-lane State Highway connecting the port with National Highway-8.
- Fully mechanised cargo loading systems and wagon loading systems are in place for handling coal and gypsum cargo
- 9.8 Km high speed elevated triangular gallery overland conveyor system for coal, pet coke and gypsum, which reduces dust pollution.
- 3MW renewable power, state-of the-art waste reception facility, 80KLD of wastewater treatment capacity and certified single-use plastic-free port, waste disposal through 5R principal.
- Equipped with harbour cranes, hoppers and a fully integrated high-speed conveyor system and stacker cum reclaimers with stacking capacity of 4200 TPH and reclaiming capacity of 2,500 TPH

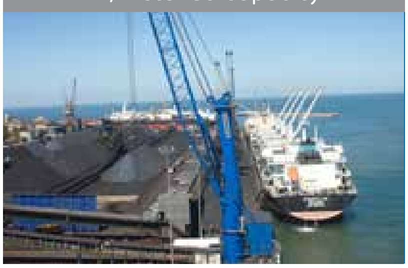
Kattupalli Port
18
MMTPA, Installed capacity

- Located on the Coromandel coast, about 24 Km north of Chennai Port
- Three berths with an annual capacity to handle 18 MMT of cargo
- Equipped to handle containers, break bulk, liquid bulk and project cargo
- Equipped with Direct Port Delivery warehouse within the container yard to provide a seamless movement to the Authorised Economic Operator (AEO) and DPD consignments
- Dedicated payment gateway for DPD customers
- Off-dock container freight station (CFS) with 45,000 square feet of closed warehouse
- Commenced liquid terminal operations; handled 390,000 tonnes of cargo in FY 2021-22
- 1000 KW renewable power Installation including at the port breakwater, state-of-the-art
- Waste reception facility, 95KLD of wastewater treatment capacity, zero waste-to-landfill certified port and a certified single-use plastic-free port

Tuna Terminal
14
MMTPA, Installed capacity

- All-weather, berthing-on-arrival port located off Tekra, Kandla Creek, Gujarat
- Capacity of 14 MMTPA and a draft of 16.2m; capable of handling 1,20,000 DWT vessels at berth
- Equipped to handle all kinds of dry bulk and break-bulk cargo, including coal, fertilisers, agri products, steel, cargo, and minerals, among others
- Connected to the National Highway 8A, a link to the Mumbai-Delhi corridor
- Equipped with high capacity Liebherr cranes, hoppers, and a fully integrated high-speed conveyor system
- 2 MW renewable power installation, state-of-the-art waste reception facility, 25KLD of wastewater treatment capacity and certified single-use plastic-free port

Mormugao Terminal
5
MMTPA, Installed capacity



- Located on the west coast of India in Goa
- One berth terminal with an annual capacity to handle 5 MMT cargo
- Permitted to handle coal cargo; adequate infrastructure to handle Panamax and Capesize vessels
- Locational advantage in serving the Maharashtra and Karnataka hinterlands
- Fully mechanised material handling system comprising conveyor systems and stacker and reclaimers with stacking capacity of 5,000 TPH and reclaiming capacity of 2,500 TPH
- Certified single-use plastic-free port

Ennore Terminal
12
MMTPA, Installed capacity

- Contemporary terminal located in the northern suburbs of Chennai; ideal alternative gateway for Chennai
- World-class container terminal with an annual capacity to handle 12 MMT cargo
- Well-integrated environment, which facilitates the management's faster decision making to enhance operational responsiveness
- 25KLD of wastewater treatment capacity, zero waste-to-landfill certified terminal and a certified single-use plastic-free port

Dighi Port
8
MMTPA, Installed capacity

- The port will empower APSEZ to service customers in Maharashtra, North Karnataka, West Telangana and Madhya Pradesh
- Equipped to handle bulk, break bulk and liquid cargo with an annual capacity of 8 MMTPA
- Proposed to be a zero waste to-landfill port and single-use plastic-free port from the commencement of operations.

Krishnapatnam Port

64

MMTPA, Installed capacity

- Located on the east coast of India in Nellore district of Andhra Pradesh (~180 Km from Chennai Port)
- All-weather, deep-water port has a multi-cargo facility with a capacity of 64 MMTPA
- Equipped to handle dry, liquid & container cargo
- 5 terminals with a combined quay length of 3.3 Km
- Krishnapatnam's operations were benchmarked to APSEZ's philosophy, which resulted in an expansion in margins to 69% from 55% (before acquisition)
- 15 MW wheeled renewable power through a long-term power purchase agreement, state-of-the-art waste reception facility, 300KLD of wastewater treatment capacity and certified single-use plastic-free port

Vizhinjam Port

18

MMTPA of under-construction capacity

- Deep draft, all-weather under-construction port in South Kerala
- Phase I capacity of the port will be 18 MMTPA
- Proposed zero-waste-to-landfill and single-use plastic-free port from the commencement of operations

Gangavaram Port

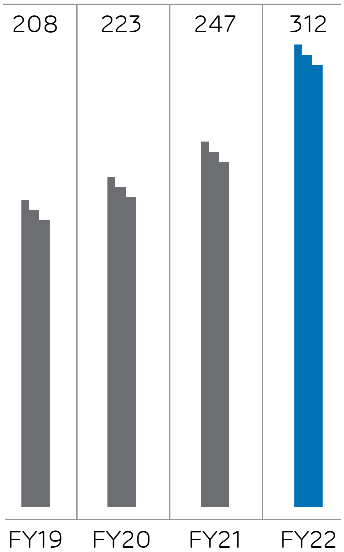
64

MMTPA, Installed capacity

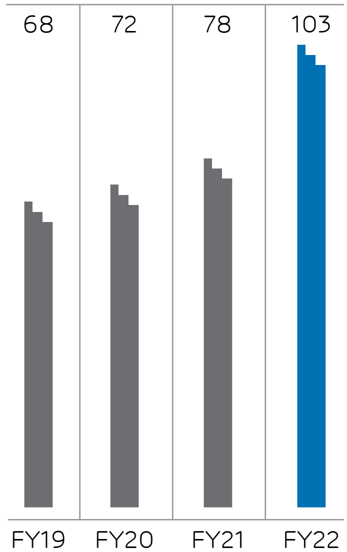
- Located about 5 Km South of Visakhapatnam, the industrial nerve centre of Andhra Pradesh
- All weather, multipurpose port with 9 berths with up to 19.5 m water depth, making it one of the deepest ports capable of handling fully laden Super Cape size vessels of up to 200,000 DWT
- Gangavaram Port provides efficient cargo handling services for a variety of bulk and break-bulk cargo groups including coal, iron ore, fertiliser, limestone, bauxite, raw sugar, project cargo, alumina, steel products etc.
- State-of-art mechanised handling systems, facilitating fast and efficient operations with minimum cargo loss.
- Excellent road & rail connectivity established for congestion-free evacuation of cargo. Rail connectivity was established with the national network of Chennai-Howrah rail corridor and road connectivity established by a 4-lane expressway connecting the port with NH-16 (Chennai to Kolkata).
- With deep draft, efficient operations and excellent connectivity, Gangavaram is the gateway port for a hinterland spread over 8 States across Eastern, Western, Southern and Central India.

Our operational performance over the years

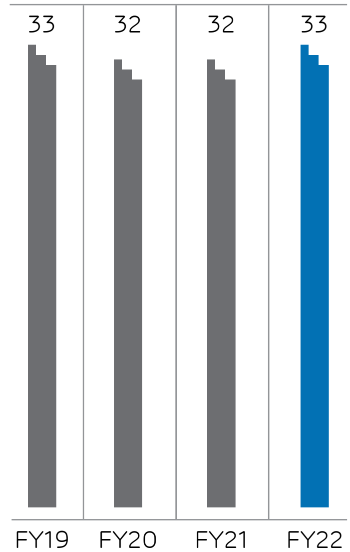
Cargo management (MMT)



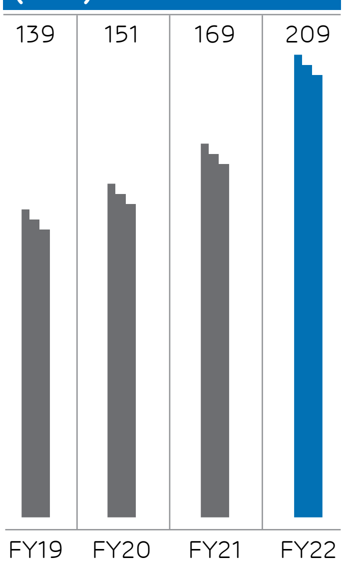
Coal cargo volumes (MMT)



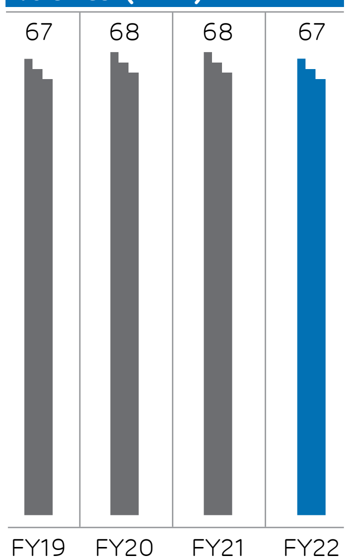
Coal cargo as % of volumes



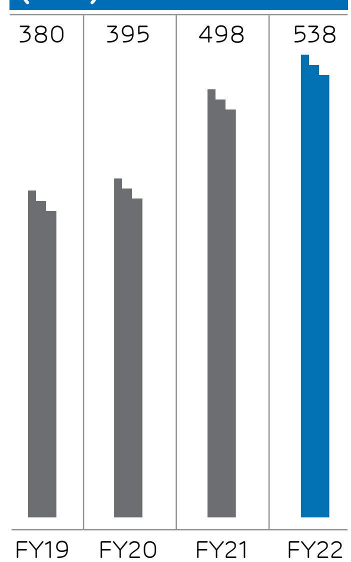
Non-coal cargo volumes (MMT)



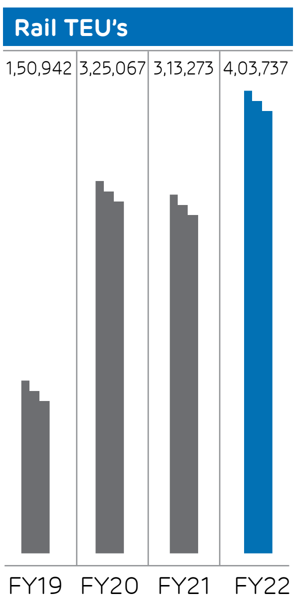
Non-coal cargo as % of volumes (MMT)

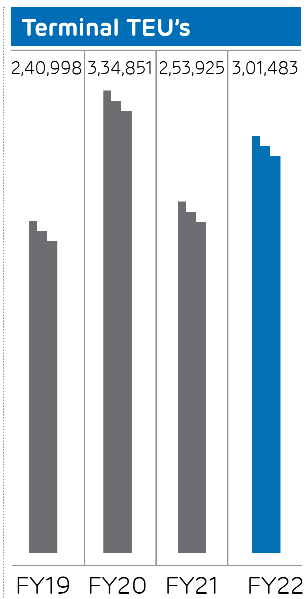


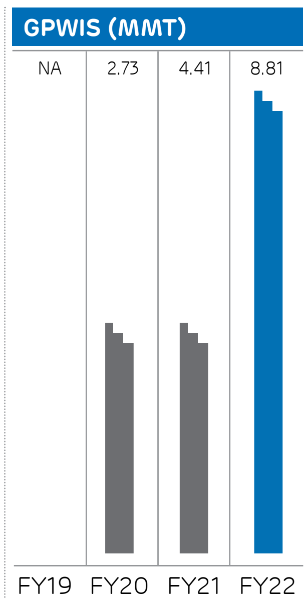
Installed port capacity (MMT)



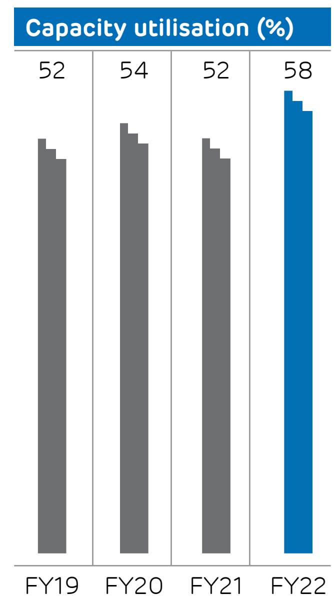
Logistics volumes (MMT & TEUs)

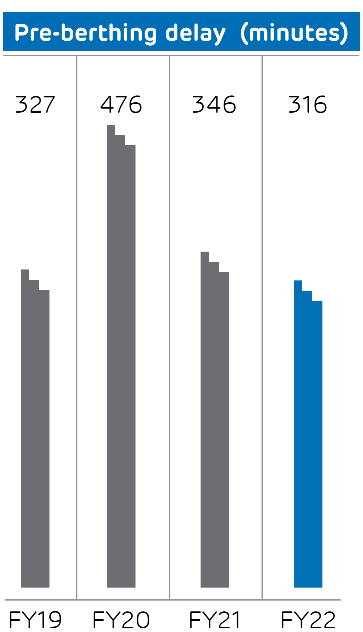


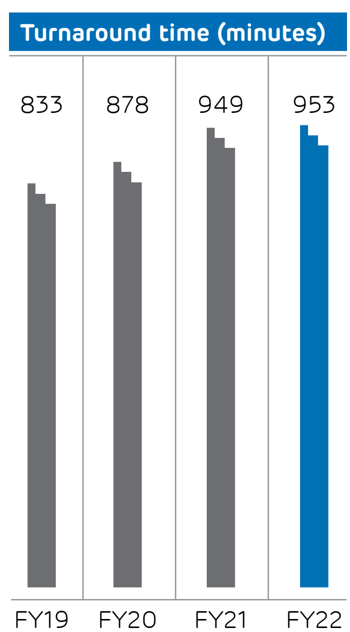


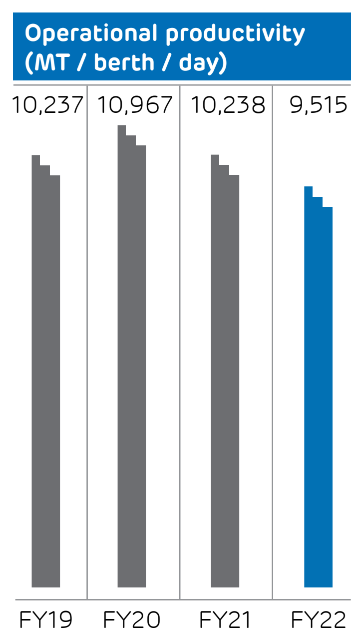


The efficiency of our operations









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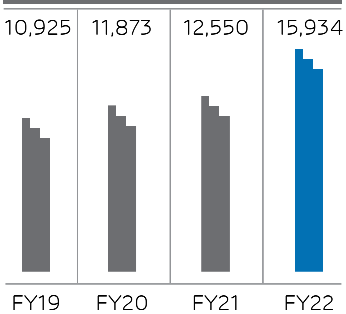
CORPORATE OVERVIEW

How the strength of APSEZ's business model has delivered multi-year outperformance

Revenues (₹ crore)



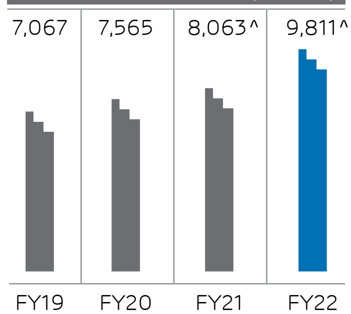
Definition
Growth in sales net of taxes.

Why is this measured?
It is an index that showcases the Company's ability to enhance revenues, an index that can be compared with sectoral peers.

What does it mean?
This indicates the consolidated operating revenues of the Company.

Value impact
Aggregate consolidated operating revenues increased by 27% to ₹15,934 crore in FY2021-22, backed by the cargo growth and additional revenue streams achieved following track consolidation.

EBITDA (₹ crore)



Definition
Earnings before the deduction of fixed expenses (interest, depreciation, extraordinary items and tax) and foreign exchange (gain) / loss

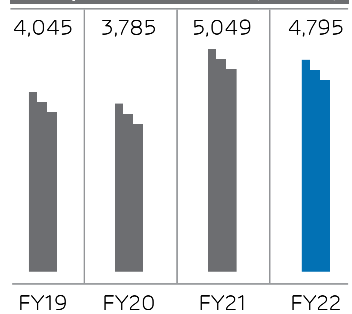
Why is this measured?
It is an index that showcases the Company's ability to generate a surplus following the expensing of operating costs.

What does it mean?
Helps create a robust growth engine to sustain profits

Value impact
The Company generated an attractive surplus despite sectoral challenges.

^Excludes one-time transaction cost of ₹60 crore in FY 2021-22 and donation of ₹80 crore in FY 2020-21

Net profit (₹ crore)



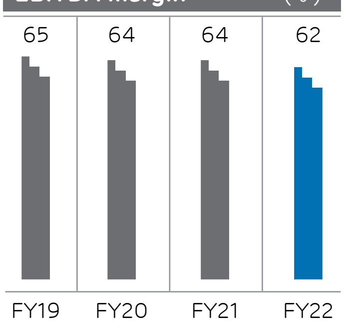
Definition
Profit earned during the year after deducting all expenses and provisions.

Why is this measured?
This measure highlights the strength of the business model in enhancing shareholder value.

What does it mean?
Ensures that adequate surplus is available for reinvestment.

Value impact
The Company reported a 5% decrease in net profit in FY 2021-22, mainly on account of adverse foreign exchange fluctuations.

EBITDA margin (%)



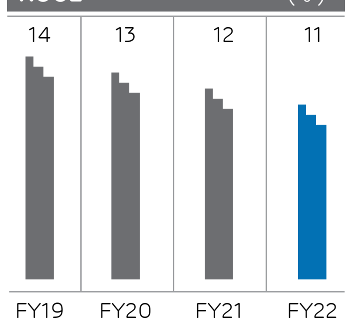
Definition
EBITDA margin is a profitability ratio used to measure a company's pricing strategy and operating efficiency.

Why is this measured?
The EBITDA margin provides a perspective of how much a company earns (before accounting for interest and taxes) on each rupee of sales.

What does it mean?
This demonstrates adequate buffer in the business, expressed as a percentage, which, when multiplied by scale, enhances surpluses.

Value impact
The Company reported an EBITDA margin at 62% during FY 2021-22; however, excluding EBITDA from port development, the margin was sustained at 64%.

ROCE (%)



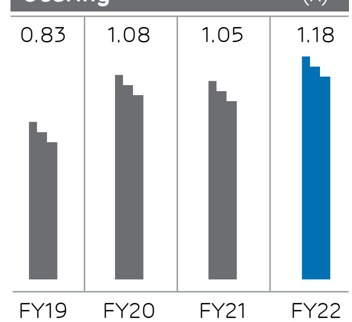
Definition
It is a financial ratio that measures a company's profitability and the efficiency with which its capital is employed in the business

Why is this measured?
ROCE is a useful metric for comparing profitability across companies based on the amount of capital they use – especially in capital-intensive sectors.

What does it mean?
Enhanced ROCE can potentially drive valuations and perception.

Value impact
The Company reported a 53 bps decrease in ROCE due to acquisition of Krishnapatnam Port (25%) and Gangavaram Port (41.9%)

Gearing (x)

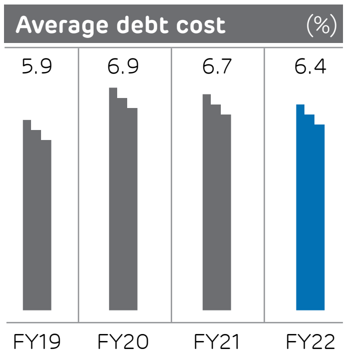


Definition
This is derived through the ratio of debt to net worth (less revaluation reserves)

Why is this measured?
This is one of the defining measures of a company's financial solvency

What does it mean?
This measure enhances a perception of the borrowing headroom within the Company, the lower the gearing the better.

Value impact
The Company's gearing increased by 13 bps on account of the issuance of USD 750 million bonds.

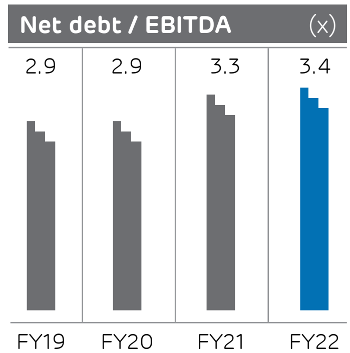


Definition
This is derived through the calculation of the average cost of the consolidated debt on the Company's books

Why is this measured?
This indicates our ability in convincing lenders of the robustness of our business model, translating into a progressively lower debt cost (potentially leading to higher margins).

What does it mean?
Demonstrated ability to borrow at competitive costs; strengthened credit leading to successive declines in debt cost.

Value impact
The average debt cost of the Company declined by 30 bps during the year.

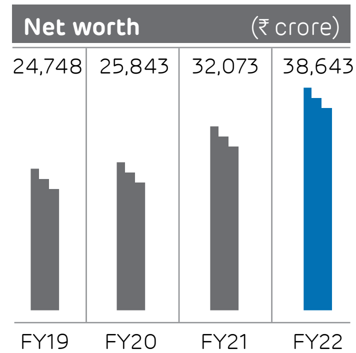


Definition
This is derived through the division of net debt by EBITDA

Why is this measured?
This indicates the Company's comfort in servicing debt – the lower the better.

What does it mean?
The Company's ability to meet its debt repayment obligations, an aspect of its solvency and one of the most important criteria used in the determination of the credit rating.

Value impact
The leverage increased marginally in FY 2020-21 and FY 2021-22 on account of cash outflows for the acquisition of equity stakes in Krishnapatnam Port and Gangavaram Port, but remained within the target range.



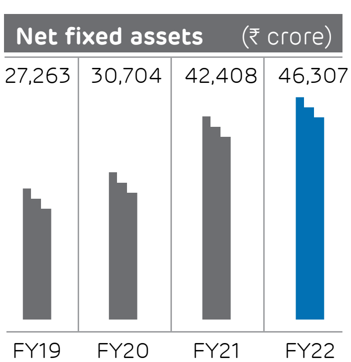
Definition
This is derived through the accretion of shareholder-owned funds.

Why is this measured?
Net worth indicates the financial soundness of the Company – the higher the better.

What does it mean?
This indicates the borrowing capacity of the Company and influences the gearing (which in turn influences the cost at which the Company can mobilise debt).

Value impact
The Company's net worth strengthened 20% during the year

Net ₹6570 crore of increase mainly on account of PAT of ₹4,795 crore, issuance of new equity shares amounting to ₹4,768 crore pursuant to composite scheme of arrangement, allotment of ₹800 crore worth of equity shares on preferential basis to windy Lakeside Investment Limited, partially offset by distribution of dividend worth ₹1,021 crore and acquisition of non-controlling stake of 25% in AKPL.



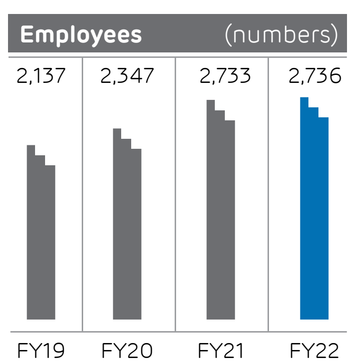
Definition
This is derived through the accretion of physical assets or infrastructure.

Why is this measured?
Net fixed assets indicate the Company's preparedness in building infrastructure for servicing the needs of the future.

What does it mean?
This indicates the infrastructure room available within the Company, which serves as a platform for prospective growth

Value impact
The Company's net fixed assets strengthened 9% during the year under review.

Mainly on account of business combination and new addition through capex activity

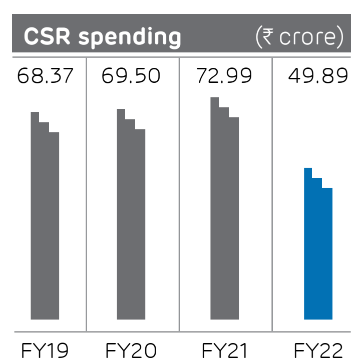


Definition
This represents the people capital available within the Company.

Why is this measured?
This indicates whether the Company is increasing its people capital with the objective to address the needs of the future.

What does it mean?
A relatively lower growth in people and a higher relative revenue growth indicate enhanced organisational productivity, the basis of value-creation.

Value impact
The Company performed better than the sectoral average



Definition
This is derived through corporate social responsibility spending.

Why is this measured?
This indicates the widening influence of the Company across its external stakeholders.

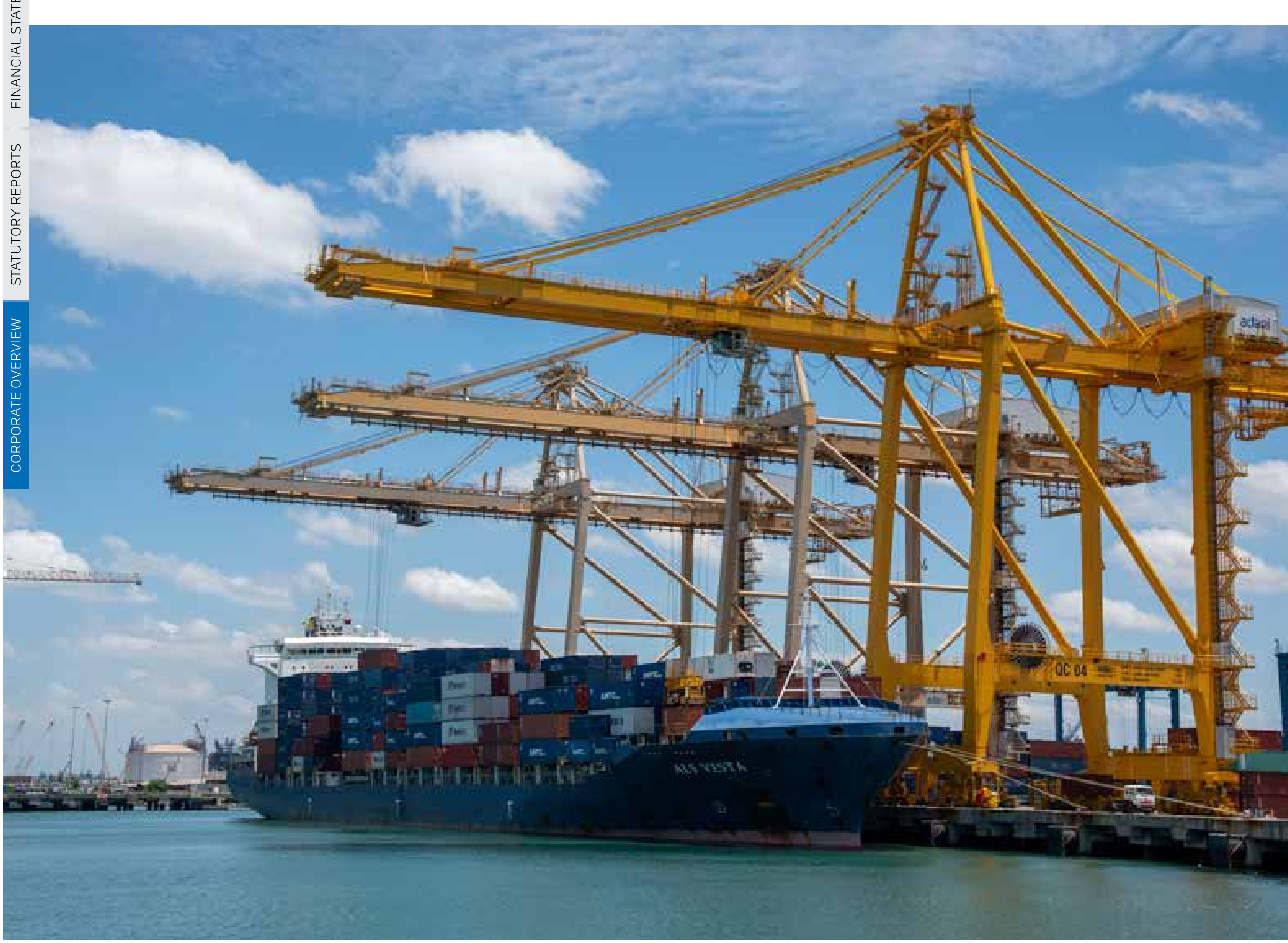
What does it mean?
This indicates a reinforcement of the community fabric around the Company's areas of presence

Value impact
The Company's CSR spending stood at ₹49.89 crores during the year under review.

Report Profile

Approach to Integrated Reporting

This is our third Integrated Annual Report, a validation of our commitment towards transparent and holistic stakeholder communication. The report provides stakeholders a comprehensive assessment of our financial and non- financial metrics.



Basis of presentation

Our integrated report is based on the principles contained in the International Integrated Reporting Framework (the International <IR> Framework) published by the International Integrated Reporting Council (IIRC). In this report, the statutory sections - the Directors' Report, including Management Discussion and Analysis (MDA), and the Corporate Governance Report-are as per the Companies Act, 2013 (including the Rules framed thereunder), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the revised Secretarial Standards issued by the Institute of Company Secretaries of India. The financial statements are in accordance with the Indian Accounting Standards (Ind AS).

This report covers the guidelines and commitments related to the GRI Standards, United Nations Global Compact (UNGC) principles, National Guidelines Responsible Business Conduct (NGRBC), Sustainable Development Goals (SDGs) and India Business & Biodiversity Initiative (IBBI). It demonstrates our strategic alignment with a global commitment to combat climate change and align it with TCFD recommendations. It covers the financial year from 1st April, 2021, to 31st March, 2022.

Reporting Boundary

This report covers the financial and non-financial aspects of Adani Ports and Special Economic Zone Limited (APSEZ), subsidiaries and joint ventures (including SEZ and the Logistics business vertical). The financial reporting covers all geographies of APSEZ's operations and 92 entities while the ESG parameters being reported for India operations covers 30 entities with >95% revenue contribution.

Audit and Assurance

We safeguard information quality contained in this Report through a robust verification process, leveraging our expertise and that of third parties who have no financial interest in our operations other than for the assessment of this report. The statutory section has been audited by M/s. Deloitte Haskins & Sells LLP, Chartered Accountants and the secretarial audit has been done by CS Ashwin Shah, Practising Company Secretary. The ESG information has been externally assured by Ernst & Young Associates LLP as per the International Standard on Assurance Engagements (ISAE) 3000 and Type 2 'Moderate level' as per AA 1000 AS.

This document includes statements and commitments presenting the Company's future expectations, which may involve risks and uncertainties such as global markets, operational incidents, mega trends etc. We cannot guarantee that such statements will become a reality. The intensity for non-financial parameters has been calculated against the consolidated revenue (operational and other income) of 92 entities.

Board and Management Assurance

The Board of Directors and Management Team acknowledge their responsibility to ensure the integrity of this Integrated Report. They believe the report addresses all material issues and presents the integrated performance in a fair and accurate manner.

Occasional differences in data and percentages in the graphs and tables are due to the rounding-off effect of values.

ADANI GROUP PROFILE

The multi-business Adani Group is one of the most dynamic industrial conglomerates in India.

Values

Courage
We shall embrace new ideas and business

Trust
We shall believe in our employees and other stakeholders

Commitment
We shall stand by our promises and adhere to high standards of business

Engaged in nation building

Enhancing stakeholder value

Enriching communities of its presence

Vision

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

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 initiatives and ownership

The promoter

The Adani Group has been promoted by the visionary industrialist Mr. Gautam Adani. The Group was founded by Mr. Gautam Adani in 1988 as a commodity trading business, the flagship company being Adani Enterprises Limited (previously Adani Exports Limited).

The Adani Group

Headquartered in Ahmedabad, India, Adani Group comprises the largest and fastest-growing portfolio of diversified businesses in India with interests in Logistics (seaports, airports, logistics, shipping and rail), Resources, Power Generation, Transmission & Distribution, Renewable Energy, Gas & Infrastructure, Agro (commodities, edible oil, food products, cold storage and grain silos), Real Estate, Public Transport Infrastructure, Defence & Aerospace, Mining Services, Copper, Petrochemicals, Data Centre and other sectors.

The scale

Most of the Group's businesses are among the largest in India, generating attractive economies of scale. Adani Green Energy Limited is among the largest renewable energy businesses in India. Adani Total Gas Limited is the largest city gas distribution business in India. Adani Ports & Special Economic Zone Limited is the largest private sector port operator in India. Adani Wilmar is the largest edible oils brand in India. Adani Transmission Limited is the largest private sector transmission and distribution company in India. Adani Power Limited is the largest private sector thermal power producer in India.

The visibility

The Adani Group comprises seven publicly traded companies with market capitalisation of USD 206 billion as of 29th April 2022.

The positioning

The Adani Group has positioned itself as a leader in the transport logistics and energy utility portfolio businesses in India. The Group has focused on sizable infrastructure development in India with operations and maintenance (O&M) practices benchmarked to global standards.

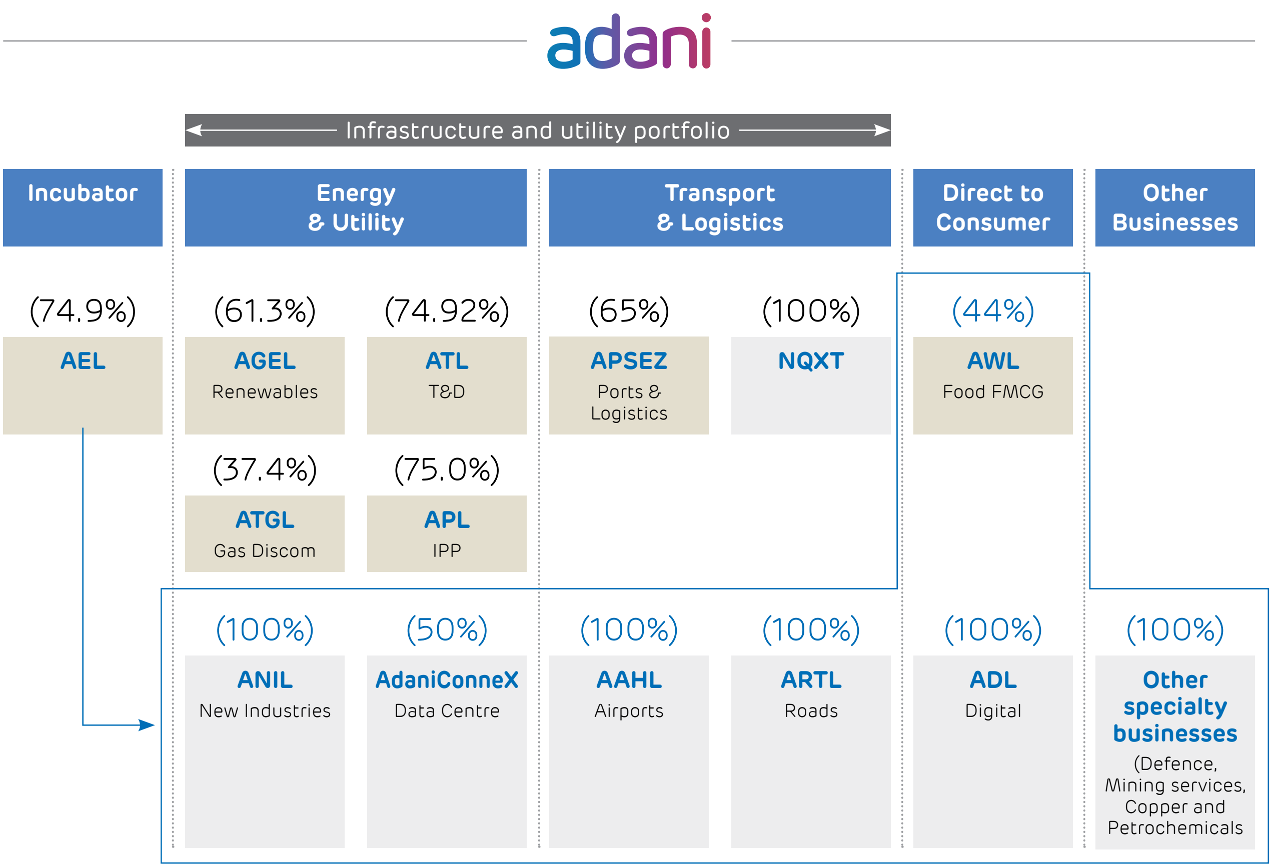
The core philosophy

The Adani Group's core philosophy is 'Nation Building', driven by 'Growth with Goodness', its beacon for sustainable growth. The Adani Group is committed to widen its ESG footprint with an emphasis on climate protection and increasing community outreach through CSR programmes woven around sustainability, diversity and shared values.

The credibility

The Adani Group comprises four IG-rated businesses and is the only Infrastructure Investment Grade bond issuer from India.

Adani: A world class infrastructure & utility portfolio



(%): Promoter equity stake in Adani Portfolio companies

Represents public traded listed verticals

(%): AEL equity stake in its subsidiaries

~USD 206 billion combined market capitalisation

A multi-decade story of high growth and de-risked cash flow generation

Marked shift from B2B to B2C businesses

ATGL: Gas distribution network to serve key geographies across India

AEML: Electricity distribution network that powers the financial capital of India

Adani Airports: Operates, manages and develops eight airports in the country

Locked in Growth

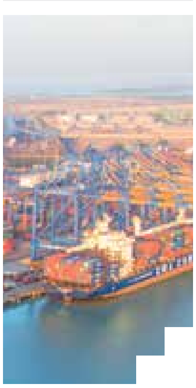
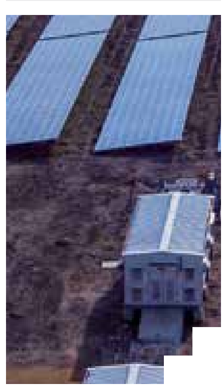
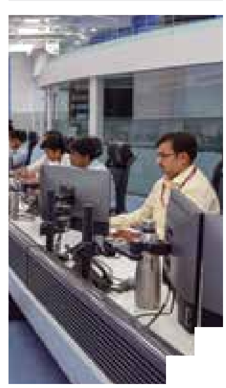
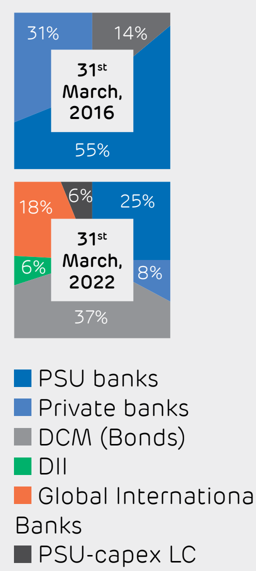
Transport & logistics: Airports and Roads

Energy & Utility: Water and Data Centre

APSEZ: Adani Ports and Special Economic Zone Limited	**NQXT**: North Queensland Export Terminal	**ATMSPL**: Adani Tracks Management Services Pvt. Ltd. (Formerly, Sarguja Rail Corridor Pvt. Ltd.)	**AAHL**: Adani Airports Holdings Ltd.	**ATL / APL / AGEL / ATGL**: Adani Transmission / Power / Green Energy / Total Gas Ltd.
AEML: Adani Electricity Mumbai Ltd.	**ARTL**: Adani Road Transport Ltd.	**Adani Water Ltd.**	**T&D**: Transmission and Distribution	**IPP**: Independent Power Producer

Opportunity identification, development and beneficiation are intrinsic to Adani Group's diversification and growth

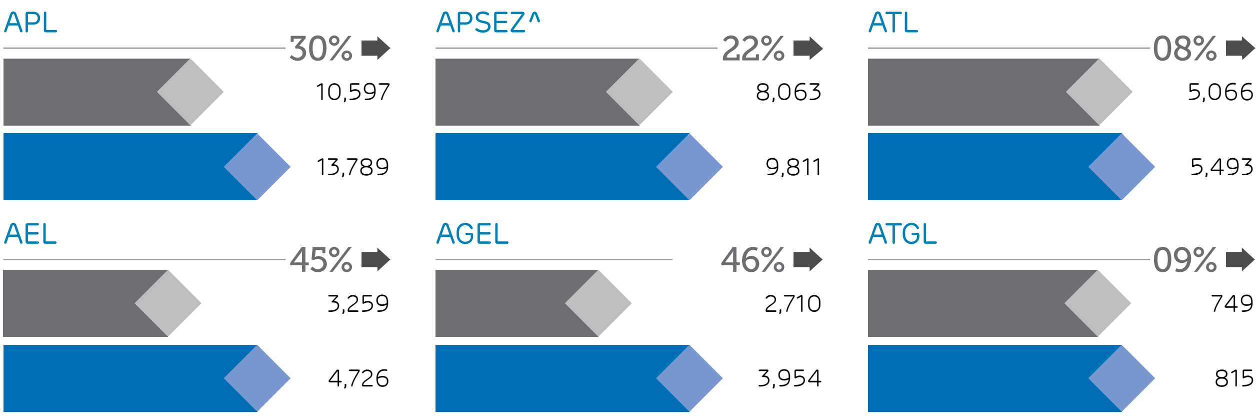
Adani Group: Repeatable & proven transformation investment model

Phase	Development		Operations	Post operations
Activity				
Origination	Site development	Construction	Operation	Capital management
• Analysis & market intelligence • Viability analysis • Strategic value	• Site acquisition • Concessions and regulatory agreements • Investment case development	• Engineering & design • Sourcing & quality levels • Equity & debt funding at project	• Life cycle O&M planning • Technology enabled O&M	• Redesigning the capital structure of assets • Operational phase funding consistent with asset life
Performance				
• India's largest commercial port (at Mundra)	• Completed one of India's longest intra-state transmission lines of 897 ckm (Ghatampur Transmission Ltd.)	• 648 MW ultra mega solar power plant (Kamuthi, Tamil Nadu)	• Energy Network Operation Center (ENOC)	• First ever GMTN of USD 2 billion by an energy utility player in India an SLB (Sustainability-Linked Bond) in line with COP26 goals at AEML • AGEL's tied up 'Diversified Growth Capital' with revolving facility of USD 1.35 billion fully fund its entire project pipeline • Issuance of 20 and 10-year dual tranche bond of USD 750 million making APSEZ the only infrastructure company to do so • Green bond issuance of USD 750 million established AGEL as India's leading credit in the renewable sector
• Highest margin among peers	• Highest line availability	• Constructed and commissioned in nine months	• Centralised continuous monitoring of solar and wind plants across India on a single cloud based platform	**Debt structure moving from PSU banks to Bonds**
				

How Adani Group companies performed in FY 2021-22

EBIDTA growth

₹ crore



Strong growth in the consolidated EBITDA of the listed companies of the Group by 26% in FY 2021-22 demonstrates the utility nature of the businesses

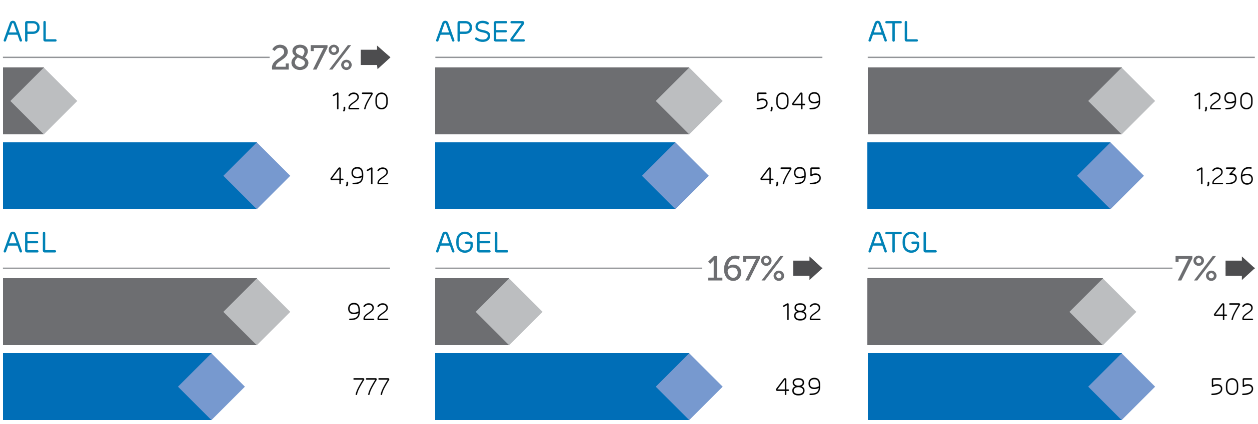
- APL EBITDA improved due to improved tariff realisation and higher prior period income recognition
- AGEL's continued growth in EBITDA was supported by an increase in revenues and cost efficiencies brought in through analytics driven O&M
- ATL EBIDTA grew on account of higher revenues in transmission and distribution segments.
- APSEZ EBITDA growth was on account of an increase in cargo volume, operational efficiency and cost restructuring
- ATGL EBITDA grew due to increase in sales volume and coupled with an improvement in the operating margin and cost optimisation
- AEL EBITDA grew due to better margins in the IRM business and consolidation of the Mumbai Airport business

^*APSEZ: EBITDA excludes* one-time transaction cost of ₹60 crore in FY 2021-22 and donation of ₹80 crore in FY 2020-21. *EBITDA excludes forex gain/loss, other income*

FY 2020-21 FY 2021-22

PAT performance

₹ crore



- All portfolio companies registered profit after tax (PAT)

FY 2020-21 FY 2021-22

The Adani Group's platform of foresight excellence, outperformance and leadership

The Adani Group businesses

Transport	Logistics	Energy	Direct-to-consumer	Metals & materials

The Adani Group growth platform

Betting on India	Strategic big picture	Making outsized investments in futuristic infrastructure	Investing at a competitive capital cost in a relatively low commissioning time	Creating long-term revenue visibility	Reinforcing attractive margins

The platform

India

At the Adani Group, we believe in and bet on India. We have observed that following the announcement of liberalisation in 1991, India has not just grown faster; it has compressed the GDP growth of the earlier decades into considerably fewer years for equivalent growth. India is now expected to transition from a sub-USD 3 trillion economy to a USD 5 trillion economy in the next few years.

At Adani Group, we proactively invested in businesses that will ride the middle-income consumption engine seeking improved life quality. We have invested not on the basis of what is, but on what can be. By making disproportionate investments, we intend to shift the needle not just for the Company but for the country as a whole - with the objective of extending access, reducing costs, widening the market and, in doing so, helping strengthen India.

Competitive advantage

At the Adani Group, we believe that the ability to make a significant national contribution can only be derived from a broadbased competitive advantage that is not dependent on any one factor but is the result of an overarching culture of excellence – the coming together of adjacent business presence, rich sectorial experience, timely project implementation, ability to commission projects faster than the sectorial curve, competence to do so at a cost lower than the industry average, foresight to not merely service the market but to grow it, establish a decisive sustainable leadership and evolve the Company's position into a generic name within the sector of its presence.

Relatively non-mature spaces

At the Adani Group, we have selected to enter businesses that may be considered 'maturely non-mature'. Some of the businesses can be classified as mature, based on the enduring industry presence and the conventional interpretation of their market potential; these very businesses can be considered non-mature by the virtue of their vast addressable market potential and the superior Adani Group value proposition. The result is that the Adani Group addresses sectorial spaces not on the basis of existing market demand but on the basis of prospective market growth following the superior Adani sectorial value proposition.

Outsized

The Adani Group has established a respect for taking outsized bets in select sectors and businesses without compromising Balance Sheet safety. The Group establishes a large capacity aspiration that sends out a strong message of its long-term direction. Its outsized initial capacity establishes economies of scale within a relatively short time horizon that deters prospective competition and generates a substantial cost leadership (fixed and variable) across market cycles.

Technology

The Adani Group invests in the best technology standards of the day that could generate precious additional basis points in profitability and help more than recover the additional cost (if at all) paid within a short tenure. This superior technology standard evolves into the Company's sustainable competitive advantage, respect, talent traction and profitability.

Execution excellence

The Adani Group has built a distinctive specialisation in project execution, one of the most challenging segments in India. The Group has established benchmark credentials in executing projects faster than the sectorial average by drawing from the multi-decade Adani pool of managerial excellence across a range of competencies. This capability has resulted in quicker revenue inflow, increased surplus and competitive project cost per unit of delivered output.

Scalable financial structure

The Adani Group has created a robust financial foundation of owned and borrowed funds (the lowest cost by far for infrastructure building companies in India). This enhanced credibility makes it possible for the Adani Group to mobilise resources from some of the largest global lenders at among the lowest costs. This approach helps transform these marquee institutions from mere lenders to stable resource (fund or growth) providers for the long-term.

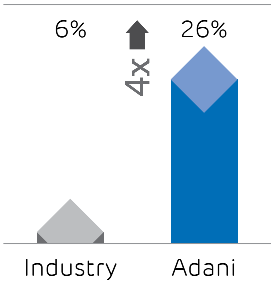
Ownership

The Adani Group comprises a high promoter ownership, validating a commitment and ownership in projects.

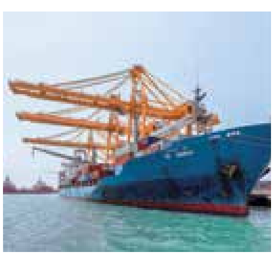
Adani Group's outperformance

Port cargo throughput growth

(MMT)



	Industry	Adani
2021	1,246 MMT	247 MMT
2022	1,319 MMT	312 MMT



APSEZ

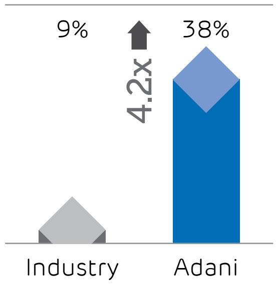
Highest margin among peers global

EBITDA margin: 70%[1,2]

Next best peer margin: 55%

Renewable capacity growth

(GW)



	Industry	Adani
2021	140 GW[9]	14.8 GW[6]
2022	153 GW[9]	20.4 GW[6]

AGEL

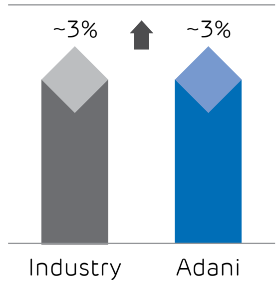
World's largest solar energy developer

EBITDA margin: 91.8%[1,4]

Among the industry's best

Transmission network growth

(ckm)



	Industry	Adani
2021	4,41,821	18,336
2022	4,56,716	18,795

ATL

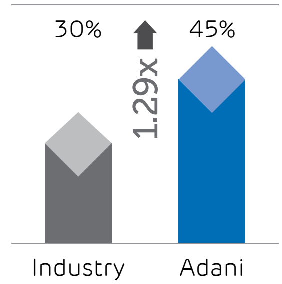
One of the highest network availability among peers

EBITDA margin: 92%[1,3,5]

Next best peer margin: 88%

City gas distribution[7] growth

(GAs[8] covered)



	Industry	Adani
2021	228 GAs	38 GAs
2022	293 GAs	52 GAs

ATGL

India's largest private CGD business

EBITDA margin: 25%[1]

Among the best in industry

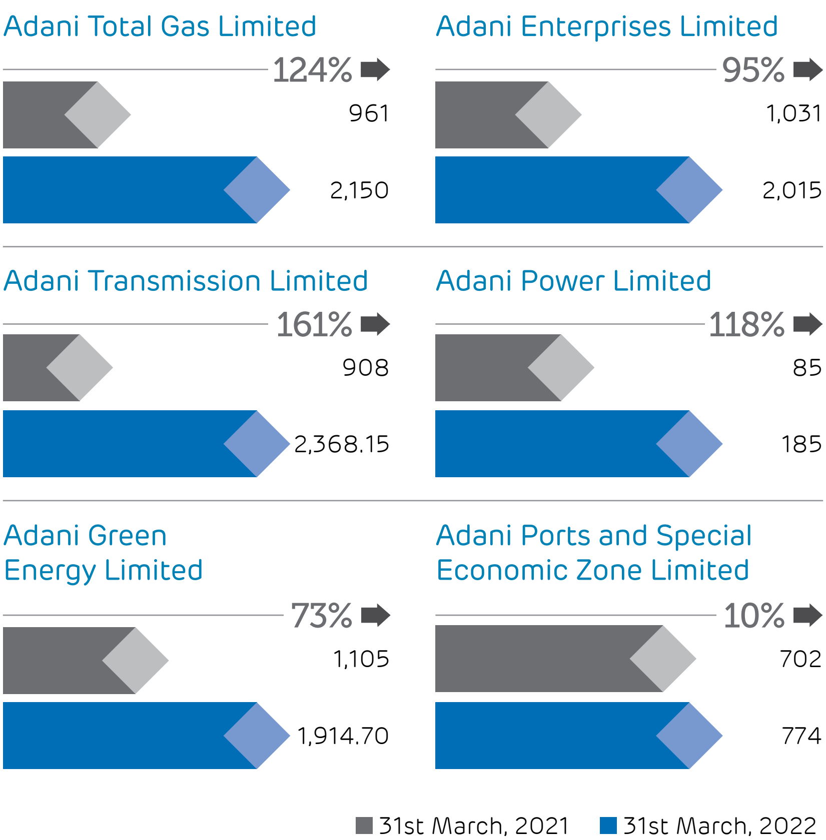
Transformative model driving scale, growth and free cash flows

Note: 1. Data for 2021-22; **2.** Margin for ports business only, Excludes forex gains/losses; **3.** EBITDA = PBT + Depreciation + Net Finance Costs – Other Income; **4.** EBITDA Margin represents EBITDA earned from power supply **5.** Operating EBITDA margin of transmission business only, does not include distribution business. **6.** Contracted & awarded capacity **7.** CGD – City Gas distribution **8.** GAs - Geographical Areas - Including JV | Industry data is from market intelligence **9.** This includes 17GW of renewable capacity where PPA has been signed and the capacity is under various stages of implementation and 29GW of capacity where PPA is yet to be signed'

How Adani Group companies performed in a challenging FY 2021-22

(share price in ₹)

Movement in the Adani listed portfolio on the stock exchanges in 2021-22



All Adani portfolio stocks generated a healthy growth.

The Adani Group: Establishing benchmarks

Largest

India's largest commercial port (Mundra)

India's largest private sector ports company

India's largest single location private thermal IPP (Mundra)

One of the world's largest ultra mega solar power plant of 648 MW at Kamuthi (Tamil Nadu)

Largest

Ports company enjoying the highest margin among peers

One of the highest transmission line availability in India

Aiport infrastructure company in India

Quickest

The 648 MW solar power Kamuthi plant commissioned in only nine months

Longest

Completed one of the India's longest intra-state transmission lines of 897 ckm (Ghatampur Transmission Ltd.)

CHAIRMAN'S MESSAGE

Optimism comes from Resilience. Resilience comes from Belief. Belief is Optimism

To say the world is in uncharted waters would be an understatement.

The adverse impact of a mix of the pandemic, armed conflict and climate change has exposed the fragility of the global system that we had largely considered as having competently learned how to manage itself. It has now dawned on governments across the world that the implications of this multidimensional crisis are hard to predict, may complicate further and that signs of its damaging effects — uncontrolled inflation, disrupted food supplies, increased human displacement, exposed healthcare machinery, stalled education levels and faltering job creation ecosystems — are evident and testing the resilience of every nation.

Resilience is defined as the characteristic that makes it possible to rebound into shape; it is the ability to withstand crises; it is the ability to face uncertainties with curiosity and optimism. This capacity to rebound is becoming harder to model or predict as the crises drivers are becoming harder to anticipate and increasingly intermingled. While there is always room for debate, there can be no denying that, looking back, India has emerged far better in its handling of the Covid-19 crisis from the humanitarian and economic perspectives than most developed economies. India has been able to take a mature approach to the ongoing conflict and has been one of the most aggressive nations in terms of establishing a renewable energy target for itself; while doing all of this, India has also emerged as the fastest growing major economy.

The overarching takeaway is that despite global instability, India has fared better than almost any other major nation. While there were situations over the past 24 months when it appeared that events were getting out of control, we must give credit where credit is due — India was able to bounce back each time, a testimony to our nation's resilience. In my view, utopian as some may call it, India's resilience comes from its historic culture that has been shaped across thousands of years — a model of co-existence that actually works and the philosophy of 'vasudhaiva kutumbakam', which means that the world is one family.

In my view, utopian as some may call it, India's resilience comes from its historic culture that has been shaped across thousands of years - a model of co-existence that actually works and the philosophy of 'vasudhaiva kutumbakam', which means that the world is one family.

45%

EBITDA growth of AEL's incubator business

A culture of resilience

It is India's inherent resilience that provides our nation its underlying optimism. My belief in our nation has never been higher. To use a cricketing analogy, we are now playing on one of the strongest home grounds and on one of the firmest pitches that has ever existed. This pitch is expected to remain firm for several decades. Optimism comes from resilience. Resilience comes from belief. And belief is optimism.

In our case, it is this resilience, optimism and belief that drives us. The primary reason for the success of the Adani Group comes from our alignment with the India growth story. Never have we shied from investing in India, never have we slowed our investments, and never have we feared to enter adjacent sectors – our resilience comes from this unshakeable belief and confidence in the aspirations of our fellow Indians and the future of India.

During the journey of more than 25 years, there were uncharted waters we entered and multidimensional crises that we faced. While we may have stumbled a few times, we were always able to get back on our feet. Our ability to rise after every stumble meant we grew bigger and stronger by drawing on our experience. It is these experiences that have enriched us with resilience and laid the foundation of our optimism.

At a fundamental level, our strategy is linked to the strategy of the nation. Over the past decades, we have always believed in the policies announced by the Government, have continued to invest through all economic cycles, watched for emerging sectors critical for the country's growth and entered new sectors with a confidence in our learning and operating abilities. We have grown adjacency by adjacency without getting hung up on textbook business models. We have built infrastructure anticipating a far larger and greater India; this confidence has paid dividends.

The sum of these investments of the past empowered us to address the present crisis and set us up stronger to handle any new crisis in the future. It is this future that unfolded over the period 2021-22. This was a year when we announced ourselves to the world. In 2021-22, our confidence in our ability was validated. Our belief in our past defines our ability to believe in our future, translating into the big bets that we make.

Preparing to go 'green'

The best recent evidence for our confidence and belief in the future has been the USD 70 billion investment we announced in facilitating India's 'green' transition. We are already one of the world's largest developers of solar power. Our strength in renewables will empower us enormously in our effort to make 'green' hydrogen, the fuel of the future; it will equip us to produce

Our combined Group market capitalisation exceeded USD 200 billion. We raised billions of dollars from the international markets - a validation of confidence in the India and Adani growth stories.

the least expensive 'green' electron and the least expensive hydrogen. We are leading the race to transform India from a country that is over-reliant on imported oil and gas to a country that can become a net exporter of clean energy. This would be a 'never-done-before' transformation in fortunes in a stunningly short period of time across the largest scale. This transformation will help reshape India's energy footprint in an extraordinary way.

While we are now a major global renewable energy player, we made remarkable progress in several other industries. In one stroke, we have become the largest airport operator in India. Around the airports where we operate, we are engaged in the adjacent business of building aerotropolises and creating localised community-based economic centres. We have made entries in sectors ranging from data centres, super apps and industrial clouds to defence and aerospace, metals and materials – all aligned with the Government's vision of an Atmanirbhar Bharat.

We continue to grow as builders of India's infrastructure, winning some of the largest road contracts in the nation and growing our already substantial market share in businesses like ports, logistics, transmission and distribution, city gas and piped natural gas. The successful IPO of Adani Wilmar made us the largest FMCG company in the country and we are now the second largest cement manufacturer in India. This year, our combined Group market capitalisation exceeded USD 200 billion. We raised billions of dollars from the international markets – a validation of confidence in the India and Adani growth stories. This growth and success have been recognised around the world. Foreign governments now come to us with proposals to work in their geographies and help build their infrastructure. The result is that in 2022 we laid the foundation to seek a broader expansion beyond India's boundaries.

I have no reason to believe that over the next two decades we will not suitably address this challenge. It is a virtuous cycle that is driven by the growth in the middleclass population and India today enjoys the world's firmest pitch on which to bat.

Robust results, record numbers

The growth in our market capitalisation has been supported by a robust and sustained growth in our cash flows. Our focus on operational excellence and accretive capacity addition delivered, across our portfolio, an EBITDA growth of 26%. Portfolio EBITDA stood at ₹42,623 crore. This growth was diversified and reflected across our businesses, the results speaking for themselves.

Group highlights

- Our Utilities portfolio grew 26%
- Our Transport and Logistics portfolio grew 19%
- Our FMCG portfolio grew 34%; and
- Our Incubator business, represented by AEL, grew 45%

The high growth of our incubator AEL provides the group with a robust foundation for the continued development of new businesses for yet another big decade. AEL's unique business model has no parallel and we intend to leverage this further.

Segment highlights

AGEL

- Adani Green Energy Limited added 1,940 MW operational capacity in FY 2021-22 (greenfield commissioning 200 MW and inorganic addition 1,740 MW)
- Adani Green Energy Limited's solar capacity utilisation factor (CUF) improved 130 bps YoY to 23.8% and wind CUF improved 400 bps YoY to 30.8% in FY 2021-22

APSEZ

- Adani Ports and Special Economic Zone Limited cargo volume grew 26% to 312 MMT in FY 2021-22; the journey from 200 MMT to 300 MMT in cargo volume was achieved in the record time of just three years.
- Adani Ports and Special Economic Zone Limited also handled record container volume of 8.2 million TEUs, a growth of 14%

ATL

- Adani Transmission Limited added 1,104 ckm to its network, reaching 18,795 ckm, and sold a record 7,972 million units during the year.

ATGL

- Adani Total Gas Limited added 117 CNG stations, 556 commercial, 154 industrial and 85,840 domestic customers, a combined volume of 697 MMSCM (CNG+PNG)

Strategic highlights

- Adani Green Energy Limited completed the acquisition of Softbank's 5 GW renewable energy portfolio
- Adani Enterprises Limited commenced operations of its Bravus mine in Australia.
- Adani Enterprises Limited took over operations of the Guwahati, Jaipur and Thiruvananthapuram airports and completed the acquisitions

of MIAL and NMIAL.

While we can look back and feel content, we are only now gathering momentum. What we have built over two decades is India's largest integrated infrastructure business based on a rapid extension into adjacent businesses. The result is that this is now being transformed into an integrated 'platform of platforms' that combines energy with logistics. This is moving us closer to an unprecedented access to the Indian consumer. I know of no company that has such a business model with potential access to an unlimited B2B and B2C market for the next several decades.

A landmark year

It is here that I also want to take a moment to reflect on 2022 as a year with special personal meanings. It represents the 100th birth anniversary of my inspiring and role model father Shri Shantilal Adani, and my 60th birthday. To mark this milestone, the Adani family came together and decided to contribute ₹60,000 crore towards charitable activities related to healthcare, education and skill development, especially for rural India. These three areas should be seen holistically, rather than separately, because they collectively form the drivers for an equitable and future-ready India. We have an opportunity in India to decisively lift tens of millions of people permanently out of poverty. We owe it to ourselves and our country to do everything we can to catalyse that process. Our experience in large project planning and execution and the learnings from the ongoing work done by the Adani Foundation will help us uniquely accelerate and implement these programmes across societies that need them the most.

The road ahead

Getting back to the theme of optimism as a driving force for a society, Martin Seligman, often referred to as the 'father of positive psychology', wrote in the Harvard Business Review that he came to his insights into the power of optimism 'the long, hard way, through many years of research on failure and helplessness.' Essentially, he discovered over several years of studies, that resilient people develop the courage of interpreting setbacks as temporary, local and changeable. A quote attributed to Winston Churchill echoes Seligman's findings on resilience. "Success is not final," Churchill is supposed to have said, "failure is not fatal: it is the courage to continue that counts."

The reason I have always been inspired by writing and thinking around resilience is because as an entrepreneur, my philosophy has always been to keep trying. I am an incurable optimist. My optimism is founded on my belief in our ability to create a better future. This is why I always argue that India has become one of the greatest countries in which to be an entrepreneur. The prospects and potential for the future are dazzlingly bright. In India, I see a real relish to finally reclaim our former economic stature and our position as a pivotal force in global affairs. There will be bumps along the road, as has been the case in the past, and is expected to be the case in the future. However, there cannot be any doubt that the largest middle-class that will ever exist, augmented by an increase in the working age and consuming population share, will have a positive impact on India's growth rates, much in line with the demographic dividend that India enjoys.

I have no reason to believe that over the next two decades we will not suitably address this challenge. It is a virtuous cycle that is driven by the growth in the middle-class population and India today enjoys the world's firmest pitch on which to bat.

26%

Portfolio EBITDA growth, FY 2021-22

₹42,623

crore, portfolio EBITDA, FY 2021-22

Gautam Adani

Chairman

CEO's message

At APSEZ, we made proactive investments to grow our transport utility personality.

Overview

To faithfully communicate our performance for the year under review, it would be necessary to go back to the point when we entered the business.

APSEZ entered the business of port operation services not from the perspective of a transaction that would make it possible to transfer cargo from port to ship and vice versa; it went into business with the singular objective of turning vessels around faster, delighting fleet owners and enhancing their preference to work through our fledgling Mundra port in the face of varied choice.

This singular obsession to delight became the DNA of our company. The focus extended from delighting external customers to a commitment to delight internal customers and thereafter to every stakeholder across the value chain. The result is that soon our Mundra port was recognised for its capacity to service fastest, moderate costs and provide a logistical solution.

More than two and a half decades later, this DNA of delight has become the driving force of our company, growing it from one port to an ownership across 12 ports in the Indian sub-continent. The result is also that a company with just one port is now a multi-port operation, easily the largest in India, among the five fastest growing port companies in the world and possibly the most profitable port company anywhere.

Culture of excellence

This perspective was necessary to explain why APSEZ reported a 26% growth in cargo managed and 27% increase in revenues during the last financial year; the Company reported 40% increase in cargo managed coupled with 34% increase in revenues through the last two years, easily among the most challenged phases in the modern economic history of our country and world.

If APSEZ outperformed the growth of the Indian economy in general and the ports sector in particular, it was the result of more than just a resilient fabric; it was due to an overarching culture of excellence. This culture has a simple thread to it: 'Whatever you do, do it better than anyone else and then do it better than how you did it earlier.' The result is that the APSEZ growth story is about thousands of kaizens, benchmarks and practices; in this culture of excellence, sustainable growth is a consistent byproduct.

The performance of the sector during the year under review was affected by the performance of the global economy. Even as the global economic growth recovered from (3.1%) in the previous year to 6.1% during 2021, the underlying current was one of guarded optimism extending to apprehension. This uncertainty was on account of a number of realities that transpired during the year under review: decline in the availability of shipping containers, an unprecedented increase in freight costs, decline in the availability of semiconductor chips and the outbreak of the Russia-Ukraine war that dampened global trade.

The ferment of these global realities had a contrasting fallout on India. On the one hand, the increase in costs and the geopolitical reasons affected the country's economic growth - from an initial estimate of in excess of 10% to finishing the year under review with less than 9%. However, not all the impact on Indian economy was negative. Even as short-term considerations were affected, the long-term relevance of global developments on the Indian economy emerged as distinctively positive. This was on account of a disruption in the global supply chains especially when back-ended by supplies from China. By the close of the year under review, a distinctive need to moderate supply chain dependence on China had emerged, best captured in the 'China+1' direction. India, with demographics and size closest to China, is expected to emerge as the principal beneficiary of this supply chain broadbasing. This could translate into a larger demand for manufactured volumes in India for the world, evolving India's positioning from 'Atmanirbhar Bharat' to 'Bharat par nirbhar'.

The principal message that one needs to send out is that the inflection point of this decisive shift appears to have begun. This is a shift of long-term implications that could catalyze manufacturing, port volumes and India's exports. As a forward-looking company, we do not merely see the need for port-managed volumes; we see an even larger role to make India's exports competitive through the timely service of providing logistical and transportation services. These services will be more than one from port to factory or customer's premises and vice versa; these services will be directed to plugging gaps of a large multi-modal transportation and logistical service that seeks to enhance national logistical competitiveness. Here too, we do not wish to be just another player; we intend to emerge as the largest transport utility in India.

Our transport utility personality

At APSEZ, we made proactive investments in line with our commitment to grow our transport utility personality. We invested in a complement of around 100 trains, eight operational multi-modal logistic parks and total grain silo capacity of around 1.2 MMT by FY23. With 5 mn sq ft of warehousing capacity under construction/ operation, we are on track to achieve our guided capacity of 60 mn sq ft.

Going ahead, we intend to build railway tracks of 2000 kilometers, a 200% growth, and build 15 MMLPs or three times the current count. The Company completed the Sarguja Rail acquisition. APSEZ now holds a rail portfolio of 690 km, including 70 kms of rail lines acquired during the last year. This acquisition of Sarguja Rail from another Adani Group company through a composite scheme of arrangement was first approved by 92% minority shareholders and then by NCLT. The result is that SRCPL is consolidated in APSEZ books with retrospective effect (1st April, 2021) and all rail assets are consolidated under the single entity of 'Adani Track Management Services'.

What does APSEZ possess that could make it a first mover in this rapidly transforming landscape?

One, we possess the experience of having grown through economic cycles. Two, we possess a multi-terrain familiarity. Three, we possess a multi-modal experience or ownership. Four, we possess multi-year customer relationships. Five, we possess a robust Balance

We intend to build railway tracks of 2000 kilometers, a 200% growth, and build 15 MMLPs or three times the current count. The Company completed the Sarguja Rail acquisition. APSEZ now holds a rail portfolio of 690 km, including 70 kms of rail lines acquired during the last year.

27%

increase in revenues during the last financial year

312

MMT, Cargo volume, FY 2021-22

500

MMT, Cargo volume, FY 2024-25

Sheet. Six, we possess a capacity to 'see' the future, embrace challenges and excel in project implementation.

When you put all these realities together, you get an APSEZ that is attractively positioned to graduate from just a port service provider to a complete logistical partner. This implies that companies are more likely to engage with us to move products from one point to another across the vast Indian land mass – faster and at a lower cost. The result is that we are graduating from a relatively small slice of the overall logistical cake to the cake itself; we are graduating from a transaction to solution; we are graduating from a small part of the customer's logistical wallet to a sizable slice; we are graduating from being peripheral to the customer's logistical spending to mission-critical.

What enhances the possibility of our transforming this business model into a decisive advantage is that it has been woven around an ESG priority. This ESG commitment has been embedded into the Company; it is not a decision or an initiative; it is how we think.

An overarching respect for environment considerations implies that we are not just committed to growing our business in the usual way; we are committed to growth progressively decoupled from our carbon footprint. We have resolved to emerge among the most responsible ports in the world through our commitment to moderate our carbon footprint, increase the use of renewable energy and eliminate single-use plastic across our premises. The Company remains committed to its ambition of making its ports carbon neutral by 2025, and thereafter progress on the net-zero journey, for which a plan will be released this year.

In terms of the renewable share of electricity, emission intensity and water intensity, APSEZ outperformed its FY22 targets. The initiatives undertaken for changing the energy mix comprise electrification of RTGs, electrification of quay cranes, purchase of electric ITVs and other equipment. While APSEZ added some renewable generation capacities at select ports, the Company is discussing a larger tie-up for an additional 350 MW of renewable capacity. APSEZ enhanced its ambition for mangrove afforestation of a total of 5000 hectares. The Company conducted different engagements with customers, employees, suppliers and the community to adopt the best ESG practices and standards.

From a Social point of view, APSEZ will do what it always had. The Company will invest in widening the circle of prosperity from its premises to its hinterland, enriching the lives of the marginalized. The Company will continue to train its employees, enhancing skills; it will provide vendors with a growing order book visibility in exchange for procurement economies that enhance the Company's competitiveness.

From the Governance perspective, your company will deepen its existing culture of Board-driven direction setting; it will deepen standards of transparency, communication and strategic clarity.

Industry 4.0

A key feature of the Company's future-facing approach is digitalization and automation. The Company is integrating Industry 4.0 into its operations, catalysing its evolution into one of the leading ports of the world. To strengthen its digital footprint and to ensure seamless connectivity between our ports and other logistics infrastructure arms, we are developing an Integrated Transport Utility Platform (ITUP) for customers. This ITUP platform, while being built for end-to-end connectivity, will measure productivity of activities and record deviations in real-time. This ITUP will act as a marketplace for all customers and suppliers that provides a complete visibility on the entire Chain of Custody of consignments, logistics cost options, delivery time and carbon footprint, among others. The system will empower customers with decision making and complete transparency leading to the ease of doing business.

Performance review, FY 2021-22

The FY 2021-22 was a record year for our company as we generated a record cargo volume of 312 MMT; Mundra port alone handled 150 MMT, a feat that has not been achieved by any other commercial port in the country.

This achievement underlines the Company's ability to adapt to rapid changes – tactical and structural – and emerge stronger. This has been a recurring feature of our personality: while it took 14 years for the Company to achieve 100 MMT of annual cargo throughput (with five ports), the Company doubled to 200 MMT (with nine ports) in only five years; the milestone of 300 MMT of cargo management (with 12 ports) was achieved in only three years (including two years of global economic slowdown and uncertainty following the pandemic).

During the year, the Company reported record acquisitions and large project wins. The Company adopted a multipronged strategy encompassing geographic expansion with a focus on higher-growth regions, balancing our cargo mix.

The Company strengthened its business model during the year under review through a series of inorganic initiatives. These actions of ports strengthened the Company's necklace positioning around the Indian coastline.

The Company purchased the remaining 25% stake in KPCL, purchased 41.9% stake in the Gangavaram port and signed an agreement with the promoters for acquisition of the balance 58.1% stake (following NCLT approval), acquisition of India's leading third-party marine services provider Ocean Sparkle Ltd. (OSL).

These initiatives indicate our commitment to balance our east-west coastal presence and widen our geographical reach across high growth regions. This sequence of ports across the country validates our commitment to emerge as a port-based gateway for products coming into or leaving the country, making our company a faithful proxy of the country's competitiveness.

With five ports in the east coast the Company is favourably placed to carve away the high-growth BIMSTEC business, i.e. countries in the littoral and adjacent area of the Bay of Bengal. Similarly, the acquisition of Ocean Sparkle will empower us to handle cargo abroad to the Middle East. India's leading third-party marine service provider Ocean Sparkle has 94 sea-worthy vessels including 75 tugs, with 27 years of operation and presence across 28 ports in India and a rich experience of working in key global marine houses.

During the year, APSEZ concluded two strategic partnerships. The first was a joint venture with John Keells Holdings and Sri Lanka Port Authority for the construction of Colombo West International Terminal-II; the second was a partnership with Flipkart for the construction of a 534,000 sq. ft. fulfilment centre in the upcoming logistics hub at Mumbai.

As a part of our cargo diversification, we added LPG and LNG cargo to our portfolio. In FY2022, APSEZ handled 1.5 million tons of LPG and LNG. Following a rise in demand for gas products as a 'green' energy source, we expect to report volume growth in this segment. The LNG terminal (5 million metric ton capacity with a use or pay contract with IOCL and GAIL) under construction at Dhamra is nearing completion and expected to be commissioned in November 2022, generating attractive revenues from the second half of the current financial year.

The acquisitions in FY22 implied an investment of around ₹11,400 crore for APSEZ. This was managed alongside an organic capex of around ₹3,750 crore, while ensuring that the net debt to EBITDA ratio remained unchanged at ~3.4x.

The Company is confident of growth in FY23, given India's expected GDP growth and boost to India's iron and steel industry following China's decision to cap its steel production and the absence of exports from Russia. The result is that APSEZ is attractively placed to ride this wave.

Outlook

At APSEZ, we are attractively placed to grow our business even faster from this point onwards. In the space of just three years, we expect to increase cargo volumes 60% to 500 million metric tons, grow our rakes count from 75 to 200 and emerge as the world's largest private ports company and the country's largest transport utility by 2030.

Karan Adani
Chief Executive Officer


MAERSK
MAERSK
MAERSK
MAERSK
HAMBU

Part 2

HOW AND WHY THE COMPANY IS REINVENTING ITSELF

In the 1967 film *The Graduate*, the young twenty-one-year-old whose character is played by Dustin Hoffman is at a cocktail party his parents have hosted following his graduation from college.

A friend takes him aside, saying he has one word of advice for him, just one word—and the word is 'plastics.'

If it were India and today, the word would have been 'logistics.'

Over the last couple of years, we had two options available to us.

To let our business run the way it always had. Or to reinvent our business.

We selected the second option.

The result is that we are no longer just a ports company.

We are a holistic transport utility company instead.

We are being actively asked:

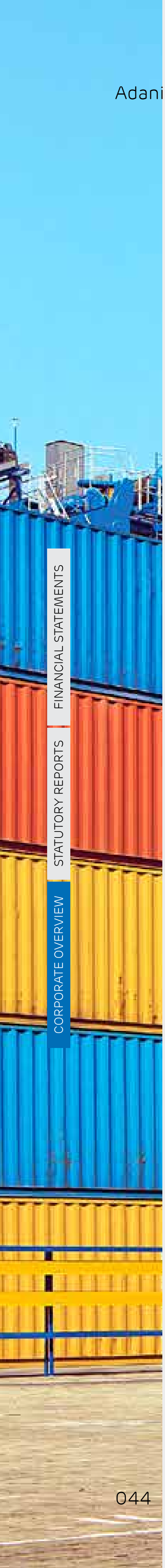
why are we reinventing our business?

Our answer:

Because India is reinventing itself.

"APSEZ's evolution as a transport utility, with an integrated mix of logistical capabilities, is in line with the PM Gati Shakti - National Master Plan and has far-reaching benefits. Providing end-to-end logistic solutions in a transparent and efficient manner creates a unique value proposition for customers and contributes to the Company's distinctive positioning as a trusted brand. Most importantly, the presence of a comprehensive supply chain solution provider strengthens the country's supply-chain structure, enhancing trade competitiveness."

Karan Adani, CEO and Whole-time Director of APSEZ



India stands at the cusp of an unprecedented transformation.

The Indian government is investing considerably larger in national growth.

The complement of reforms is creating an economically vibrant India.

There is a larger focus on Make in India for the benefit of the country and world.

There is a deeper commitment to emerge as a competent and worthy alternative in the global supply chain.

At APSEZ, we have reinvented with speed to facilitate India's reinvention.

We need to accelerate India's economic journey.

We need to enhance national competitiveness.

We need to moderate India's logistic cost.

We need to provide India with a strong exports platform.

The most effective manner we can drive the India growth story

is not just through more efficient ports.

But through something more fundamental:

enhancing India's logistical efficiency.

Moving products quicker between Point A and Point B.

Helping users moderate their resource inventory.

Providing products just when users need them.

Utilising various transportation modes to deliver on schedule.

Empowering customers to enhance working capital efficiency and margins.

Liberating manufacturers from the challenges of managing inventory and resource mobilisation.

Helping moderate India's logistics cost as a % of GDP.

Strengthening India's international competitiveness and exports.

Providing the Make in India movement a distinctive edge.

The rationale of our reinvented business model comes down to just three numbers.

The big picture

6-7

(%), Logistics cost as a percentage of developed countries' GDP

13-14

(%), Logistics cost as a percentage of Indian GDP

44th

(Rank), India's position in Global LPI Rankings, 2018 with a significant scope for improvement

Why logistics represents the future is evident in the present.

You buy most of what you want from a trusted platform on the internet.

The most trusted platforms account for a disproportionate share of the market

You are not accustomed to 'Not in stock'.

Welcome to the Age of Abundance (or an awareness of what lies where)

You are accustomed to specified and timely delivery.

You cannot remember the last time a product reached you after the due delivery date

You never care to check from where the product is shipped.

It is irrelevant; most feel 'What does it matter?'

You never bother to check who will deliver from which store.

As long you know the name of the overall fulfilment agency, the rest is irrelevant

Bottomline: The only things that matter are price, platform and punctuality.

This reality is transforming the world of logistics as we have known for decades

India's logistics sector represents one of the most attractive transformation opportunities anywhere in the world.

The need for scale, scope, sophistication and sustainability all in one country at the same time

 # Reason 1: It represents the coming together of various expanded or modernised infrastructure arms

Roads: India is engaged in the biggest road network expansion in its history

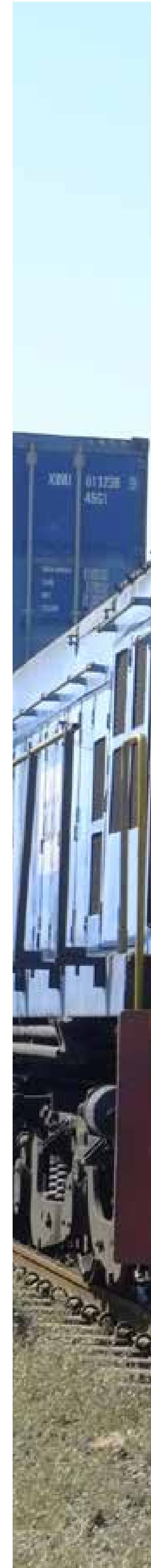
Railways: India is engaged in the biggest rail network expansion (Dedicated Freight Corridor) cum modernisation and rolling stock expansion in its existence. The Eastern Dedicated Freight Corridor (length 1873 Km) and Western Dedicated Freight Corridor (length 1504 Km) will catalyse economic development and rail share in the logistics sector.

Airports: India is engaged in the largest rollout of airport asset expansion and modernisation in its existence. India's airport capacity is expected to handle 1 billion trips annually by 2023

The Centre for Asia Pacific Aviation (CAPA) indicated that India is expected to see a 52% surge in domestic traffic and 60% in international air traffic in 2022.

Ports: India is engaged in the largest port infrastructure expansion in its existence. As per the Ministry of Ports, Shipping, and Waterways, the average vessel turnaround time had reduced from 96 hours in FY 2014-15 to 52.80 hours in FY 2021-22, while average container turnaround time at major ports reduced from 35.21 hours in FY 2014-15 to 27.22 hours in FY 2021-22. The key ports are expected to complete seven projects worth more than ₹2,000 crore on a public-private partnership basis in FY 2021-22.

Bottomline: Products are likely to be delivered faster and across longer distances; new markets are likely to emerge for products; 'just in time' delivery is likely to be heard more often; the elimination of logistic inefficiencies is likely to emerge as the next frontier



 # Reason 2: We believe that APSEZ is more than just a logistics story; it is progressively a retail-driven 'Believe in India' story

Consistently higher per capita incomes

Higher availability of disposable incomes

India world's second largest smartphone user

Increase in consumer empowerment

Progressive digitalisation

A new world of speed, security and transparency

Unfolding e-commerce-driven retail revolution

Increase in discretionary, impulsive and convenience buying

Prospective introduction of 5G and universal broadband

Next generation of technology backbone – robust and universal

Responsive tariff environment

Designed to balance affordability and national interests

Bottom-line: When opinion makers say 'infrastructure expansion what we hear is 'logistics revolution'

Riding the India story

India's logistics sector is at a watershed moment after 75 years of independence

Reforms
The introduction of the Goods and Services Tax in the last few years has helped moderate the cost of logistics (including warehousing) through a uniform indirect tax rate and a lower need to stock products in different States. This represents an inflection moment in India's logistics journey.

Plan B
'Plan B' is an increasingly used reference to describe the world's need to reduce its excessive dependence on China for resources and products and broad base the global supply chain. The country that comes collectively closest in terms of scale, costs, legal framework, knowledge base and manufacturing tradition is India. The optimism on this count arises from the fact that even a nominal movement away of the world's procurement from China can drive India's share of exports and global trade, raising the water table for relevant logistics providers.

Headroom
India's logistics cost as a percentage of GDP was estimated at 500 bps higher than the prevailing average in most developed countries, an addressable opportunity. The country's share of the global merchandise exports was less than 2% (2019) and share of global imports less than 3% (2019) even as the country accounted for 18% of the global population - one of the largest consumption headroom opportunities anywhere.

Relevant policies
The Indian government recognised the role of logistical efficiency through the

enunciation of the Maritime India Vision 2030. The policy addressed a granular understanding for stronger logistics, laying down goals, roadmaps and policy drivers. The policy covers more than 150 initiatives across the ports, shipping and waterway modes that could transform the country's logistical effectiveness.

Make in India
During the last couple of years, India could well have reported the beginning of an extended turnaround. Atmanirbhar Bharat is expected to enhance self-reliance and provide for the country's growing needs from within. This is expected to strengthen India's position as a competitive global products and services provider.

E-commerce growth
E-commerce sales will rise at a compound annual growth rate of just over 18% between 2021 and 2025 to reach USD120.1 billion, catalysed by an increase in smartphone penetration —from 42% today to 51% by 2025 — and digital literacy. More than two-thirds of India's online consumer demand comes from Tier 2 and lower cities in India (Source: GlobalData and Unicommerce). By 2025, e-commerce is expected to account for 12% of global consumer spend, with 59% of that being transacted via mobile devices.

Digital money
There is a greater willingness to spend digitally for reasons of convenience. Credit cards accounted for 58.3% of all e-commerce transactions, while in India the figure was just 13.3% of e-commerce payments – a large available opportunity.

BNPL trend
The BNPL (buy now pay later) segment among Gen-Z (born between 1997 to 2012) increased 232% in 2021 (source: Zest).

Infrastructure growth
India intends to invest ₹7 lakh crore in strengthening its roads infrastructure over the next 2-3 years. Indian Railways announced a decision to buy 100,000 more wagons over three years. The DoT is targeting a combination of 100% broadband connectivity in villages, 55% fiberisation of mobile towers, average broadband speeds of 25 MBPS and 30 lakh Km of optic fibre rollouts by December 2022. (Source: IBEF, Invest India)

Telecom revolution
India was third on the list of maximum time spent on mobile devices, with an average smartphone usage time of 4.6 hours a day, nearly a 40% year-on-year rise. The volume of smartphone users could rise substantially following 500 million 5G users by 2027, 39% of all mobile subscribers. Result: Indian smartphone users could grow from 810 million in 2021 to 1.2 billion by 2027, catalysed by the 5G roll out (Source: Ericsson).

Smartphone affordability
It is estimated that 84% of all mobile phone imports were in the sub-₹15,000 range (29% even below ₹7,000), driven by e-learning (Source: IDC), widening affordability.

Data tariff affordability
As of 2021, India has one of the lowest mobile data tariffs. The price of 1 GB data was USD0.1 in India compared to China's $0.8, Brazil's $1.6, UK's $2.7, and the US's $3.8, influencing e-commerce (Source: Financial Express).

National Infrastructure Pipeline
National Infrastructure Pipeline (NIP) was launched with projected infrastructure investment of around 111 lakh crore (USD 1.5 Trillion) during 2020-2025 to provide world- class infrastructure. The Budget outlay for the Ministry of Road Transport and Highways rose 68.5% to ₹1.99 lakh crore (from ₹1.18 lakh crore in FY 2021-22). The Ministry of Railways' Budget allocation for FY 2022-23 was set to rise by 27.5%, to ₹1.40 trillion in FY 2022-23 from ₹1.10 lakh crore in FY 2021-22. Maritime India Vision 2030 estimates the investment requirement for capacity augmentation and development of world-class infrastructure at Indian ports of ₹1,00,000-1,25,000 crore. (Source: Money Control, pib.gov.in, Livemint)

National turnaround
India's tax collections reported a record ₹27.07 lakh crore in FY 2021-22 compared with the Budget estimate of ₹22.17 lakh crore; tax-to-GDP ratio jumped from 10.3% in FY 2020-21 to 11.7% in FY 2021-22, the highest since 1999. The value of goods exported from India witnessed 40% growth during FY 2021-22, touching a record USD 417.8 billion and surpassing the target set by the government by 5%. India's rank in Liner Shipping Connectivity Index improved from 28 to 24 in the last two years.

Conclusion
At APSEZ, we are attractively positioned to capitalise on the India growth story by the virtue of being the country's largest transport utility with a presence across road, rail, ports, inland waterways, airports and multi-modal logistic parks. The Company's scope and scale have made it unique in India's logistics services sector, inspiring the optimism that as India continues to grow rapidly, the Company could grow faster.

The transformative engines of PM Gati Shakti National Master Plan for FY 2022-23

This policy is expected to take India's logistical effectiveness ahead

Road transport: The national highways network will be expanded by 25,000 Km for ₹20,000 crore (USD 2.67 billion)

Parks for multimodal logistics: NHAI (under the Bharatmala Project) intends to develop 35 multi-modal logistic parks to facilitate seamless freight flow. The request for proposal (RFP) for the implementation of four multimodal logistic parks will be given with a design, build, finance, operate and transfer (DBFOT) public-private partnership (PPP) approach in FY 2022-23.

Railways: The One Station One Product concept was developed to assist local businesses and supply chains. In FY 2022-23, 2000 Km of railway network will be brought under Kavach, a world-class indigenous technology to increase capacity. 400 new Vande Bharat trains will be constructed over the next three years. 100 PM Gati Shakti Cargo terminals for multimodal logistics will be created in three years.

Parvatmala: Parvatmala's National Ropeways Development Program will be implemented on a public-private partnership basis. Contracts for eight 60-Km ropeway projects will be awarded in FY 2022-23.

Source: IBEF

6 pillars of the PM Gati Shakti programme

Comprehensiveness: It will include all existing and planned initiatives of the various Ministries and Departments with one centralised portal. Each department will now possess a visibility of each other's activities, generating critical data leading to timely project conclusion

Prioritisation: Different departments will be able to prioritise projects through cross-sectoral interactions.

Optimisation: The National Master Plan will assist different ministries in planning for projects following the identification of critical gaps. For the transportation of goods from one place to another, the plan will help in selecting optimal routes (time and cost).

Synchronisation: Ministries and Departments often work in silos with minimal coordination, resulting in delays. PM Gati Shakti will help synchronise activities of each department, as well as of different layers of governance, in a holistic manner.

Analytical: The plan will provide all data in one place with GIS-based spatial planning and analytical tools comprising 200+ layers, enhancing visibility for the executing agency.

Dynamic: All Ministries and Departments will now be able to visualise, review and monitor the progress of cross-sectoral projects through the GIS platform. The satellite imagery will provide periodic on-ground progress and project progress will be periodically updated on the portal. This will help identify vital interventions needed for updating the master plan.

Source: IBEF

China + 1 factor | Headroom | Relevant policies | Make in India | e-Commerce growth | Infrastructure growth | National turnaround

India's resource consumption, well below the global average, is waiting to correct upwards

Steel under-consumption

70

(Kgs), India's per capita steel consumption, FY 2020-21

227.5

(Kgs), Global per capita steel consumption, FY 2020-21

(Source: Ministry of Steel Annual Report 2021-22)

Cement under-consumption

200

(Kgs), India's per capita cement consumption, FY 2020-21

500

(Kgs), Global per capita cement consumption, FY 2020-21

(Source: Business India, 28th December, 2021)

Electricity under-consumption

1208

(Kilowatt hour), India's per capita electricity consumption, FY 2020-21

3,260

(Kilowatt hour), Global per capita electricity consumption, FY 2020-21

(Source: Moneycontrol, March, 2021)

At Adani Group, a keen understanding of logistics and managed mobility has always resided at the heart of our businesses.

We now possess more than two decades of rich related experience

Our ports business: The ability to transfer cargo into the mainland or into vessels with speed, security and seamlessness matching global standards

Our power transmission infrastructure business: The ability to transfer electrons from one point to another through one of the highest systemic uptimes and one of the lowest transmission losses within the sector

Our power distribution business: The ability to distribute power around a service mindset to wherever consumers may need within our licensed footprint

Our power generation business: The ability to generate and evacuate power to transmission networks

Our city gas distribution business: The ability to transfer gas through piped and compressed gas networks across the geographic areas allotted to us

Our airports business: The ability to move passengers inward and outward through established infrastructure by enhancing their time utility, convenience and overall experience

At APSEZ, we have grown across more than two decades for just one reason: superior logistics management

Our infrastructure comprises a string of ports, SEZs, rail tracks, rolling stock, logistic parks and warehouses

Institutionalised structure

APSEZ incorporated Adani Logistics Limited (ALL) to create a centre of logistical excellence, enhancing specialisation and excellence

End-to-end service

ALL provides customised end-to-end solutions comprising a short distance rail solution for ceramic clusters in Morbi-Maliya to Mundra - coordination with Indian Railways, ceramic manufacturers, shipping lines and rail operators.

Transport utility solutions

APSEZ is equipped to handle a variety of cargo, resulting in first mile operations, warehousing and sustainable rail transportation to ports, emerging as a 'transport utility'.

Ports

APSEZ comprises a string of 12 ports (Vizhinjam Port under construction) along the west and east coasts of India. The west coast comprises 62% of the country's aggregate port capacity; the east coast 38%. APSEZ is also developing a container terminal in Colombo, Sri Lanka.

Railway rolling stock

Adani Logistics now operates 75 rakes as against 61 rakes in FY 2020-21; we will continue to add rail assets as we expand our network and scale existing and adding new circuits. ALL offers complete rail solutions for Container, Liquid, Grain, Bulk and Auto cargo. Adani Logistics is India's largest private container train operator with 42 rakes offering customised solutions for end-to-end integrated logistics solutions.

Rail tracks

APSEZ has about 690 Km of rail line under its portfolio through various Indian railway PPP models. APSEZ has plans to expand it to 2000 Km by 2025, all of which will be electrified. These railway lines will address the gap of the first mile and last mile connectivity. This will further help in reducing carbon emissions

Warehouse

ALL has 0.87 million square feet in warehousing space and intends to expand to a cumulative warehousing space of 60+ million square feet by FY 2025-26 – a 150x proposed expansion.

Logistic parks

ALL has six operational logistics parks following the commencement of operations at Kilaraipur and commissioning of a newly constructed container terminal at Nagpur. Construction is in full swing in three other locations (Virochannagar, Panipat and Taloja). The Company seeks to organically expand its ICD network to more than 15 by FY 2025-26.

Air freight stations

Facilities being developed include air freight stations (domestic, international & express), cargo complexes and trans-shipment hubs

Grain silos

ALL comprises India's first integrated bulk handling, storage and transportation (distribution) for food grain, directed to enhance food security. Adani Agri Logistics pioneered end-to end bulk supply chain solutions for Food Corporation of India and State governments. Fifteen storage infrastructure facilities were in operation and three new facilities (Panipat, Kannauj and Dhamora) were commissioned. The business connected major food grain producing states (Punjab, Haryana and Madhya Pradesh) with consumption centres in Karnataka, Tamil Nadu, Maharashtra, West Bengal and Gujarat through a pan-India network of procurement and distribution silos. Adani Agri Logistics operate across 15 sites in India.

Trucking

The Company handled container movement and bulk cargo at its various logistics parks. The Company also plans to provide trucking solutions to areas near its strategically-placed logistics parks. ALL is set to become an end-to-end logistics solutions provider, offering trucking as a transport utility.

Our positioning as a 'transport utility' is expected to enhance shareholder value

Benefits of economies, integration and multi-year engagement

Service-driven
We will leverage our investment in assets to deepen our recall as a service-driven company that delivers on-time, in-full and wherever

Competitive pricing
We will leverage our economic of scale and integration to competitively price our services, positioning ourselves as a cost leader offering the best price-value proposition

Product portfolio
We will widen our portfolio to deliver products needed in the largest volumes with the most frequency and across multi-modal interventions

Pan-India presence
We will service customer needs across India, strengthening the recall that 'If we have a need, Adani will fulfil'

Sourcing ability
We will leverage our global and Indian networks to source products needed by our customers – critically and frequently

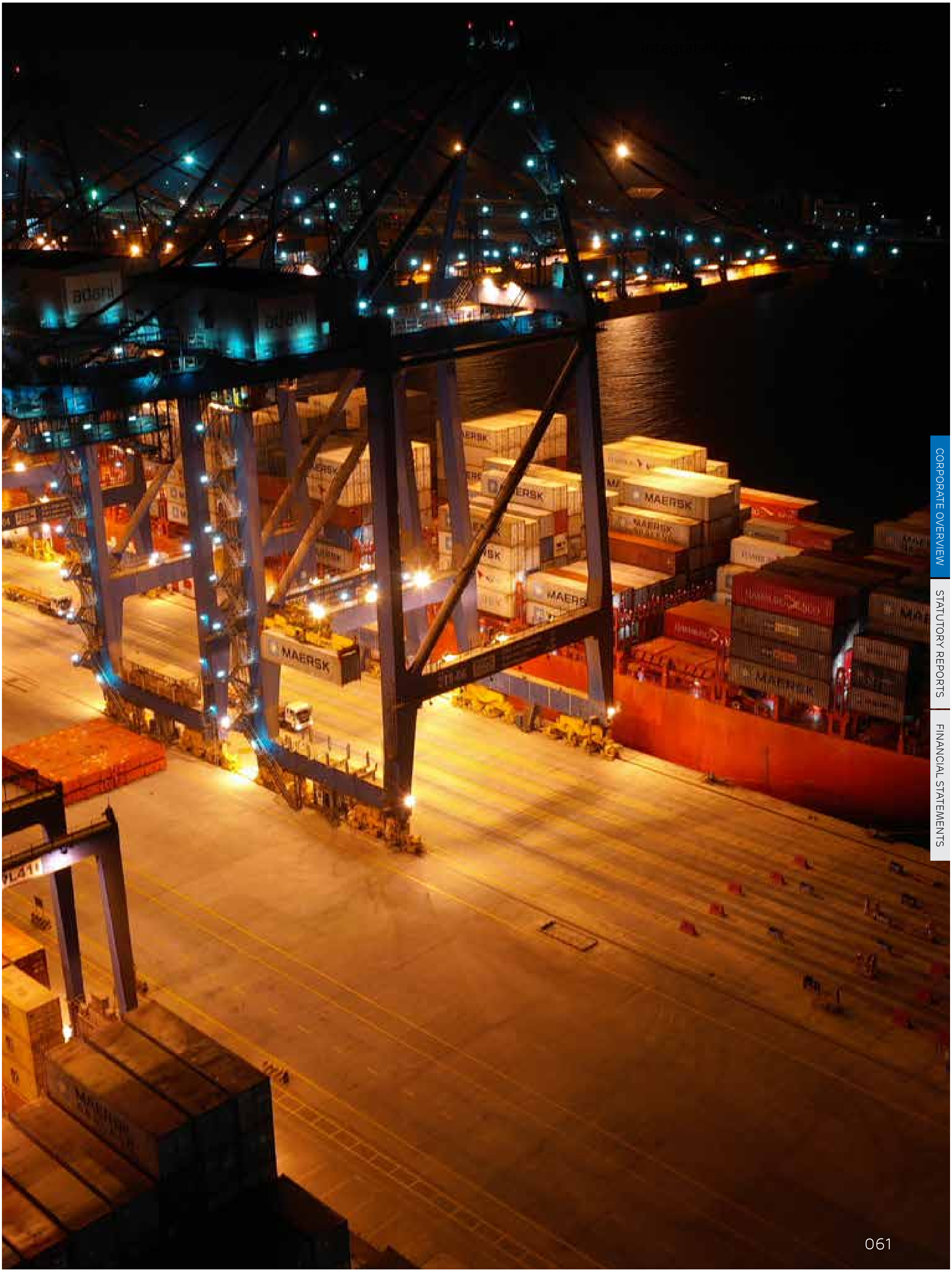
Multi-modal value chain
We will leverage access to a proprietary multi-modal network (ports, rail lines, rolling stock and last mile delivery) to deliver with speed and seamlessness, capturing margins

Annuity revenues
We will seek to deliver a superior service that makes us a preferred transport utility vendor; we believe that this will translate into annuity engagement and revenues from the same customers, enhancing revenue visibility

Vast headroom
We believe that much of the value will be delivered through the progressive correction of the extensive under-penetration in India – of consumption, e-commerce penetration and warehouse capacity

The potential

E-commerce	**6.5** % E-commerce penetration in India as a percentage of the retail sector, FY 2020-21	**10.7** % E-commerce penetration in India as a percentage of the retail sector, FY 2023-24 (estimated)		
Warehousing	**31** % share of e-commerce in overall Grade A warehousing demand in India, FY 2020-21	**37** % share of e-commerce in overall Grade A warehousing demand in India, FY 2025-26 (projected)		
Warehousing per capita	**0.02** Sq metres, India's warehousing stock per capita	**0.08** Sq metres, China warehousing stock per capita	**1.09** Sq metres, UK warehousing stock per capita	**4.40** Sq metres, US warehousing stock per capita
Miscellaneous	**7** % projected GDP growth forecast for India	**17** % projected Grade A warehousing forecast, 2026	**90** % of India's warehousing requirement across the top eight cities	



National infrastructure catalyst

APSEZ: We have been living forward-looking logistical principles for a quarter of a century

Overview

At APSEZ, our extension from port intervention to logistical operations has been seamless. We have been enhancing the logistical effectiveness of our customers for nearly a quarter of a century. While the principles of our logistical intervention remain the same, the mode of intervention has evolved and will continue to evolve in line with the widening needs of our customers.

Riding the policy crest

APSEZ's planning has been aligned with the national direction. We have generally invested ahead of the curve, empowering the Company to capitalise effectively on the national policy whenever it has been announced.

Superior service

At APSEZ, our port operation has been woven around bringing the customer into a serious conversation possibly for the first time in India's ports sector. This helped adapt services around the customer's needs - not the other way around. The logistics business is a deeper manifestation of this commitment to build our business around that of the customer – one customer at a time.

Benchmark

At APSEZ, we invested ahead of the curve to address a long standing challenge of under-performance across Indian ports compared with the global average. Over the years, our ports have showcased the highest efficiency standards that are comparable with the best global indices. These standards now provide the basis for extending this standard across adjacent modes, helping build a futuristic logistics company.

Paradigm shift

At APSEZ, we had resolved to build a modern 'port of choice' over the legacy 'port of convenience' model followed by most ports in India. We established this preference through progressive cost moderation and enhanced customer value. We will continue

to build on this proposition by bringing all infrastructure arms together (not just port services), strengthening our capability to enhance value.

Customer value

At APSEZ, we established sectorial respect through a lower berthing time that enhanced the shipping liner's asset utilisation and empowered us to provide cargo quicker to customers. We intend to build on this time-tested approach in a larger way by integrating our diverse infrastructure arms (road, rail, ports, parks, inland waterways and airports) and evacuating commodities or products faster than the prevailing standards.

Counter-inflation

At APSEZ, we have helped moderate a year-on-year increase in port tariff that was fairly standard, to a point where the increase under-performs inflation. We expect to extend this advantage to our logistics business, where the customer is protected from periodic price shocks.

Proactive investor

At APSEZ, we have generally followed an 'invest today, business will follow' approach, This conviction that supply will create demand is based on a deep understanding and conviction in the India story, a concept virtually unheard of in the country.

Acquisition

At APSEZ, we have demonstrated the ability to acquire assets (loss making ports) that were turned around with speed. We believe that the logistics sector provides even larger inorganic responsibilities – of identification, negotiation, acquisition and rehabilitation – that only enhances our financial efficiency and gets us into revenues faster.

RTG crane productivity (moves / hour)

Quay crane productivity (moves / hour)

Average truck turnaround time

Average container dwell time

~55

Hours across most Indian ports today

<40

Hours across global ports today

28

Hours across APSEZ ports today

Our infrastructure management standards

~6

Hours within India's road logistics sector today

<3

Hours within the global road logistics sector today

4

Hours across APSEZ's road logistics business today

20-27

At Port Trust-operated terminals in India today

29-31

At PPP terminals in India today

35-50

At global terminals

28

At APSEZ terminals today

10-12

At Port Trust-operated terminals in India today

12-14

At PPP terminals in India today

18-20

At global terminals

9

At APSEZ terminals today

This is what we have achieved following a growing presence in only one segment of a large logistics space - ports

The time has come to play across a larger modal spread

Sectorial leadership

APSEZ carved away more than a quarter of the port cargo market share in the world's fifth largest economy in less than a quarter of a century - with no previous sectorial experience- through a mix of innovation-led service. Despite being pitted against multi-decade competitors, the Company services around 70% of the country's hinterland.

Revenue visibility

APSEZ established a visible customer value proposition that translated into an engagement loyalty. The Company generated more than 50 % port throughput from customers of five years or more.

Speed and profitability

APSEZ established its position among the five fastest growing port companies in the world. The Company emerged as a benchmark that extended beyond the national. The Company achieved possibly the highest EBITDA margin and growth-adjusted RoCE among peer port operators in the world.

Margins

APSEZ countered the prevailing notion that infrastructure is a long-term business marked by moderate returns. The Company increased EBITDA margin from 54% in FY 2006-07 to 62% in FY 2021-22; EBITDA margin increased in 16 years out of 23 years of existence.

Liquidity

APSEZ protects its cash liquidity even as it continues to grow (organic and inorganic means) by maintaining its Net debt/EBITDA within the target range of 3.0x and 3.5x.

Productivity

APSEZ is a technology-driven global showcase of talent productivity; people cost as a proportion of revenues was 1000+ bps lower than in developed countries.

Credit rating

APSEZ is the only Indian port infrastructure company to be accorded the Investment Grade rating (capped at the sovereign rating) by the leading three international rating agencies.

Replacement costs

APSEZ comprises infrastructure with a high replacement cost, an effective moat in a business where it takes months to commission assets.

Growth-driven

APSEZ evolved from a single-location port service provider to a pan-India presence across 12 Indian locations (west, south and east coasts of India) and one international location as on 31st March 2022. The Company added nearly a fourth of all of India's incremental port capacity since 2010.

Multi-modal footprint

APSEZ rewrote the industry rule by extending from a model where a port owner provided the land area but outsourced related services; the Company owns and offers all services, resulting in the widest value chain (ports, terminals, logistic parks/ICD, rakes, inland waterways, warehousing, agro-logistics, air freight stations and other logistic service assets) – an unmatched proposition in India.

Necklace

APSEZ comprised 11 operating ports/terminals across India and 3 port locations created from scratch (Mundra, Hazira and Dahej). It developed new terminals at major ports (Goa, Tuna and Ennore); it acquired four strategic ports on the East coast of India (Dhamra, Kattupalli, Krishnapatnam and Gangavaram) and Dighi on the west coast.

Growth platform

APSEZ: A scalable platform to address emerging opportunities

The goal

To emerge as India's largest transport utility and the world's largest port company by 2030

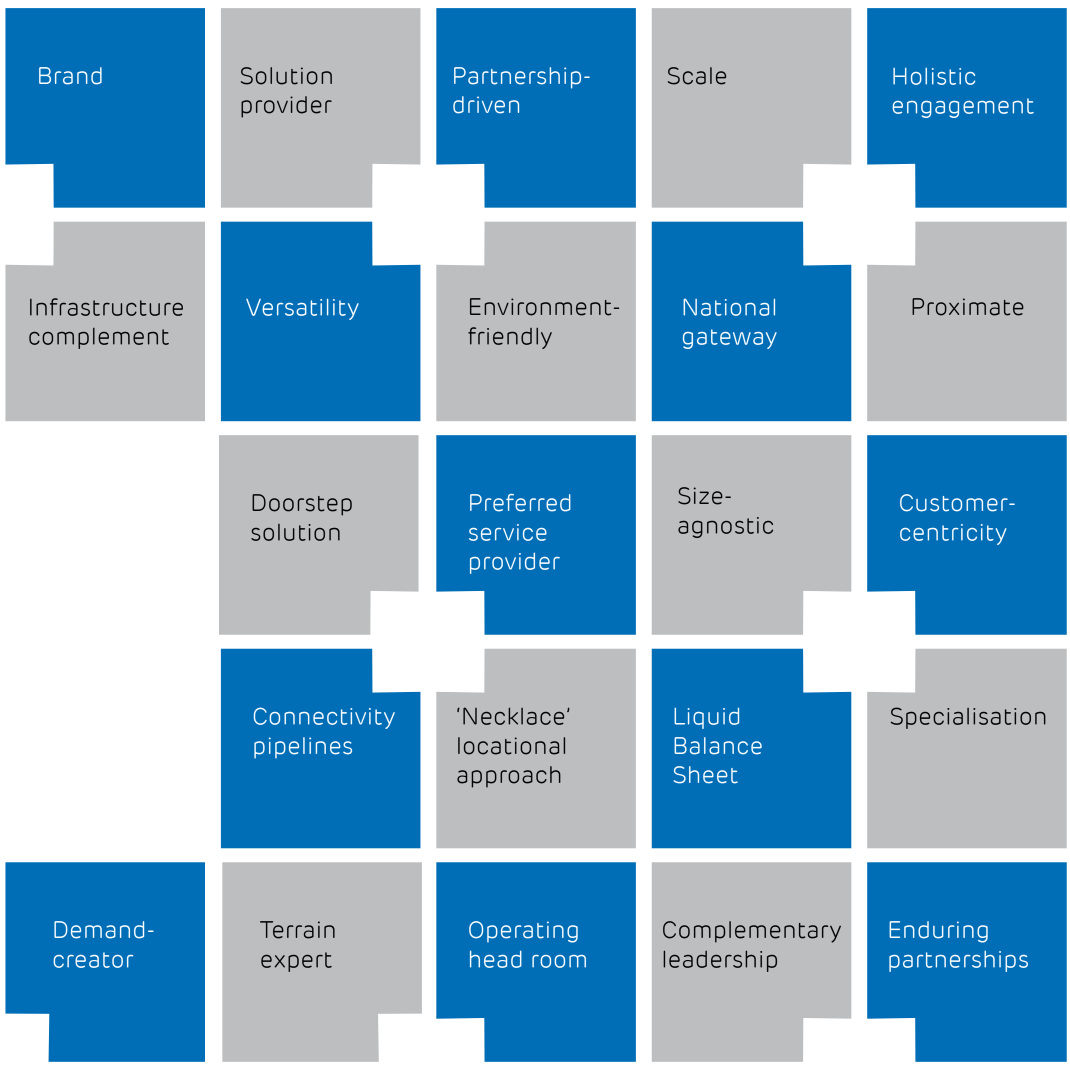
The approach

At APSEZ, we have invested ahead of the curve to remain opportunity -ready. The breadth of our platform is expected to ensure that we progressively accelerate our recall from asset owners to service providers, touching a larger sweep of India and more Indians.

We are competently placed to do so. For more than two decades, the Company invested proactively in assets and locations to provide a global service benchmark that enhanced customer convenience and moderated engagement cost.

During the transition to a holistic solutions provider, the Company's engagement will continue to remain customer-aligned: deliver products faster and better with superior business (not just transaction) outcomes.

Our transport utility platform



Our platforms explained

Brand
APSEZ is building its logistics business around its longstanding ports brand of holistic cargo integrity - cargo security against damage and pilferage coupled with cargo timeliness

Solution provider
APSEZ is emerging as a logistics business solutions provider to customers across India, assuring them of timely resource delivery on the one hand and delivering manufactured products to customers on the other.

Partnership-driven
APSEZ will graduate from a vendor to a partner by the virtue of providing a business-critical service – the logistics management of resources and products coupled with a multi-year engagement that is margins-enhancing and volume-expanding for customers.

Holistic engagement
APSEZ will provide a complete service – inward resource delivery and outbound products dispatch - resulting in a complete peace of mind for customers, empowering them to focus on new products development, manufacture and terms of trade.

Infrastructure complement
APSEZ is addressing the logistics business through a complement of ports, railway lines, railway rolling stock, roads, pipelines, SEZ, multi-modal logistics parks and airports, enhancing transportation seamlessness.

Versatility
APSEZ developed a terminals complement in its ports (bulk, container, coal and single-point mooring facilities); this empowered it to handle dry and liquid bulk, container, crude oil and other cargo

Environment-friendly
APSEZ has drawn plans to emerge carbon-neutral by 2025, reconciling growth with a lower carbon footprint

National gateway
APSEZ is widening its locational presence across 12 ports and 6 multi-modal logistic parks, a unique complement. Our presence across the East and West coasts, coupled with hinterland connectivity to our MMLPs, represent a truly national gateway for cargo handling and transportation.

Proximate
APSEZ is positioned as a 'necklace' (as far as ports are concerned) and 'veins' (as far as internal logistics networks are concerned) where the Company will never be far from a customers who needs it, enhancing access and availability

Doorstep solution
APSEZ has evolved from a strictly port-fixed service to a delivered service at the customer's doorstep, empowering customers to remunerate for convenience and a peace of mind

Preferred service provider
APSEZ is now positioned as a logistics partner of choice and not compulsion, its practices marked by an ease of doing business, cargo integrity, transparency and speed

Size-agnostic
APSEZ invested in logistics infrastructure for the future needs of a growing nation - port infrastructure designed to accommodate the largest vessels and evolving vessel design and multi-modal logistics parks with provisions for technologies and additional space)

Customer-centricity

APSEZ designed its service to take the customer ahead – quicker product delivery at a lower cost, strengthening the customer's business

Connectivity pipelines

APSEZ invested in the direct ownership of select infrastructure and services (generally outsourced by the sector) designed to enhance service and deliver cross-country cargo with speed and security – a ground-up approach to building the logistics business

'Necklace' approach

APSEZ invested in 12 ports (complete ownership or berth ownership / lease) across India's long coastline, providing customers a varied choice in inward product delivery or outward dispatch through the closest gateway

Balance Sheet Liquidity

APSEZ carries Balance Sheet liquidity without excessive leverage ti meet its capacity expansion plans. Company's net debt:equity was a comfortable 0.85 times at the close of FY 2021-22.

Specialisation

APSEZ created port infrastructure around commodity cargo specialisation as opposed to being a generalist, enhancing productivity and a lower logistics cost for customers

Demand-creator

APSEZ is playing the role of a logistic demand-creator in the country by providing cost-efficient, reliable logistic services. Port-based SEZ and industrial units at APSEZ ports generate a demand for additional logistics services. APSEZ created a 12,000+ hectare port-based land bank and plug-and-play infrastructure for prospective industrialisation, helping companies save years in their go-to-market approach

Terrain expert

APSEZ positioned the Company as an India terrain expert, handholding global companies (seeking to diversify their global footprint risk) keen to enter India

Operating head room

APSEZ established an early mover advantage in multi-modal logistics parks, coastal shipping and inland waterway segments that are at a nascent point in the country's logistics throughput

Complementary leadership

APSEZ established leadership in the complementary logistics business (special wagons, rail network, warehousing, containers and liquids storage)

Enduring partnerships

Nearly 49% of the cargo handled at APSEZ ports in FY 2021-22 was from multi-year customers, a sizable base on which to grow the logistics business by addressing a larger customer wallet share

Explanation

APSEZ: Transitioning into a transport utility by building on a strong Balance Sheet

The coming together of profitability, liquidity and sustainability

Overview

At APSEZ, we are attractively positioned to transform into a transport utility.

Our cash flows are robust, capital expenditure of the last few years is expected to translate into higher revenues and there is adequate cash/liquidity within the system to address interest outflow, repayment, capital expenditure and fund expansion plans.

In doing so, APSEZ has demonstrated its capacity to build assets from scratch to global scale, along with disciplined capital management and an optimised capital structure. The result is that despite funding port acquisitions and capital expenditure, the Company continues to be attractively placed in terms of liquidity.

Elements

The elements of the Company's financial prudence are reflected below.

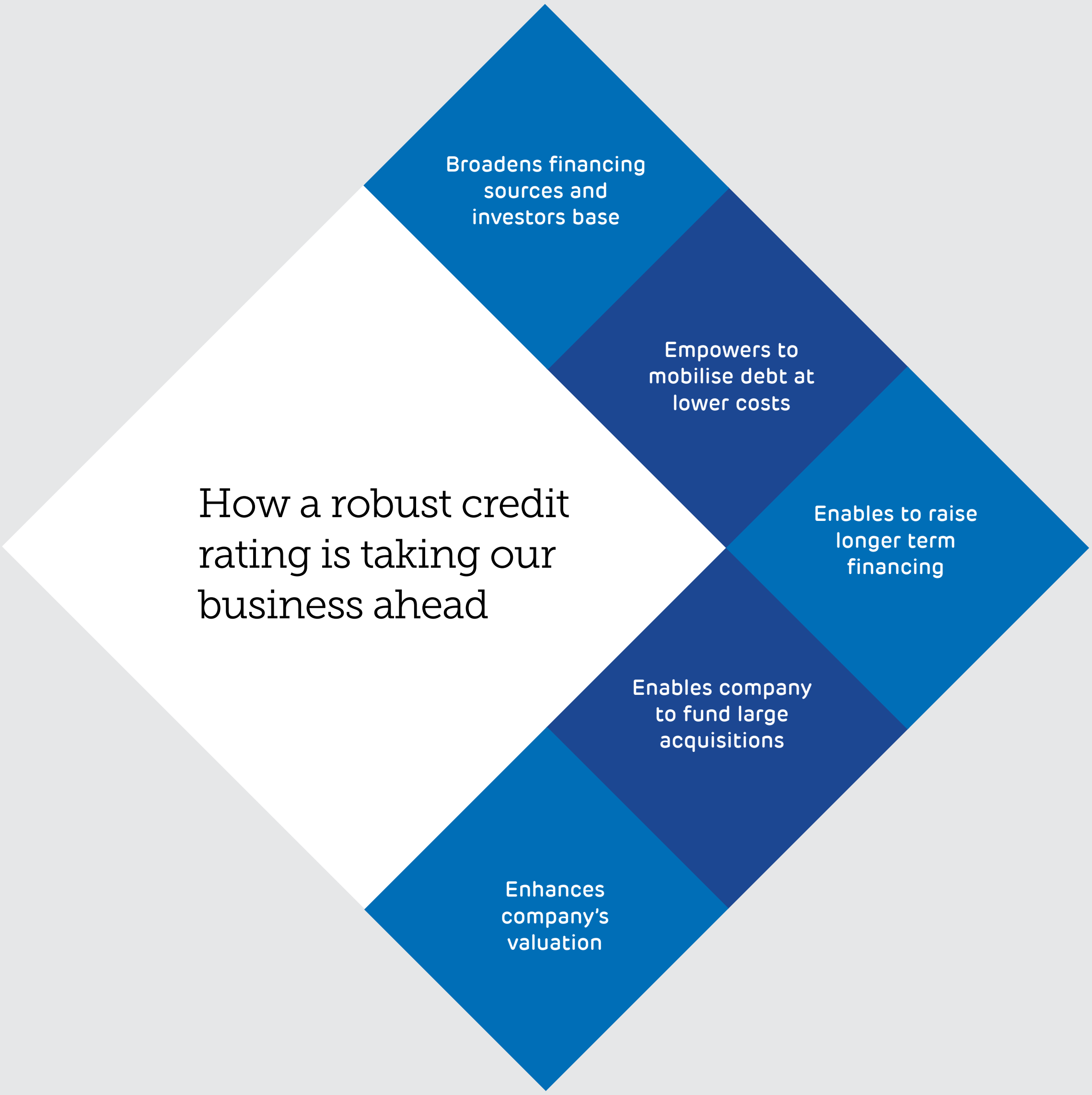
Capital management plan: APSEZ intends to maintain Net debt/ EBITDA within the target range of 3.0x and 3.5x. This will empower the Company to pursue growth, mobilise debt and protect the Balance Sheet strength. In the last few years, APSEZ addressed its growth capital needs without stretching its Balance Sheet, reflected in an improvement in its Net Debt to EBITDA ratio of 4.4x (FY 2015-16), 3.3x (FY 2020-21) and 3.4x (FY 2021-22).

Elongated average debt maturity: To match long-term revenues, APSEZ gradually extended average debt maturities. In July 2021, APSEZ mobilised USD 450 million by issuing bonds of 20-year maturity (the first Indian infrastructure company to raise 20 year international funds). APSEZ's average debt maturity increased from 5.2 years in FY 2019-20 to ~6.6 years in FY 2021-22.

Investment Grade Credit Rating, Internationally: APSEZ is the only Indian port infrastructure company to be accorded an Investment Grade rating by leading international rating agencies, placing its credit profile equivalent to the sovereign rating of Government of India.

Disciplined capital allocation: APSEZ has a policy to undertake projects (greenfield or brownfield) that generate a minimum 16% pre-tax IRR (portfolio level).

Foreign exchange cover: APSEZ's revenues are largely derived from port operations that include US dollar-linked revenues, which provides a natural hedge against borrowings in US dollars, offering APSEZ access to a global pool of capital, wide investor spectrum as well as access to lower debt cost (without currency fluctuation risks) from global sources.



Credibility and APSEZ

In July 2021, APSEZ's Bond issuance (USD 750 million) was launched

It evoked strong investor interest across US, Asia, Europe and Middle East

The 3x over-subscription was by multinational banks, insurance companies, pension funds and asset managers

This validated their confidence in APSEZ's growth story and business strength

Positioning

We reinvented the way ports are managed in India. We possess the credentials to do the same for India's logistics sector

Beyond the landlord model

Most port companies across the world are moving towards the promoter-landowner model, where the services are managed by a number of dedicated service providers

APSEZ focused on the integration of land ownership and service delivery (piloting + loading dispatch trucks + dredging + equipment operations), widening our margins across every stage

Single-window solution

Most port companies provide a diverse window of services for the customer to negotiate

APSEZ provides a single-window service to minimise transaction inconvenience and strengthen customer retention

No hidden charges

Most port experiences are marked by hidden charges, presenting probable shocks to the customer

APSEZ provides a visible rate chart that empowers customers to computer their own costs

Guaranteed turnaround time

Most port companies indicate a reasonable vessel turnaround time

APSEZ guarantees service quality (turnaround time, productivity, handling losses and evacuation) and a compensation in the event of non-compliance; our motto is 'Berth should wait for the ships, not the other way around'

Service-driven mindset

Most port companies are driven by a hardware ownership approach

APSEZ is marked by a holistic service mindset that has extended from port operations to logistics and SEZ ownership - a peace of mind proposition for customers

Complement of ports

Most port companies comprise standalone ports

At APSEZ, our 'necklace complement' comprises ports around the Indian coastal rim, widening multi-port solutions

Prepared for success

Most port companies possess core operational capabilities

At APSEZ, we possess a competence in building infrastructure, commissioning them ahead of schedule and doing so at a cost below the existing greenfield benchmark, influencing overall Balance Sheet hygiene

Plug-and-play advantage

Most port companies present cargo management capabilities

At APSEZ, we provide manufacturing companies with a plug-and-play infrastructure without land or infrastructure issues, empowering them to grow their business

ESG personality

Most Indian port companies focus on servicing shareholder needs

APSEZ was the first Indian port to assess carbon footprint with a blueprint for progressive footprint reduction. It was the first Indian port company to commit to carbon neutrality

Technology as an enabler

In most Indian port companies, technology adoption is at a nascent stage

APSEZ invested in artificial intelligence, machine learning and automation. It implemented the world's first large Terminal Operating System (TOS) implementation (managed remotely). It leveraged diverse technology platforms to enhance service visibility and transparency

Our logistics arms

APSEZ: Largest port operator in India with 12 multi-purpose ports/ terminals (including under construction Vizhinjam port), handling containers, dry, liquid & gas cargo across the coastline.

Adani Logistics (APSEZ subsidiary): The most diversified and largest private rail operator in India with 6 multi-modal logistics parks across North, West and South India. Engaged in developing 9+ MMLPs across India and 60 million sq ft of warehousing space by FY 2025-26. Provides first and last mile connectivity through vehicles (owned and leased).

Assets	Trains	MMLPs	Grain silos	Warehousing	Rail tracks
FY 2015-16	**24 trains**	**4 MMLPs**	--	**0.4 million** Sq. ft	**510 Km**
FY 2021-22	**75 trains**	**6 MMLPs**	**0.87 MMT**	**0.8 million** Sq. ft	**690 Km**
	3x	**3x**	**3x**	**75x**	**3x**
FY 2024-25	**200+Trains** (Largest singular private players)	**15 MMLPs** (Covering all key markets)	**2.5+ MMT** (Market leader with 40% capacity)	**60 million Sqft.** (15% of market capacity)	**2000+ Km** (Largest private rail network)


PACIFIC EXPLORER
PANAMA

The seriousness of our intent as a transport utility is reflected in our building India's largest logistics complex.

The big picture

Space-plus approach + **Largest scale** + **Service integration** + **Multi-modal**

Logistical specialisation + **Annuity engagement** + **Enhanced customer competitiveness**

Overview

India's success as an effective China alternative among global industrial buyers needs enhanced logistical efficiency. Besides, the logistical benefits arising out of GST reform needs to be taken ahead through a futuristic infrastructure. The desired infrastructure needs to be of a scale and scope available to a specialist for maximum effectiveness.

Uniqueness

Adani Logistics is developing a large logistics park in Kalyan (Maharashtra) as a warehousing and logistics hub addressing Mumbai demand. Adani Logistics' strategic partnership with an e-commerce major will help develop 'built to suit' warehousing. Adani Logistics aspires to grow to 60 million sq ft warehousing capacity by FY 2025-26.

In FY 2021-22, APSEZ commenced building a 'hinterland port' comprising 1450 acres. This multi-modal logistics park in Sanand, 40 Km from Ahmedabad, will be India's largest logistics and industrial park and expected to be commercialised in FY 2022-23 (phase 1).

This unique hinterland port represents First World infrastructure in a rapidly developing nation. It will provide just-in-time and just-in-place services. It will provide a multi-modal solution - a complement of rail, road, port and air linkages-from any point in the world to any point in the world. It will empower customers to focus on their competence (marketing, manufacture or product development), deepen the Company's respect as an end-to-end specialist and leverage Adani Group capabilities (port and rail operations, coal logistics). This logistics park will see phased development and generate significant employment opportunities.

Advantages

The logistics complex will be the largest in India by far when completed.

It could translate into multi-year engagements with customers, strengthening annuity revenues.

It is expected to generate fixed rentals arising out of space leased to customers and other logistics revenues arising out of value-added end-to-end services.

It provides tenants with quick, safe and competitive delivery (inward and outward; from doorstep to doorstep), building on the Group's experience as India's largest operator of ports, rail services (private sector) and inland terminals.

It possesses experience in handling diverse products like liquids, bulk, automotive, break bulk, grain and cement, among other products.

It will be serviced by connectivity to road, rail, air strip (within the complex) and the Kandla and Mundra ports (350 Km).

Its large facility will provide tenants with ample space to address their evolving manufacturing and warehousing requirements without needing to shift.

Its services will comprise port/rail handling, customs clearance, warehousing, material movement (warehouse-factory-warehouse-customer), replacing multiple vendors with one long-term partner.

It intends to deliver a cost-effective solution over the standalone costs of individual service providers.

Outlook

The proposed logistics complex represents a showpiece of India's superior logistics management, the first of such facilities across India; a string of similar facilities will provide pan-India companies with a one-stop national logistics solution.

The future is here.

Sanand project snapshot

India's biggest multi-model logistics park

This park will be connected to the Dedicated Freight Corridor and all major ports

This will be a first-of-its-kind multi-modal logistics park facility in India

This 1450 acres logistics and industrial park will provide multi modal connectivity.

The ₹50,000 crore investment is expected to be incurred across 10-15 years

Our proposed facilities

Air cargo hub

Customised / build-to-suit warehouses

Grade A warehouses

Textile warehouses

Handling zone for diverse cargo

Auto storage yard

Steel storage yards

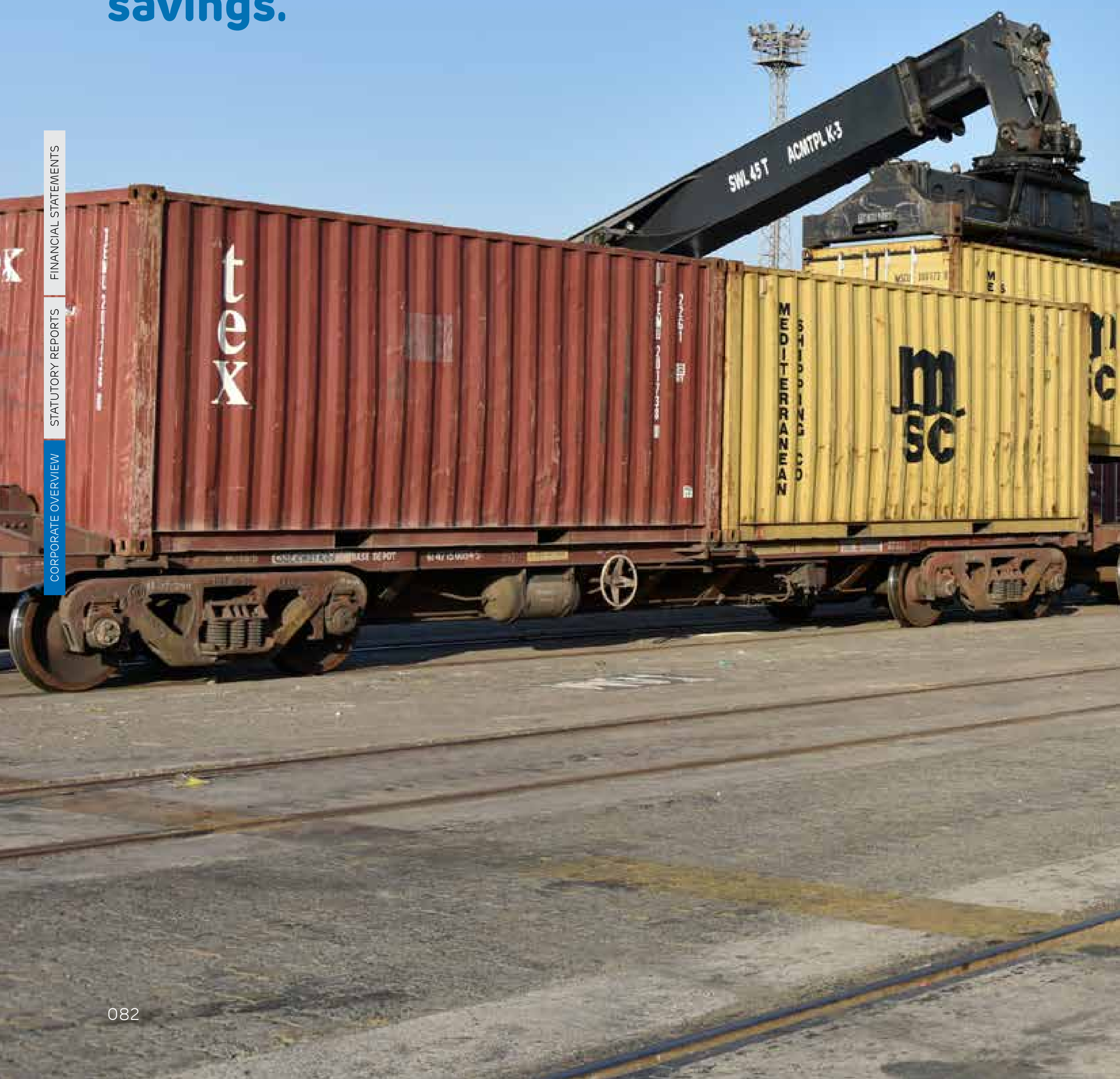
Petroleum Oil and Lubricants (POL) tank farms

Rail freight terminal

Container and bulk cargo storage and handling infrastructure

Other enabling infrastructure like business centers

Adani Logistics converted 18,000 truck movements to rail, with 80% GHG emission savings.



How APSEZ has demonstrated its transport utility credentials

Resulting in lower costs and enhance convenience for customers

Express freight train project

Adani Logistics ran export freight trains from Patli to Mundra port.

Adani Logistics emerged as one of the fastest container train operators in India.

Adani Logistics delivered in an average transit time of 27.2 hours (defined timeline around 48 hours).

Adani Logistics emerged as a frontrunner in India's plan to enhance super-fast freight train services.

Morbi Malya

Adani Logistics pioneered the conversion of freight traffic from road to rail over short distances where road movements were conventionally preferred.

The Company did so the Morbi-Mundra route (ceramic tiles hub of India) and Reliance Jamnagar-Mundra.

This enhanced cost efficiencies and moderated carbon footprint.

Adani Logistics converted 18,000 truck movements to rail, with 80% GHG emission savings.

Adani Logistics broke the myth that road-to-rail conversion is not economically feasible for short haul routes of less than 200 Km. This instance will help replicate road-to-rail solutions for industrial clusters across the country, ensuring sustainable, reliable and efficient supply chains.

Perspective

At APSEZ, we believe we are the bottom end of a multi-decade growth story

Overview

It would be predictable to perceive a conventional sector like ports to be a mature and slow growing sector in India.

We disagree.

We see the Indian ports sector at the bottom-end of a long J curve with prospects of rapid growth ahead for some good reasons.

One, as per studies conducted under the Sagarmala Programme, cargo traffic at ports is expected to be ~2,500 MMTPA by 2025, while the current cargo handling capacity of ports is 2,700 MMTPA and a roadmap has been prepared for increasing the Indian port capacity to 3,300+ MMTPA by 2025.

Two, the Indian Government needs to complete 218 on-going projects worth ₹2.1 trillion, of which 31 are under PPP framework (to be executed at an estimated cost of ₹50,000 crores) to ensure that by 2024, more than half Sagarmala projects in number and in value would be completed.

Three, private sector investments in ports have steadily increased over five years, touching an all-time high of USD 2.35 billion by 2020.

Four, when India grows into a USD 5 trillion economy by the later part of this decade, cargo throughput is likely to double from FY 2021-22 levels.

Five, Indian cargo throughput in FY 2021-22 was 1319 mmt, about one-tenth of the cargo throughput at China's ports. India handled 19.86 million TEUs, about 7.0% of the container throughput across all Chinese ports in 2021.

Six, when India achieves its target of a USD 5 trillion economy, the following targets would be in advanced stages of being achieved: USD 1 trillion of merchandise exports by 2028, USD 700 million of services exports by 2028, 500GW of renewable capacity and 50% renewable energy mix by 2030 as well as an increase in manufacturing sector share of India's GDP from 17% to 20%.

Seven, the Indian economy occupies a commercially enviable location on the global map, straddling Bay of Bengal, Indian Ocean and Arabian Sea. India's coastal front and hinterlands comprise vibrant Indo-Pacific economies.

Eight, almost 30% of the nation's export and import cargo is transhipped via foreign hubs, a reality that could soon change as India's ports become larger and can accept larger vessels.

Nine, China accounts for 16 ports in the global top 50; India accounts for only two ports- Mundra & JNPT.

Ten, India accounts for nearly 18% of the global population but its share in global exports for merchandise was a mere 1.71% and in global imports only 2.53%, a large headroom waiting to be corrected.

Analysis

A turnaround in the health of India's ports sector is happening in front of us today

Overview

In FY 2021-22, India's merchandise exports crossed USD 400 billion and reached USD 422.2 billion, a growth of 45.1% over USD 291.0 billion in FY 2020-21.

A part of India's dedicated freight corridor (DFC) is operative, enhancing the speed of evacuation of manufactured products towards their consumption points and moderating transportation costs, strengthening the country's logistics efficiency.

There is a growing conviction that following 5G investments, India would be poised to emerge as the next shipping hub, marked by international port standards.

The Economic Survey FY 2021-22 identified eight key initiatives to strengthen exports, including Remission of Duties and Taxes on Exported Products (RoDTEP), Developing District as Export Hub and Production-Linked Incentive scheme.

A consistent improvement in India's Economic Complexity Index indicates a growing sophistication of India's manufactured products, graduating the country from commodities towards value-addition.

India is negotiating Free Trade Agreements with Australia, EU and Canada. The landmark CEPA with UAE could increase bilateral non-oil merchandise trade to USD 100 billion over five years. India launched FTA negotiations with the UK that could double bilateral trade by 2030.

CII renewed the policy suggestion on how India needs to aim for 5% share of world merchandise exports and 7% in services exports by 2025.

There is a growing conviction that following 5G investments, India would be poised to emerge as the next shipping hub, marked by international port standards.

The APSEZ vision

Synced with national objectives and goals

Target 2030

To emerge as the world's largest port company and India's largest transport utility by 2030 with strategic assets across the globe, offering integrated logistics services driven by customer-centricity through technology and best in class talent, following international standards on sustainable health, safety, environmental, financial and governance practices.

How we intend to achieve Mission 2025

Environment-Social-Governance	Deepen the governance commitment through strategic transparency	Become a carbon neutral company by 2025	100% cargo management using renewable energy
Business mix	Focus on RoCE-accretive initiatives and investments	Increase the asset-light proportion of our revenues (logistics)	Diversify our existing cargo mix
Footprint	Widen and deepen our national footprint	Position an APSEZ port every few 100 kms	Increase our market share (cargo growth)
Asset management	Strengthen the sub-continental ports 'necklace' (organic/inorganic initiatives)	Enhance our asset utilisation	Enhance asset use flexibility
Customer focus	Long-term contracts	Stronger revenue visibility	Achieve a Customer Satisfaction Score of 95+ (of 100)
Financial structure	Disciplined capital allocation	Flexible capital expenditure	Enhance free cash flows
Technology	Invest deeper in technologies	Enhance customer delight	Enhance operating efficiency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Part 3

WHERE WE INTEND TO GO

How APSEZ's strategic differentiated platform has widened its industry leadership

1. Operationally integrated
2. Single-window convenience
3. Transparent approach
4. Guaranteed turnaround time service quality
5. Service-driven mindset
6. Peace of mind business proposition
7. Service integration
8. Ahead of the curve
9. Complement of ports
10. Project and operational competitiveness
11. Plug-and-play showpiece
12. Growing together with the customer
13. ESG at the center of all decision making
14. Technology as an enabler
15. Progressive containerisation

This is how we intend to build the world's largest port company by 2030

STRATEGIC

Port-plus approach

- Providing integrated logistics services solutions to customers: Investment beyond port assets like different types of Rakes, logistics parks, waterways, warehousing, agri silos and other hinterland-based logistic facilities.
- Focus on Port based industrialisation
- Moving progressively from port intermediation towards supply chain solutions
- Selection of projects around a pre-tax 16% project IRR
- Liquidity of net debt/EBITDA of 3-3.5x

Capabilities investment

- Deep capabilities developed through an experience in the development of varied projects
- Projects comprise waterfronts, onshore, back-up area, evacuation and connectivity infrastructure
- Established capability across greenfield, brownfield and terminal locations
- Established respect for commissioning large size infrastructure in time bound manner and at a lower cost
- Investment in port digitisation, IT and new age technology

Long-term relevance

- Investment in LNG & LPG: In line with India's gas-based economy and lower emission targets
- Capability in the creation of all-weather ports and terminals
- Terminals enjoy deep drafts (12.5m to 20m)
- Ability to accommodate the largest bulk and container vessels calling on India
- Mundra accommodates Very Large Crude Carriers (VLCC) and Ultra Large Crude Carriers (ULCC)
- Increasing relevance at a time of large vessel efficiency and economies
- Multimodal connectivity to ports

Locational presence

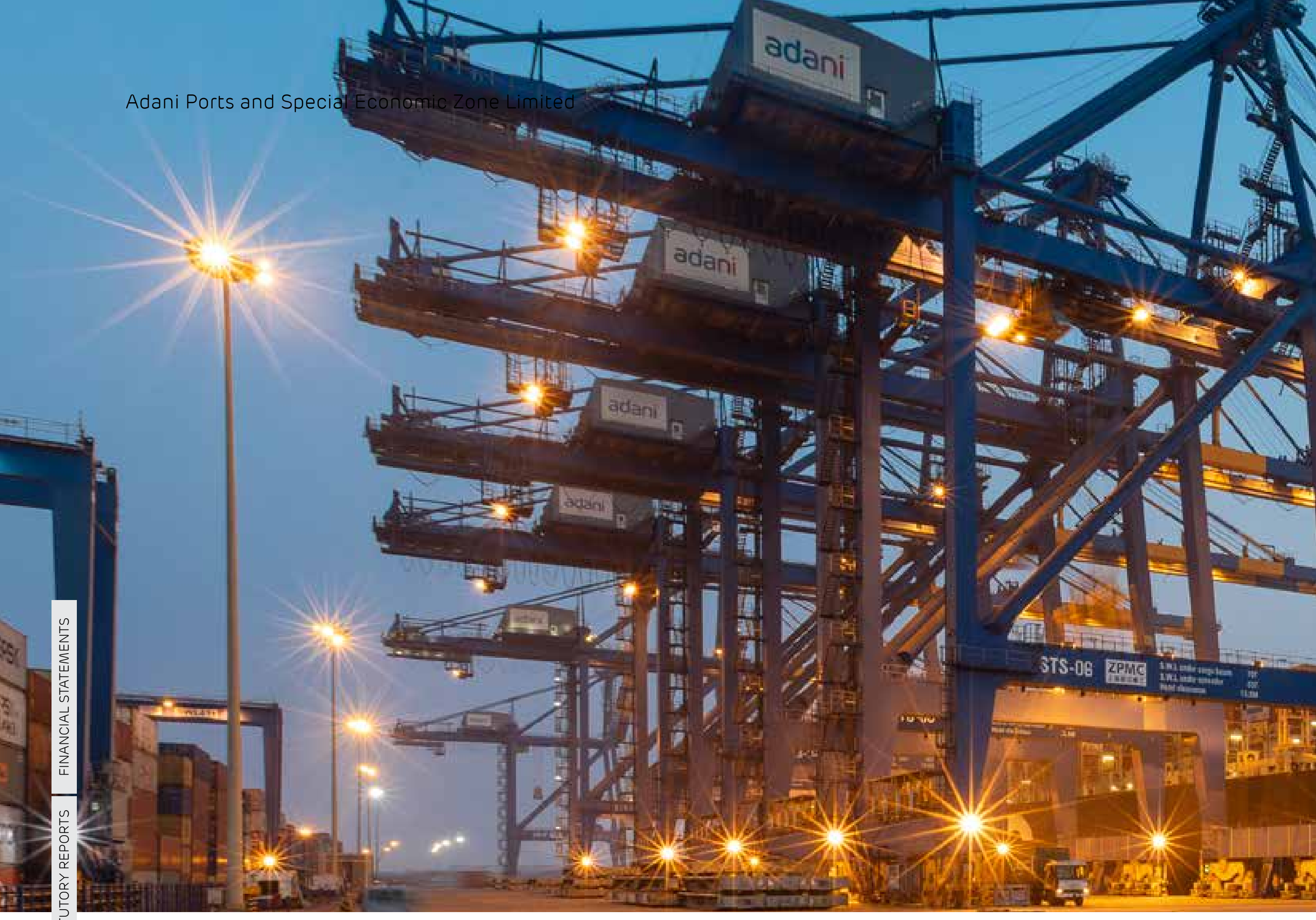
- 'Necklace' of ports around the Indian coastline
- Ports located from east to south to west India.
- Assets positioned to achieve an east-west parity and 'gateway to India' concept
- Strategic port location to serve a large population base, landlocked hinterland & minerals rich region of the country
- Exploring greenfield & brownfield port development opportunities at strategic locations: example Haldia (LoI issued to APSEZ in February. 2022) and Tajpur (bid was submitted in March 2022).

Technology

- Investment in large, futuristic and next-generation infrastructure
- Investment in a convergence of modern technologies
- Focus on speed, security, scalability, efficiency and experience
- Teams dedicated to IT, technology, IoT and analytics
- Systems designed to expedite adaptability of technology to any acquired asset

Connectivity

- Extend beyond the creation of passive and standalone trade gateways
- Ports positioned around business traction and delivery fulfillment
- Cross-country pipelines (Mundra to North India)
- Double-stack rail connectivity (Mundra to North India)
- DFC advantage at play



Customer mix

- Enhanced revenue predictability
- Focus on profitable and enduring customer relationships
- Diverse customer base comprising state-owned petroleum refineries, government-owned POL distribution companies, power plants, auto makers, shipping lines and container service providers

Cargo mix

- Diverse cargo mix dry, roll-on, roll-off, liquid bulk, container, LPG, LNG and crude oil
- Dry cargo from 50% in FY 2015-16 to 44% in FY 2021-22
- Containers 32% in FY 2015-16 to 38% in FY 2021-22
- Liquid & gas cargo: Crude/ others as a proportion of cargo from 17% in FY 2015-16 to 12% in FY 2021-22

Logistics mix

- Increased proportion of logistics revenue in the overall revenue mix
- Increased the proportion of logistics EBITDA in the overall profit mix
- Ensured control and co-ordination across the value chain by increasing a presence in various logistics segments (Container/bulk trains/ multi-model logistics park, inland container depots, warehouses, agri logistics, inland waterways and air freight stations etc.)

Financial

- Consistent Investment Grade rating (capped at the sovereign rating of Government of India)
- Efficient capital cost per MMT
- Extended average debt maturity from a trough of 5.2 years in FY 2019-20 to 6.6 years in FY 2021-22

ESG Focus

Committed to conserve and improve our environment and take steps towards building a vibrant, secure and resilient society, through a focus on Environment, Social and Governance (ESG) and Safety

Containerisation bias

- Consistent increase in container cargo as a proportion of overall cargo handled
- 5 APSEZ ports and two upcoming ports possessing container handling facilities
- Container portfolio growth of 14% CAGR in 5 years
- Container cargo market share at 43% of India's container cargo

Milestones

- FY 1998-99: Commissioned Mundra port
- FY 2010-11: Commissioned Dahej port
- FY 2012-13: Commissioned Hazira port
- FY 2013-14: Commissioned Murmugao terminal
- FY 2014-15: Acquired Dhamra port
- FY 2014-15: Operationalised the Vizag and Tuna terminals
- FY 2016-17: Acquired the Kattupalli port
- FY 2017-18: Commissioned the Ennore terminal
- FY 2020-21: Acquired the Krishnapatnam port and Dighi port
- FY 2021-22: Acquired a 41.89% stake in the Gangavaram Port
- FY 2021-22: Received LoA for the mechanization of Berth No. 2 (DBFOT basis) in Haldia

Insight

How APSEZ is strengthening its positioning as a sectorial outlier

Overview

APSEZ is the largest player in India's maritime sector and handled 312 MMT of cargo across 11 operating ports.

Railways player: The Company participated in the Indian Railways GPWIS Scheme, investing in 23 rakes connecting our ports (31 GPWIS rakes touching our ports). Under the GPWIS scheme, rakes are deployed for mine-to-power plant movements, increasing the potential for increased rake deployment.

Rail-based container handling in Mundra increased from 32% to 38%; Mundra port improved double-stack train handling from 39% to 48%, reducing delivered logistics costs and emissions; the Company engaged in the road-to-rail conversion of containerised cargo from Morbi to Mundra.

Scale: Mundra berthed the largest container vessel to call on India (APM Rafael with 17,292 TEU capacity).

Long-term tie ups: The Company entered into long-term customer contracts to deliver material to their doorstep or collect from their doorstep, enhancing cargo visibility while graduating from transactions to solutions.

Responsiveness: The Company is improving its rail-based turnaround time across ports, increasing the loading rate and reducing pre-berthing delays to moderate delivered logistics costs to customers.

Digitalisation: The Company invested in mechanisation and automation across terminals; its upgraded Terminal Operating System enhanced port efficiency; its in-house simulators prepared local talent.

ROCE increase: The Company sweated assets, increasing the utilisation of berths and equipment, generating a pre-tax IRR of 16% or more.

End-to-end solution: The Company provides a larger proportion of customers with end-to-end solutions, comprising the use of GPWIS rakes, rail logistics, warehousing and road logistic solutions including first mile, last mile and long haul trucking interventions.

Port-related industries: The Company attracted port-dependent industries, generating assured volumes for its ports. The Company signed an MOU with POSCO for setting up a steel plant; it is evaluating a slurry pipeline at Dhamra port and setting up a conveyor system to service Krishnapatnam.

Pan-India presence: The Company enjoys a pan-India presence to provide customers a complete solution (finally awarded an LoA for a terminal at Haldia).

ESG: The Company is intending to become carbon-neutral by 2025. It electrified all quay cranes (QCs) and invested in 400 E-ITVs to reduce fossil fuel consumption and move to electric equipment.

Capacity building: The Company is capable of berthing and handling the largest bulk and container vessels calling on India. The terminals possess deep draft, high mechanisation and automation, underpinned by state-of-the-art technology and adequate evacuation infrastructure (rail and road).

The outcomes of our value-focused approach

Sectorial leadership: The Company carved away more than a quarter of the port cargo market share in the world's fifth largest economy in less than a quarter of a century-with no previous sectorial experience.

Revenue visibility: The Company generated more than 49% of port throughput from customers of five years or more – progressively de-risked annuity-like volumes and revenues.

Profitability: The Company achieved possibly the highest EBITDA margin and growth-adjusted RoCE among peer port operators in the world.

Growth speed: The Company established its position among the five fastest growing port companies in the world.

Margins: The Company increased EBITDA margin from 54% in FY 2006-07 to 62% in FY 2021-22; EBITDA margin increased in 16 years out of 23 years of the Company's existence.

Liquidity: The Company has adequate liquidity that makes it growth-ready; it reduced Net debt/EBITDA from 4.4x as in FY 2015-16 to 3.4x as in FY 2021-22.

Productivity: The Company emerged as a global technology-driven showcase; people cost as a proportion of revenues was 1000+ bps lower than in developed countries.

Credit rating: The Company is the only Indian port infrastructure company to be accorded Investment Grade rating by leading international rating agencies.

APSEZ: We have created an entire ecosystem to enhance shareholder value

Our various arms provide an integrated solution for pan-India customers

Overview

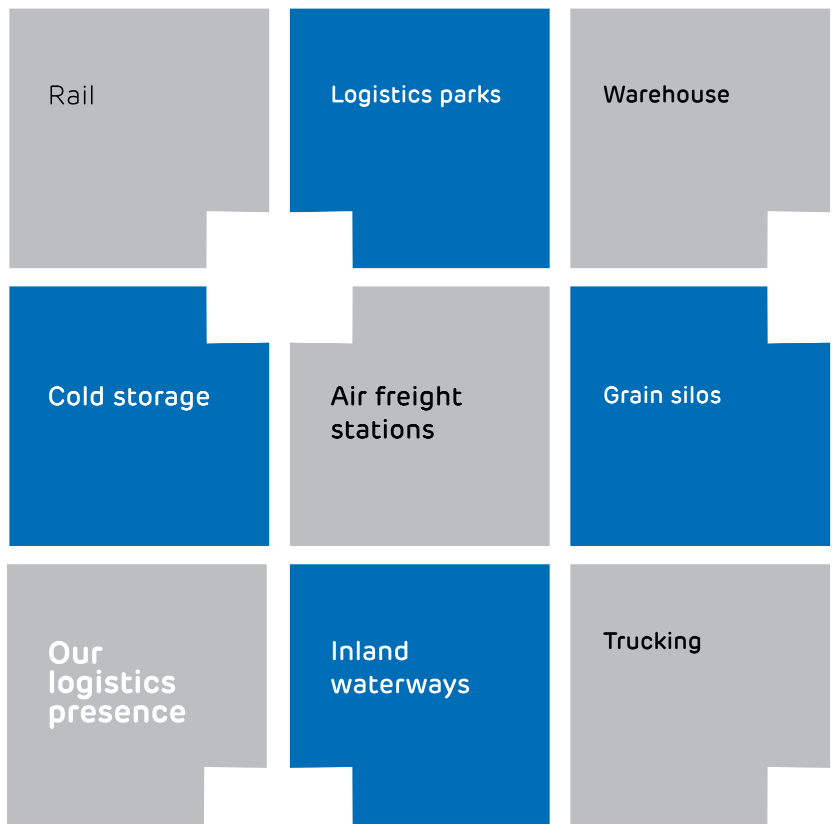
APSEZ is the largest player in India's maritime sector.

The Company has been investing in logistics and warehousing to develop multi-modal logistics parks in line with the coordinated and accelerated growth approach of Maritime India Vision (MIV) 2030

APSEZ progressively reinvented its personality as a transport utility through the following initiatives:

- APSEZ is developing India's largest multimodal logistics park at Sanand in Ahmedabad (1450 acres)
- APSEZ is expanding its presence on the East and West coasts of India; it added Krishnapatnam and Gangavaram to its ports portfolio in 2021
- It progressed with the construction of Vizhinjam in Kerala and a terminal in Colombo, a new transhipment hub for Southeast Asia

The Company intends to emerge as a one-point customer-centric transport utility across ports and hinterland with a pan-India integrated logistics presence. The Company will expand its logistics portfolio into rail, logistics parks, warehouses, cold-storage, air freight stations, grain silos, inland waterways and trucking.



Idea whose time has come

There is a growing relevance for integrated logistics services in India for good reasons.

One, there is a greater awareness that the age of passing cost increases to customers is over; companies will need to locate inefficiencies from within. The incremental margins of the future will need to come from waste elimination and moderated costs.

Two, the world is moving from quantity (or size) of Balance Sheets to quality (profitability) with a bigger premium on Balance Sheet hygiene.

Three, the world is moving towards sustainability, its manifestations being a movement towards solutions, service partnerships and service integration.

Four, India is passing through its largest expansion and modernisation of infrastructure, empowering transporters to deliver with enhanced speed from one point to another. Correspondingly, transhipments have declined; cargo is delivered to doorsteps.

Five, the Balance Sheets of service providers have begun to transform: an entirely new logistics-driven reality is emerging. Working capital cycle cycles have begun to get shorter on account of quicker resource access; working capital load has begun to decline due to lower inventories; working capital debt has begun to moderate in a number of cases.

Six, the customer in India is increasingly seeking to work with service providers who extend beyond the core service and provide a business-strengthening solution whose profitability outcome can be measured through superior margins.

Seven, as businesses get competitive, there is a greater willingness to outsource some non-core aspect to specialised service providers, so that managements can focus on what comes best to them.

Eight, the Dedicated Freight Corridor in India is expected to revolutionise India's freight cargo delivery through speed and volume.

Nine, the GPWIS Policy in 2018 empowered private players to invest in wagons to carry coal and iron ore.

For all these realities, customers are willing to pay better, extend to multi-year logistics partnerships and from inward materials to outward dispatch.

The service provider's edge

From the service provider's perspective, the delivery of an integrated service holds out attractive promise for credible reasons.

One, the assurance of a one-stop solution makes it possible to transform a transaction into a multi-year relationship.

Two, the multi-year engagement and revenue visibility make it possible to invest in long-term infrastructure.

Three, long-term infrastructure makes it possible to control costs, asset quality and service standard, translating into a desired holistic solution.

Four, the integration and scale empower the logistics service providing company to generate incremental margins from within and price competitively compared with the rest of the market – an unbeatable proposition.

Five, the service integration – road, rail, sea and air – makes it possible to enhance service flexibility that results in the quickest delivery at the lowest cost.

Six, in a country as large as India – one of the largest in the world by size and customers spread all over – efficient cargo movement represents the national lifeline, resulting in one of the largest under-penetrated opportunities for this business in the world.

APSEZ's preparedness

APSEZ's business model lies in aggressive and protected growth, which reconciles the best of a combined hunter-farmer model.

At the hunter level, we invest in new assets (ports, rail lines, rolling stock and multi-modal logistic parks) with proactive scale, speed and competitiveness. This represents our foundation of profitable long-term growth. At the farmer level, we ensure long-term revenue visibility, attractive delta and low operational costs (through a prudent leverage of technology and controls), leading to predictable business outcomes.

This combination – a platform-strengthening approach leading to secured annuity-like incomes – represents the core of our value-enhancement engine

Strategic clarity

At APSEZ, our principal achievement in the recent past has been the ability to enhance capital efficiency (RoCE) while being engaged in aggressive reinvestment without compromising Balance Sheet strength.

Following investment in the logistics business, the focus will be on capital efficiency, marked by asset sweating, revenue growth, cost control and disciplined capital allocation, strengthening the virtuous cycle. The Company will invest in projects marked by returns higher than pre-defined expectation; it will shrink the capital expenditure tenure that makes it possible to go into revenue mode faster; the Company's business will pivot around its IG rating in exchange for lower debt cost; it intends to bring into play new assets in Dhamra, Kattupalli, Krishnapatnam, Gangavaram and Dighi; it intends to widen revenue streams through the expansion of the logistics business; it intends to progressively monetise its SEZ and land bank with contiguous multi-modal connectivity; it intends to moderate its working capital cycle; it intends to double EBITDA by 2025.

Besides, we intend to diversify our cargo away from coal towards a balanced cargo mix, enhance the proportion of non-Mundra ports, leverage strategic partnerships with TOTALEnergies in the LPG/ LNG business and with MSC and CMA-CGM in the container business; enter strategic partnerships and a user-driven capex in the ports business; leverage digital technologies to reduce costs; enhance the proportion of revenues from the container business; become carbon-neutral while promoting a green supply chain.

APSEZ emerged as a successful bidder and received LoA from Dedicated Freight Corridor Corporation of India Limited (DFCCIL) for the development of freight terminals with exclusive station connectivity across eight locations in Western Dedicated Freight Corridor (WDFC) and Eastern Dedicated Freight Corridor (EDFC). Once developed, these terminals on WDFC will enjoy direct DFC corridor connectivity and accelerate cargo movement, leveraging the advantage of a double-stack container rake movement, reducing logistic costs for users.

What we have achieved till now

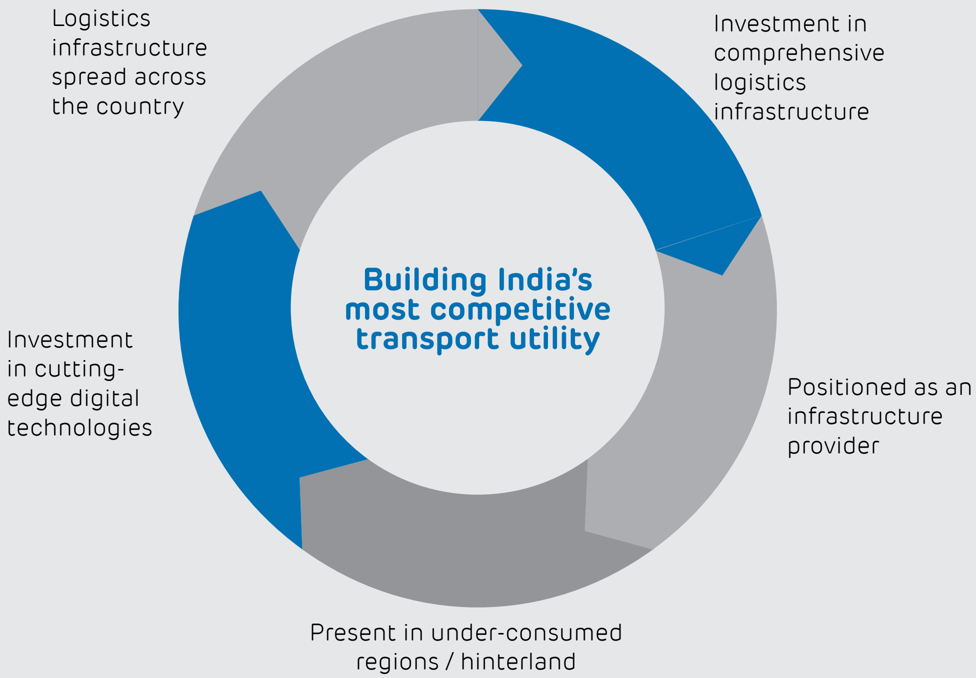
APSEZ is India's largest integrated logistics company and India's most valuable listed ports company

It has emerged among the five fastest growing global port companies

It reports among the highest EBITDA margins in the global ports sector

Its market capitalisation has outperformed the growth of the BSE Sensitive Index since 2010 by ~2x

How a complement of logistics service locations can catalyse growth



The broad elements of how we enhanced shareholder value over the years

Pioneering

Scale

Speed

Efficiency

Responsibility

Sustainability

Pioneering	Entry into adjacent sectorial spaces	Pioneered the concept of an integrated logistics solution	Supported by various micro pioneering initiatives	Building an unassailable competitive advantage
Relevance	Business typically partnership-driven	Multi-year revenue agreements	Enhanced prospect of annuity revenues	Stable costs; increasing delta over time
Scale	The largest Indian integrated logistics company	Largest Indian port operations by any company	Largest Indian multi-modal logistics parks builder	Largest Indian private rail network and train operator
Speed	Grown from scratch to the largest Indian port operations company in 24 years	Among the five fastest growing port operating companies in the world	Cargo volume grew by a CAGR of 13% in the five years ended FY 2021-22	Grown East coast port capacity from 7% of total port capacity (FY 2014-15) to 38% (FY22)
Efficiency	Among the highest EBITDA margins among global port operators	Additional margins derived from integration, not passing on cost increases	Sustained logistics leadership to be derived from investment ahead of the curve	Growth largely funded from free cash flows or fresh equity issuance (no Balance Sheet stress)
Responsibility	Strong governance; relatively de-risked approach	Secured long-term revenue visibility	Large national employment driver	Port operations to emerge carbon-neutral by 2025
Sustainability	Investment in business platforms for scalability	Long-term customer relationships; enhanced revenue visibility	Proactive port and warehousing presence with growing hinterlands	Multi-year debt maturities matched with a long-term asset life

How we strengthened our business

Number of ports

11
Operational ports, FY 2021-22

Port capacity

498 MMT
Port capacity, MMT, FY 2020-21

538 MMT
Port capacity, MMT, FY 2021-22

Logistics infrastructure

1
Logistics parks, FY 2006-07

5
Logistics parks, FY 2020-21

6
Logistics parks, 2021-22

Logistics capacity

60
Number of trains, FY 2020-21

75
Number of trains, FY 2021-22

How we generated superior financial hygiene

Capital employed

66,474
₹ crore, Capital employed, FY 2020-21

84,096
₹ crore, Capital employed, FY 2021-22

Liquidity

3.3
Net debt/EBITDA, FY 2020-21

3.4
Net debt/EBITDA, FY 2021-22

Earnings

8,063
₹ crore, EBITDA, FY 2020-21

9,811
₹ crore, EBITDA, FY 2021-22

Free cash flow intensity

72
Free cash flow as % of EBITDA, FY 2020-21

54
Free cash flow as % of EBITDA, FY 2021-22

How we were rewarded by the markets

Capital appreciation

31,637
₹ crore, market capitalisation, 31st March, 2010

1,42,710
₹ crore, market capitalisation, 31st March, 2021

1,63,540
₹ crore, market capitalisation, 31st March, 2022

Liquidity

417
% growth in market capitalisation (2010-2022)

231
% growth in BSE Sensex (2010-2022)

Cumulative dividend payout

7,075
₹ crore, following listing until FY 2021-22

19
% payout ratio since listing until FY 2021-22

20-25
% declared payout ratio

Total delivered shareholder value

44,000
₹, Investment in 100 shares on listing in 2007

3,99,300
₹, value of equivalent shares (market value plus dividends earned) as on 31st March, 2022

Part 4

HOW OUR COMPANY IS ENHANCING INTEGRATED VALUE


adani

Value Creation

Integrated Value Reporting

Our Capitals

All organisations depend on various forms of Capitals for their value creation. Our ability to create long-term value is interrelated and dependent on various forms of Capitals available to us (inputs), how we use them (value-accretive activities), our impact on them and the value we deliver (outputs and outcomes).

The various Capitals influencing our business and their impact

	Financial Capital	Manufactured Capital	Intellectual Capital
What is it	Create value for shareholders through sustainable growth	Resilient assets and equipment to deliver services to customers	Consider innovation as a strategic element of the Company
Management approach	• Create value for shareholders through sustainable growth	• Resilient assets and equipment to deliver services to customers	• Consider innovation as a strategic element of the Company
Significant aspects	• Balanced and diversified growth • Sound financial structure • Operational excellence • Sustainable outcomes and dividends	• Number of ports, Inland Container Depots (ICDs), warehouses cargo handling capacity • Other assets	• Digitalisation for efficiency Disruptive technology and business models • Collaborate with partners for innovative business solutions

	Human Capital	Natural Capital	Social and Relationship Capital
What is it	Employee knowledge, skills, experience and motivation	Natural resources impacted by the Company's activities	Ability to share, relate and collaborate with stakeholders, promoting community development and wellbeing
Management approach	• Availability of a committed and qualified workforce offers an inclusive and balanced work environment	• Ensure sustainable use of natural resources and contribute to combating climate change	• Promote trust with stakeholders, improving the quality of life of people in areas of presence • Wellbeing of the workers and dignity of workers • Zero incident programme
Significant aspects	• Employee well-being • Talent management • Diversity, equal opportunity • Learning & development	• Climate change • Preservation of biodiversity • Management of environmental footprint • Operational excellence and energy efficiency	• Stakeholder engagement • Community support programmes • Human rights • Brand management • Transparency and good governance • Corporate reputation

APSEZ's growth platform

Capital					
Financial Capital	15,934 Revenue (₹, crore)	9,811 EBITDA (₹, crore)	4,795 PAT (₹, crore)	11 ROCE (%)	
Manufactured Capital	312.39 Total cargo volume (MMT)	8201.55 Total container volume handled (TEU's '000)			
Intellectual Capital	Real-time vessel movement tracking	Streamlined data repository			
Human Capital	10.39 Employee voluntary turnover	6.61 Revenue per employee (₹, crore)	0 LTI On-roll + FTE on Contract	0 Fatalities On-roll + FTE on contract	
Human Capital	0 Injury rate for On-roll + FTE on contract (Per million man hours worked)				
Natural Capital	10,86,392 Total power consumed (GJ)	155 Energy intensity (GJ/Revenue in ₹ crore)	209.69 Environment investment (₹, crore)	4,731 Water consumed (million litres)	
Natural Capital	0.26 Water consumption intensity (ML/ Revenue in ₹ crore)	3,22,499 GHG Emission (tCO_2e)	17.8 Emission intensity (tCO_2e/ Revenue in ₹ crore)	1000 (Ha), Terrestrial plantation	3239 (Ha), Mangrove plantation
Social and Relationship Capital	6.68 Number of direct and indirect beneficiaries (lakh)	0.26 Injury rate of contractual workforce (per million person hours worked)	3 Fatalities contractual workforce	16 LTI contractual workforce	
Social and Relationship Capital	49.89 CSR expenditure (₹, crore)	Guidelines on Human Rights	Guidelines on Diversity & Inclusion	Increased transparency with ESG dashboards	Good governance UNGC membership

Analysis

Our APSEZ business model

Financial Capital

38,643
Equity
(₹, crore)

45,453
Debt
(₹, crore)

4,795
PAT
(₹, crore)

Manufactured Capital

11
Operating ports/ terminals
2
Ports under construction

6
Multi-modal logistics park

538
Cargo handling capacity (MMT)

12,000+
Land bank (hectares)

0.87
Operational agri silo capacity (MMT)

Intellectual Capital

Standard operating procedures

Workflow automation

Human Capital

2,660
Permanent employees

76
Full-time employees - on contract

85
% of engineers or specialised/professional degree holders

3.54
Average training, person-days a year

16644
Average safety training employee (person hours)

Social and Relationship Capital

804	49.89	92544
Employee volunteering hours	(₹, crore) CSR expenditure	(Person hours) Average safety training worker

Natural Capital

61.2	31.1	7.7	155	4,731
Fuel (%)	Grid (%)	Renewable (%)	Energy intensity (GJ/Revenue in crore)	Water consumption (ML)

0.26	209.69	2850
Water consumption intensity (ML/Revenue in crore)	Environmental investment (₹, crore)	Mangrove conservation (Ha)

Value created

Culture-efficiency improvement: Enhancing and sustaining the business through improvements in asset utilisation, focus on collaborative work and innovation

Consumer logistics: Full-scale logistic solutions provider to customers

Container and cargo growth: Focusing on growth by improving the stickiness of cargo through long-term contracts, cargo diversification and bringing together shipping lines

Priorities

- Placing customer-centricity as a pillar to drive profitability and revenues
- Enhancing value through automation and technology use
- Improving market share
- Targeted cargo growth at 1.5x+ of the all-India level
- Progressive ports EBITDA improvement by 100 bps

Outputs

Investors: Stable returns through share price appreciation and dividend pay-out

Customers: Value to customers by providing high quality solutions

Employees: A safe, rewarding and inspiring place for employees to work and develop their careers

Community: Improving the quality of lives; leadership committed for social and environmental sustainability

Supply Chain

- Partnership opportunities for suppliers and sub-contractors to contribute and share in our success
- Placing customer-centricity as the key pillar to drive profitability and revenue
- Enhancing value through automation and technology use
- Improving market share
- Target to maintain cargo growth at 1.5x of the all-India level
- Progressive port operations EBITDA improvement by 100 basis points

The outcomes of our business model

Financial Capital

15,934
Revenue
(₹, crore)

9,811
EBITDA
(₹, crore)

4,795
PAT
(₹, crore)

11
RoCE (%)

5
(₹ share) dividend proposed by the Board

Manufactured Capital

312.39
Cargo volume (MMT)
(18% y-o-y growth)

8201.55
Total container volume handled (TEU's '000)

67
Non-coal volume out of total volume handled (%)

Intellectual Capital

Integrated real-time vessel movement tracking

Streamlined data repository

Minimised congestion, pollution due to the deployment of technologies

Human capital

10.39
Employee voluntary turnover (%)

0
LTI -On-roll+ FTE on Contract
16
Contractual workforce

0
Fatalities — On-roll + FTE on Contract
3
Contractual workforce

Social & relationship capital

6.68
Total number of direct and indirect beneficiaries (lakh)

63
Local procurement (%)

Natural Capital

129438
GHG Scope 1 emission (tCO_2e)

193063
GHG Scope 2 emission (tCO_2e)

471649
GHG Scope 3 emission (tCO_2e)

17.8
GHG intensity (Scope 1 + Scope 2) (tCO_2e /Revenue in crore)

12995
Waste managed (MT)

48516
Carbon offset due to renewable energy projects (tCO_2e)

742
Wastewater recycled and reused (ML)

Stakeholder engagement

Engaging with our stakeholders - fostering relationships

We continue to listen to and fulfil the aspirations of our stakeholders. Over the years, we have built a cohesive team around mutual respect and trust.

Overview

At APSEZ, we responded to the views and concerns of our internal and external stakeholders, adapting to emerging risks and striving to meet expectations placed upon the Company as an integrated business. Listening to the stakeholders helps us understand external views and concerns leading to appropriate responses. It provides valuable information and feedback on our strategic approach, policies and procedures.

We engage with stakeholders through a variety of mechanisms, including direct dialogue, surveys, engagements at professional and industry forums, and information sharing. The frequency and nature of this dialogue are designed to facilitate regular communication with stakeholders on key issues. We conduct additional engagements with stakeholders as a part of the development of our sustainability reports; this feedback is important in report preparation.

Our stakeholders comprise customers, employees, investors, government, communities and suppliers who help design business strategy. All these groups have a compounding impact on the Company in terms of risks, opportunities and growth potential.

External stakeholders

Ongoing engagement

- Formal and informal reviews of projects, programs and relationships
- Key conferences and industry events
- Feedback from key suppliers and contractors
- Management Programme
- Meetings & consultations
- Helplines
- Grievance redressal mechanisms

Annual feedback

- Stakeholder interviews
- Media & social media reviews

Regulators

Financial

Contractors & suppliers

Customers

Communities

Rating agencies

Peers

Media

Associations

Internal stakeholders

Ongoing engagements

- Knowledge sharing sessions
- Team and staff meetings
- Open forums
- Employee surveys
- Newsletters and intranet sites

Annual Feedback

- Stakeholder interviews
-Media and social media reviews
-Exit interviews
-Performance evaluation

Employees

Board of Directors

Direct Stakeholders

Indirect Stakeholders

We conduct continuous dialogues with stakeholders through various means. During FY 2021-22, we engaged one-to-one with most stakeholder groups - face-to-face and digital engagement, while sharing insights with our teams. We understand that resources are required to acquire feedback and are committed to listen to stakeholders. We consider the nature of business relationship, mega trends and sector outlook as guiding notes to revise our materiality matrix.

Engaging with key stakeholders

	Community	Customers	Investors	Suppliers	Regulators	Employees
What matters to our stakeholders?	The communities around our operations share resources and have their livelihoods dependent on natural resources. It is essential that we maintain healthy relationships with communities	As preferences change, understanding our customers is essential for growth	It is essential we maintain the support of our investors to maintain access to capital	Effective relationships with suppliers of materials and service vendors are essential to an efficient, productive and secure supply chain	We work with and comply with the regulatory environment in which we operate, and work collaboratively to develop solutions for common challenges.	The quality of our people drives our growth. We understand the value of responding to feedback from our employees to maintaining a fulfilling, rewarding and work environment
How do we respond?	Livelihood Support Social Infrastructure Health & Safety Environment Conservation Biodiversity Conservation	Service Quality Automated access to services Clear Information Meeting Sustainability Initiatives Ease of Business Cost, Price	Business Performance ESG Agenda Corporate Governance Compliance Strength of Leadership	Health & Safety Fair Payments Ethical & Fair Practices Infrastructure	Regulations Tax Human Rights Climate Change	Compensation & benefits Training & development Diversity & inclusion Feedback & engagement
Where to look in the report?	CSR (Page 220) Building sustainable future (Page 143)	Customer Centricity (Page 184).	Economic Performance (Page 12, 101) Corporate Governance (Page 237, 324) ESG(Page 143)	Human Rights (Page 127, 189, 208) Supplier Assessment (Page187)	Compliance (Page 152) Corporate Governance (Page 237, 324)	Knowledge Capital (Page 198)

Stakeholder engagement

Suppliers engaged via ESG assessment and human rights assessment

We conduct Supplier ESG assessment where environment KPIs such as energy use, water use, efficiency, fuel consumption etc. are a part of the evaluation process. Suppliers and vendors who work in our premises are regularly monitored to ensure that they operate in compliance with environmental laws, company policies and commitments.
They are graded on their ESG performance and action plans are developed to help them improve. Suppliers with an overall score of more than 90 are recognised, which encourages others to emulate. During the on-boarding process and later on a regular basis, the suppliers undergo third party audit of their operations for compliance with safe working condition requirements, avoidance of child and forced labour and human rights due diligence.
An ongoing assessment of the suppliers' human rights policy alignment takes place through the annual vendor engagement survey and one-to-one meetings. *More details can be accessed in the Supplier section.*

Customers engaged via survey

Customers (shipping lines) are required to follow The Berthing Guidelines, which provide guidance on the efficient provisions of pilotage services and agreed operational parameters and environment & safety measures endorsed by the Marine Department.
Environment protection is a shared responsibility of our customers who have a significant impact on marine biodiversity.
Customers are assessed on their environment and sustainability policies and their alignment with the sustainability goals of APSEZ. In surveys, customers are asked to disclose about their environment and health & safety management systems & certifications and targets on carbon reduction, waste management and water efficiency. Customer human rights policies are also assessed with the information on their adherence to labor laws, minimum age of the workers, minimum wages paid and anti-discrimination and diversity policy. *More details can be seen in the customer section.*

Community members engaged via need-based assessment and impact assessment surveys

Need assessments are carried out to identify and prioritise the interventions required by the communities. Impact assessments of various community development projects are performed by third parties to measure positive impacts of our various CSR interventions undertaken. Alongside, some human rights studies/ assessments are carried out.

Employees engaged via employee survey and human rights survey

Every year, as part of our annual evaluations, we conduct surveys with the employees to understand how the Company performed from their perspective, where we lacked and how we can improve. This enables us to improve towards our goal to becoming the employer of choice. This year, we also asked employees about any workplace harassment or discrimination faced, the effectiveness of the system to identify and report human rights issues, and the awareness of various means to report any abuse.

Grievance redressal

Grievance management system

A robust and effective grievance redressal process is necessary for a large organisation like ours to build trust among stakeholders. We are committed to hear all stakeholders and address their concerns. To facilitate this, we adopted an integrated, seamless and transparent grievance redressal platform called Grievance Management System (GMS). This online platform is adopted by all our functions and caters to the needs of all the internal and external stakeholders, including, community, vendors, suppliers, customers, and permanent & contractual employees. This is a common platform for all APSEZ businesses - Ports, Logistics, Dredging and Harboring- and is hosted on APSEZ website.

The process of raising a query or complaint with APSEZ and getting resolution is transparent, unambiguous and time-bound. A stakeholder needs to register oneself through e-mail or phone by generating an OTP and raise the case (queries, issues or complaints) through the online GSM application. Once the case is booked, it goes to a gatekeeper who can respond directly if the scope of it falls under his/her ambit or gatekeeper can assign it to the concerned level 1 respondent. The case can further be reassigned to other respondents in the responsibility chain. The gatekeeper also helps to reallocate the request on the assigned grievance, register stakeholders on their behalf, review the final comments given by all the respondents and submit to stakeholder.

The defined procedure for redressal sets responsibility within the concerned team and provides definite timeline for the resolution. Here, the use of technology has made the process efficient and scalable. Moreover, the GSM dashboard gives real-time status and expected time for resolution to the stakeholder. The stakeholder can also view the response on the dashboard, provide feedback or reopen the case if not satisfied.

Other means of grievance redressal

APSEZ has an open-door culture to listen to its employee concerns and feedback. We believe listening and responding to our people is important as this gives a sense of importance / confidence to them. Hence, we encourage our people to speak up if anything within the Company affects/concerns them.

'Speak-Up' is APSEZ's online Grievance Redressal system specifically for employees, wherein they can raise their concerns to be taken up by the Grievance Redressal Committee (GRC) and resolved within 14 working days. Detailed communication pertaining to this is shared with all employees.

In addition, grievance registers, complaint boxes are available at sites/locations wherein complaints can be registered. Workers that are engaged on contractual basis can report their grievances to their respective contractor representative or the Company supervisor. The contractor is expected to take the required action to address the worker grievances, and if required, can raise the grievance to HR and respective functional heads.

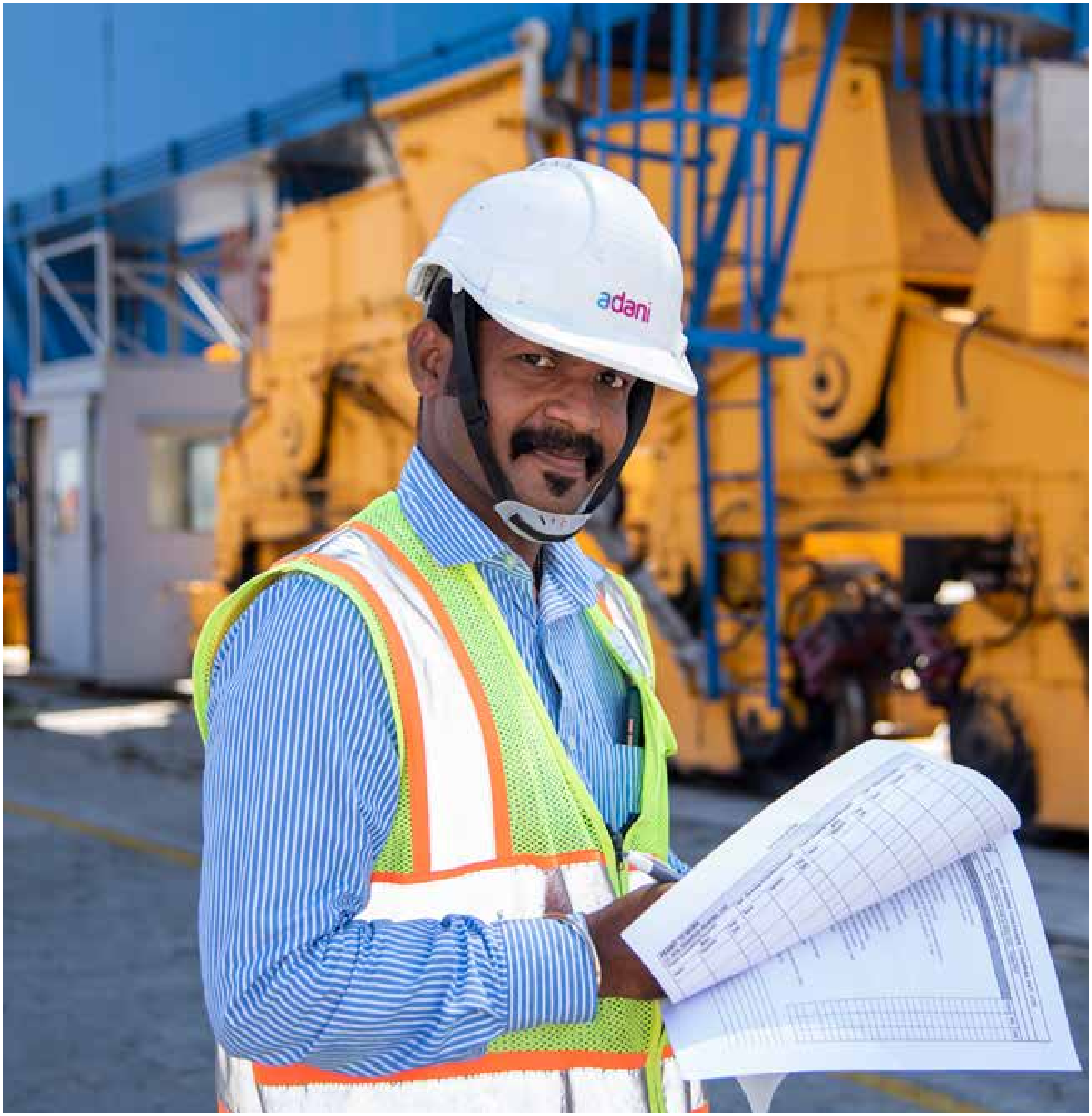
Suppliers, Consultants, Retainers, Clients or any other parties that are engaged on a project / periodic basis are governed can raise their complaints with the concerned HR Business Partners and respective functional heads.

Several people across our site (supervisors, seniors and department heads) can be reached directly for reporting any grievance. We provide communities with a system for reporting grievances, which are recorded, reviewed, escalated and actioned upon within a stipulated time frame.

Advocacy and leadership

Advocacy and leadership serve as the foundation of APSEZ's democratic decision-making and policy development. We participate in sector-specific public consultations and are partner in regional and national opinion-forming processes, thus, influencing the decisions made by political, economic and social organisations. We are determined to play a constructive role in shaping a regulatory framework for the organisation with reliable support from our Board members in collaboration with local governments, industry associations and customers to develop policy briefs. We monitor relevant global and national topics that allow a timely identification of government schemes, policies and incentives that may have a positive or negative impact. Topics that are particularly relevant to APSEZ include environment, climate change, port development for trade enhancement, resource efficiency, marine pollution, biodiversity etc. Industry associations through which we participate in advocacy and leadership initiatives:

- Confederation of Indian Industry (CII)
- World Economic Forum (WEF)
- Federation of Indian Export Organisations (FIEO)
- Federation of Indian Chamber of Commerce and Industry (FICCI)
- The Associated Chambers of Commerce and Industry of India (ASSOCHAM)
- Ahmedabad Management Association (AMA)
- Gujarat Chamber of Commerce and Industry (GCCI)
- Federation of Kutch Industries (FKI)
- Hazira Area Industries Association (HAIA)
- Southern Gujarat Chamber of Commerce & Industries (SGCCI)
- Gujarat Safety Council – Vadodara (GSC)
- National Safety Council – Mumbai (NSC)
- Industrial Waste Management Association, Chennai (IWMA)
- The Company subscribes to the following externally developed principles:
- United Nations Global Compact (UNGC)
- India Business & Biodiversity Initiative (IBBI)
- IUCN - Leaders for Nature (LfN), India



Materiality

Issues that influence value creation

A key strength of our approach to sustainability is a robust process to identify and understand the most material ESG priorities.

Strong foundations

We have been engaged in materiality assessments since 2015, which we review on an annual basis and refresh through an in-depth process every two years. This helps us assess the level of importance of topics for our stakeholders and business - those with the highest level of importance form our ESG agenda, those that comprise risks to business continuity and have a financial and / or reputational impact on business.

This comprehensive approach to evolving our ESG agenda ensures that we keep pace with emerging prioritites and stakeholder expectations. The current topics were defined through an in-depth materiality assessment in 2019. The assessment led us to refresh our strategy with the purpose of buiding a futuristic port for stakeholders.

The ESG agenda is central to our purpose. It reflects reducing harm – environment, people and society as a principal focus, underpinned by excellence across ESG priorities.

The materiality assessment

We work with internal stake and external stakeholders to identify material topics. The process we adopt have been given below:

Identify

We identify a list of topics based on feedback from stakeholders - issues by investors, suppliers, communities, employees and governments as part of our enagagement and grievance redressal systems.

In addition, we commision social media analysis as well as a benchmarking of industry peers. Further inputs include reviews of merging national and global regulations; international standards such as UN Sustainable Development; external reports; risk reports such as those of the World Economic Forum.

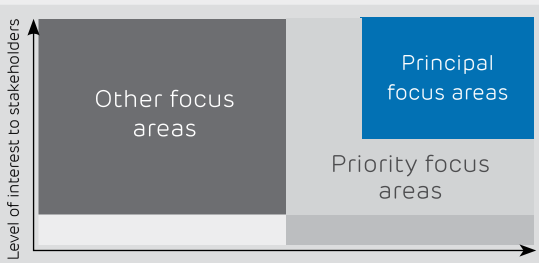
The external inputs are complemeted by internal insights, including Group and company strategies, risk register, group policies, principles and standards.

Assess

All issues identified in the first stage are grouped under common themes and mapped onto a materiality matrix. This mapping uses a defined scoring methodology to assess the level of importance for our stakeholders and current or potential impact on the business.

Prioritise

We prioritise issues in the order of significance and impact to create an ESG agenda and also the content of our reporting. Some issues have shifted in importance.

Stakeholder engagement Investor feedback Media review Emerging regulations International standards Company inputs Peer benchmarking Megatrends	**Stage 1** IDENTIFY THE ESG TOPICS
Level of interest to stakeholders Other focus areas Principal focus areas Priority focus areas 	**Stage 2** ASSESS THE LEVEL OF SIGNIFICANCE &IMPACT
MATERIALITY MAP	STAGE 3 PRIORITIZE

Top three material topics

Human rights (Medium-term, social)	Climate change: long-term, environment)	Biodiversity & land use: medium-term, environment

Human rights form a part of our social pillar, gaining in prominence, reflecting the significance of Covid-19 pandemic and the inequalities highlighted by external factors. The material issue of climate change, biodiversity and land use continue to be a priority, reflecting the growing evidence of likely impacts on business and society.

Other material topics

Occupational Health & safety (short-term, social)	Natural resource conservation (long-term, environment)	Community relations (short-term for new projects, medium for operational projects, social)	Availability of skilled talent (short-term, Social)
Employee engagement & well-being (short-term, Social)	Vendor relations (medium term, Social)	IT & Cybersecurity (short-term, Economic)	Social infrastructure availability (long-term, Social)

Materiality trends

Material issues impact our ability to enhance stakeholder value. A short-term shift in priorities was observed following the pandemic, wherein material aspects like cybersecurity, availability of skilled manpower, vendor relations as well as labour relations became prominent. 'Vendor Relations' and 'Availability of Skilled Manpower' increased in importance, owing to higher expectations for APSEZ to support vendors that operate within our premises and mass migration of the workforce leading to the non-availability of skilled manpower during the pandemic. Employee well-being became more prominent, reflecting issues highlighted by the Covid-19 pandemic and general shifts in stakeholder views and market forces.

Work-from-home put cybersecurity at risk considering the prospect of data breaches following confidential data flow across online pathways. Social infrastructure availability leveled down as a consequence of movement restrictions during COVID-19. Besides, 'Community relations' remained high on our list on account of rising APSEZ expectations to provide services to the community coupled with natural resource conservation (among other important concerns of stakeholders influencing our sustainability performance).

Backing our business operations during the COVID-19 pandemic

The Indian economy continued to witness an exogenous shock in the form of the COVID-19 pandemic. India's policy response of effecting a complete lockdown to contain the spread of the coronavirus resulted in restrictions on the movement of goods across India, including ports and logistic-based transport volumes. However, as the economy unlocked, incremental and sustained recovery materialised in key economic parameters.

APSEZ suffered (along with competition) through slow business during successive lockdowns. APSEZ incorporated business continuity actions to ensure that the Company operated with minimal disruption. Business contingency strategies and measures were implemented. The lockdown provided APSEZ with an opportunity to reflect on commitments to SDGs. During this crisis, ASPEZ came across challenges comprising the availability of a sufficient workforce to operate sophisticated ports equipment, shortage of labourers for port operations, port cargo evacuation as well as challenges in the free movement of people and machines to operations and construction sites. The Company's proactive stakeholder management approach enabled it to implement short-term responses to put the business on track. The Company believes that a robust system and framework towards SDGs developed over the past few years helped it rebound with speed. The Company's peaceful coexistence with neighboring communities helped address the need for labour when a majority of the migratory labor returned home. The Company stuck to its Labor Dignity principle, where facilities were provided to labourers. Standard operating protocols ensured that pandemic transmission risks were minimised. The complete sanitisation of all workplaces and operations was ensured. The introduction of 100% thermal scanning minimised risks; an awareness campaign was organised through online platforms. To avoid workplace overcrowding, the Company segregated core and non core staff activities (several employees were asked to work from home). The Company ensured that the administrative workforce occupancy did not exceed 30%. At workplaces, all possible measures were taken to curb disease spread. To boost immunity, online yoga classes were started for employees; in the office, ayurvedic *kaadha* was provided to build immunity. Efforts were made to facilitate a contactless workplace, where sensors were installed across locations to avoid physical contact. The Company took care of transporters, contractors, vessels operators and other customers. The 750-bed G.K. General Hospital in Bhuj added a fourth medical oxygen plant, ensuring uninterrupted oxygen supply to patients. Adani Foundation donated ₹100 crore to the PM Cares Fund in addition to resources directly spent to address the affected.

Adani Logistics led groupwide supply chain and logistics management for Covid-19 vaccination pan India, covering 100,000 Km. Vaccinations were carried out across 48 hubs; the deployment was controlled through a central command and control centre in the Adani corporate headquarters.

ESG outlook

APSEZ's ESG outlook is aligned with what we do and where we intend to go as a Company. Our desire is to be a leader in managing risks and operations. There is a global shift in mainstreaming ESG practices. APSEZ believes in a growth narrative that contributes to the social welfare of communities reconciled with business growth. APSEZ is committed to become carbon-neutral by 2025. The Company is aligned with various commitments linked to a social license to operate, climate change, employee well-being and ecosystem preservation.

Our ESG approach

APSEZ's ESG strategy is based on the premise that sustainable value creation is not just beneficial for the Company but the entire value chain. We aligned our strategy to encompass the guidance of national and international standards, frameworks, guidelines and commitments viz. TCFD, UNGC principles, NGRBC, GRI standards, IIRC, BRSR, SDGs and IBBI etc. The implementation of ESG principles starts from conceiving the project and continues through the life cycle of the business. Material ESG topics are prioritised across all business stages. The setting and implementation of targets are prioritised, backed by an appropriate policy framework, approved by the Board of Directors and relevant Committees. Addressing stakeholder concerns and responding to the voice of various stakeholders, internal as well as external, are important to our ESG approach. We fulfill these through continuous stakeholder consultations and grievance redressal initiatives. We make transparent and accurate disclosures of our ESG performance. APSEZ participates in disclosures like CDP, S&P Global's Corporate Sustainability Assessment; these initiatives are captured through our integrated report, dashboards and other publications or forums. To keep disclosures transparent and accurate, we follow a robust assurance process.

Goals and targets

APSEZ's reporting boundary includes ports, logistics, dredging and other businesses. We have set ESG goals and targets for APSEZ that is to be achieved by 2025 (please refer ESG targets and performance). Some of these targets will help us achieve carbon neutrality by 2025.

Strategic oversight of ESG

At APSEZ, we have a clearly defined governance structure to ensure Board level oversight, and management of our sustainability agenda and ESG priority areas across our ports and logistics business. This provides a flexible channel for the flow of information, decision making, management and oversight of ESG from strategic business units up to the Board level.

The Board, supported by Corporate Responsibility Committee (CRC), Corporate Social Responsibility Committee (CSRC), Stakeholder Responsibility Committee (SRC) and Risk Management Committee (RMC), monitors performance, adherence to the standards and risks in the organisation. Our Board is underpinned by a Corporate Responsibility Committee (CRC), which possesses the responsibility for overseeing the implementation of the ESG Strategy and policies, including the management of transition risks. Members of the CRC are responsible for delivery against ESG targets.

Management of ESG priorities is embedded across business areas, corporate and business unit level, flowing from the Board. At the corporate level, we have a CRC, responsible for reviewing performance against environmental and social metrics and developing a strategy. The ESG team develop the Company's ESG agenda and support business functions in driving implementation. Business functions are responsible for the implementation and execution of the ESG agenda, tracking and monitoring performance.

Board oversight	Corporate Responsibility Committee (CRC) Corporate Social Responsibility Committee (CSRC) Stakeholder Responsibility Committee (SRC) Risk Management Committee (RMC)	Quarterly meetings
Management oversight	Sustainability Leadership Committee (SLC) - Corporate Level	Sustainability Steering Committee (SSC) - site level
Working group	CORPORATE ESG TEAM Develops the Company's ESG Agenda and supports business functions in driving the implementation.	**Site ESG team** Responsible for the implementation and execution of the ESG agenda, tracking and monitoring performance.
	BUSINESS FUNCTIONS Responsible for the implementation and execution of ESG agenda, tracking and monitoring performance.	

Management approach

Policies & guidelines

At APSEZ, our policies are endorsed at the Board level and aligned with international standards. The policies support the effective identification, management and mitigation of ESG risks, opportunities and impacts for our business. We implemented policies which comprises our commitment to operate the business sustainably.

Name of Policy	Details	Stakeholder Groups Coverage	Board Committee
Environmental Policy	Environmental and climate objectives and targets	Employees Suppliers Customers Governments	Corporate Responsibility Committee Corporate Social Responsibility Committee Risk Management Committee
Energy & Emission Policy	Energy and carbon mitigation strategies	Employees Suppliers Customers Governments	
Water Stewardship Policy	Fresh water footprint, waste water treatment	Employees Suppliers Governments	
Corporate Social Responsibility Policy	Improve lives through Integrated & Sustainable Development	Communities Governments	Corporate Social Responsibility Committee Corporate Responsibility Committee Stakeholders' Relationship Committee
Occupational Health & Safety Policy	Safe and healthy workplace; prevent occupational illness and injury	Employees Suppliers Customers	
Human Rights Policy	Prevention of child labour & forced labour, employee workplace harassment and discrimination	Employees Communities Suppliers	
Related Party Transaction Policy	Approval, disclosure and reporting requirements for related party transactions	Shareholders	Audit Committee Nomination & Remuneration Committee Stakeholders' Relationship Committee Risk Management Committee
Dividend Distribution & Shareholder Return Policy	Dividend payout	Shareholders Investors	
Nomination & Remuneration Policy	Qualification and remuneration of directors and senior management	Directors Investors	
Code for Fair disclosure of UPSI	Procedures for fair disclosure of unpublished price sensitive information	Investors	

We recently updated our policies on Diversity and Inclusion, Sustainable Procurement, Information Security and Working Hours in line with global best practices and fulfilled our comittment towards ethnic and gender diversity, supply chain responsibility, information protection and employee health and well being. We will continue to enhance our ESG policies in sync with evolving global best practices and requirements.

Management systems supporting implementation of ESG

The Integrated Management System (IMS), comprising quality, environment and occupational health & safety, supports the setting up of roles, responsibilities and reporting process. This applies to all units of APSEZ, including joint ventures, partners, customers and suppliers, based on legal requirements, internal policies and standard operating procedures.

All our operating ports and two joint ventures (AICTPL and ACMTPL) are certified with IMS (Quality Management System (ISO 9001:2015), Environment Management System (ISO 14001:2015) and Occupational Health and Safety Management System (ISO 45001:2018), Energy Management System (ISO 50001:2018). Three ports are ISO 28000:2017-certified (Security Management System for Supply Chain).

[1] https://www.adaniports.com/Investors/Corporate-Governance

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Our dredging company SSIDL and harbouring company TAHSL are certified with IMS.3 Logistic. Sites (Kishangarh, Patli, Mallur) are certified with IMS, comprising (Quality Management System (ISO 9001:2015), Environment Management System (ISO 14001:2015) and Occupational Health and Safety Management System (ISO 45001:2018) All our operating agri-logistics sites are certified with Food Safety Management systems (ISO 22000:2018).

We rolled out ISO 27001:2013 – Information Security Management System (ISMS) across sites in line with our information security policy. At APSEZ, all business heads/department heads are directly responsible for ensuring a compliance with our information security policy in their respective businesses . Regular training on Information Security is provided to all employees and wherever applicable to third parties e.g., sub-contractors, consultants, vendors etc. to ensure that we comply with all the audit, legal, statutory, regulatory, and contractual requirements about information security.

We deploy extensive multi-level training programmes with cross-functional teams to ensure that policies, implementation and a sharing of best practices occurs continuously. Beyond knowledge sharing, various avenues for employee motivation to perform on ESG are also explored. Rewards, awards and monetary incentives are built into our system. For instance, variable pay components for certain employees are incorporated into our safety performance, energy performance and water management.

Monitoring

Sustainability Information Management System (SIMS) assists in decentralising data input and enables the regular assessment of performance and progress by designated persons. Monitoring is carried by the site team and HQ ESG teams – the core committees on the site and HQ - on a monthly basis, with a periodic reporting of performance on most indicators to the senior management and quarterly basis to the Board and external stakeholders.

Audit and Assurance

The audit of performance, in conformity with applicable laws and regulations, is important. We determine the effectiveness and efficiency of our sustainable operations in compliance with ISO 14001 Environment Management System and other certifications. While the IR Class conducts annual environmental audits for APSEZ, a sustainability assurance is conducted half-yearly by EY. We are also engaged in the internal audit of operations every six months.

Social & environmental due diligence – ESMS & ESMP implementation in progress

In today's global economy, environmental and social responsibility are critical. Environmental and social management system (ESMS) assists businesses in integrating plans and standards into core operations, allowing them to anticipate environmental and social risks posed by their activities and avoid, minimise and compensate for such impacts. A good management system provides for consultation with stakeholders and means for addressing concerns from workers and local communities. Consequently, APSEZ adheres to IFC Performance Standards by the World Bank during construction, operation, decommissioning and also for mergers and acquisitions.

We developed Environment & Social Management Plans (ESMPs -aligned with IFC PS) and are in the process of implementation of these, covering all environment & social aspects for our operational ports in a phased manner.
We continued Supplier ESG assessment where environmental KPIs such as energy use, water use, efficiency, fuel consumption and Social KPIs like occupational health & safety, human rights etc. are a part of the evaluation process. Suppliers and vendors who work in our premises are regularly monitored to ensure that they operate in compliance with environmental laws, company policies and commitments.
Vendors are graded on their ESG performance and action plans developed to help them improve. Suppliers with an overall score of more than 90 are recognised, which encourages others to emulate. More details on supplier engagement & assessment can be seen in the Responsible Supply Chain section of this report.
Customers are required to follow The Berthing Guidelines, which

provide guidance on the efficient provisions of pilotage services and set out agreed operational parameters, environment & safety measures endorsed by the Marine Department. We ensure that our customers - shipping lines - comply with the Environmental Protection guidelines issued by the Marine Department. Environment protection is a shared responsibility of our customers who have a significant impact on marine biodiversity.

Our guiding focus

We track our performance against several ESG-related ratings and rankings. In each of the following areas, we continue to outperform or are comparable to our peers.

CDP DISCLOSER 2021	• APSEZ participated in CDP annual disclosures for climate change and water security. • In CDP Disclosure 2021, APSEZ Scored 'B' for Climate Change and 'B' for Water Security. APSEZ also received 'A-' in the Supplier Engagement Rating.
S&P Global	• APSEZ is participating in DJSI Corporate Sustainability Assessment.
SCIENCE BASED TARGETS	• APSEZ committed for Science Based Targets initiative – Business ambition for 1.5 degree Celsius. • APSEZ is in the process of setting the target and submitting it for validation.
SUSTAINABLE DEVELOPMENT GOALS	• APSEZ aligns its ESG activities with the United Nations Sustainable Development Goals (SDGs).
IBBI INDIA BUSINESS & BIODIVERSITY INITIATIVE	• APSEZ signed up for India Business & Biodiversity Initiative. • APSEZ submitted its first progress report in 2020.
	• APSEZ is a member of the Climate Ambition Alliance, committed to net zero emissions by 2050.
TCFD	• APSEZ is a supporter of the Task Force on Climate Related Financial Disclosures. • The Integrated Annual Report FY 2021-22 is aligned to TCFD recommendations. • APSEZ will publish its TCFD report in 1H FY 2022-23
IUCN	• APSEZ is a member of International Union for Biodiversity Conservation. (IUCN LfN India) • APSEZ is enhancing awareness among employees across its sites through IUCN - Leaders for Nature.
UNITED NATIONS GLOBAL COMPACT	• APSEZ is a member of United Nations Global Compact and committed to conduct all the activities in alignment with the 10 Guiding Principles. • APSEZ will submit the first communication on progress in August, 2022. • APSEZ is a member of United Nations Global Compact and committed to conduct all the activities in alignment with the 10 Guiding Principles.
CEO WATER MANDATE	• APSEZ is endorsing United Nations CEO Water Mandate. • APSEZ will submit the first Communication on Progress in 2022.
IFC International Finance Corporation	• APSEZ developed Environmental and Social Management System in alignment with IFC's eight performance standards. • APSEZ developed site-specific management plans which is under implementation across the sites.
GRI	• APSEZ aligns its ESG reporting framework with GRI standards.
INTEGRATED REPORTING <IR>	• APSEZ publishes its annual disclosure as per the IIRC framework.
National Guidelines for Responsible Business Conduct	• APSEZ submits the Business Responsibility & Sustainability Report (BRSR) as part of Integrated Annual Report.


LIEBHERR

Our discipline

APSEZ: How we have created a progressively de-risked operating model, ensuring business sustainability

Overview

The world is marked by unforeseen developments like economic downtrends, uncertain trade flows, restoring of industries, geopolitical events, trade wars, pandemics and other uncertainties. These events could have an adverse impact on the Company's reputation, brand, financial condition and operations, hindering its peaceful co-existence with society. There is also a growing investor recognition that profit protection must precede growth

The result is a greater priority on comprehensive risk management and mitigation, warranting an investment of time, competence and organisational priority. The objective of this de-risking commitment is to protect business viability during periods of economic weakness and generate a vigorous rebound during recovery. At APSEZ, we are committed to guarantee that we constantly monitor the potential threats and opportunities that we could face to ensure that we remain resilient. We aspire to story ahead of the curve when it comes to effective risk management. This commitment to comprehensive de-risking has been drawn from the deep multi-decade Adani Group commitment to de-risking. The Adani Group de-risking philosophy has been centred across the following principles:

Engaged in business marked by flow management (cargo, resources, people, and power)	Presence in sectors with large operating headroom	Recognition that growth represents effective de-risking	Sustain growth even during periods of economic slowness
Grow at the lowest cost, strengthening any-market competitiveness	Grow with corresponding checks and balances, enhancing business predictability	Investment in business enablers that enhance nimbleness	

Institutionalised risk management framework

At APSEZ, we believe that business sustainability is derived through the identification of probable business downsides coupled with proactive safeguards. This aspect is gaining increased relevance in a world where businesses and realities are marked by a larger number of uncertainties (Black Swans). The more competently we manage these risks, the stronger our capability to weather the unforeseens. Over the years, the Company has instituted a systematic risk management approach. This comprised the creation of a Group level Risk Management Team to appraise changes in the external and internal business environments as an when they transpire (real-time) and implement counter measures. However, in the recent past, the Company institutionalised an Enterprise Risk Management (ERM) framework. This includes the creation of risk management teams at different decision making levels. From the executive team, business risk management is the responsibility of ESG Head (Chief Risk Officer) with the reporting to CEO-APSEZ to ensure independence from other functions. ERM follows 'bottom-up' and 'top down' approaches for effective risk management. The ERM tool comprises the following features:

- Overall location and Company level dashboard
- Category wise risk dashboards with impact
- Generation of heat maps for each user and function
- Risk trends report § Risk severity charts with overall risk severity mapping (H-M-L)
- Location-wise severity
- Bubble charts used to examine impacts and the likelihood of risks on a quarter-to-quarter basis
- Risk severity in risk registers based on a colour coding system
- Access to management users for viewing dashboard for locations and central functions
- Audit trail kept at each level of design
- Auto alerts of risk cards at defined frequency to risk owners and chief risk officers.

We extended our understanding of risks from the strategic and macro to the micro – right down to the ground operating level. In doing so, the Company widened risk understanding from the Board to the employee level, creating a culture of preparedness. These risks have been addressed through an institutionalised approach based on our longstanding experience, engagements with stakeholders and insights of our Board members. The responsibility of highlighting risks has been vested with employees based on their circle of competence while the responsibility to design counter risk initiatives has been vested with the senior management and a specific committee within the Board.

Our risk management discipline

Risk identification	Risk assessment	Risk recording	Risk mitigation	Risk monitoring
Risks are continuously identified and reported using templates and tools	Identified risks are analysed and assessed to determine triggers, impact and likelihood	Key risks are established, prioritised and documented and risk owners are appointed	Risk mitigation action plans are prepared and implemented across the affected businesses	Development of key risks and mitigation actions are monitored by risk deep dives and reporting

Risk management system

In FY 2021-22, APSEZ continued to strengthen its comprehensive system to promptly identify risks, assess their materiality and take measures to minimise their likelihood and losses. Risk management was applied across all management levels and functional areas. Risk management roles were distributed across the Executive Management, Risk Management Committee and Audit Committee.

Key roles and responsibilities

The Executive Management and/ or Risk Management Committee performed the following functions in FY 2021-22:

- Periodic review and approval of various business proposals for their corresponding risks and opportunities.
- Provided guidance over risk supervision, risk assessment and risk management.
- Developed risk assessment and measurement systems.
- Established policies, practices and other control mechanisms to contain risks.
- Reviewed and monitored the effectiveness and application of risk management policies, related standards and procedures.
- Reviewed and identified risks in the area of cyber security and management

Implementation

During the period under review, the Risk Management Committee held four meetings. The Company's Board-approved Risk Management Policy comprised material risks faced by the Company that were identified and assessed. The Company set up a policy framework for ensuring better management of risk profile. The Company provided importance to prudent project (conceptualisation, implementation and sustenance) practices, putting in place suitable risk mitigation measures. The risk management framework of APSEZ sought to minimise the adverse impact of risks on key business objectives and enabled the Company to leverage opportunities. The Company designed and operated its risk assessment model that factored quantitative and qualitative information.

The prominent risks and responsibilities as estimated by the Board Committee

Risk	Nature of risk	Strategic objectives impacted	Responsible Executive Management Team
Industry risk	External	Ensures financial flexibility; maintains long-term optionality	Business Development Head of each SBU & Team
Technology risk	Operational	Focuses on people, planet and prosperity; optimises overheads, costs and capital expenditure; Improves portfolio quality	IT Head (CDO) and IT & Data Security Committee
Political risk	External	Ensures financial flexibility; maintains long-term optionality	Site CEO's office, CEO's office and corporate affairs
Regulatory risk	External	Improves portfolio quality; maintains long-term optionality	Regulatory team
Competition risk	External	Ensures financial flexibility; maintains long-term optionality	Site CEO's office and business team
Geographic focus risk	Strategic	Optimises overheads, costs and capital expenditure; Improves portfolio quality; maintains long-term optionality	Site CEOs, COO and APSEZ CEO
Climate risk (physical & transition)	Operational	Focuses on infrastructure vulnerability, competitiveness, people, safety and resource availability (water and power); optimises overheads, costs and capital expenditure	ESG team and CEO APSEZ
Land availability risk	Strategic	Focus on people, safety and sustainability; optimises overheads, costs and capital expenditure; Improves portfolio quality; maintains long-term optionality	Strategy team, land team and projects
Timely project commissioning risk	Operational	Optimises overheads, costs and capital expenditure; improves portfolio quality; maintains long-term optionality	Operations head of each SBU

Risk	Nature of risk	Strategic objectives impacted	Responsible Executive Management Team
Human rights risk	Strategic	Focus on people, planet, and prosperity, Maintains long-term optionality	ESG team
Debt repayment risk	Strategic	Ensures financial flexibility; optimises overheads and capital expenditures; Maintains long-term optionality	Head, Finance
Returns risk	Strategic	Ensures financial flexibility; Maintains long-term optionality	CEO's office
Liquidity risk	Strategic	Ensures financial flexibility; Maintains long-term optionality	Head, Finance
Controls risk	Operational	Focuses on people, safety and sustainability; Optimises overheads, costs and capital expenditure; Improves portfolio quality	CEO's office

Strategic objectives

- Maintains long-term optionality
- Improves portfolio quality
- Focus on people, planet and prosperity
- Ensures financial flexibility
- Optimises overheads, costs and capital expenditure

The mitigation of the most prominent risks, FY 2021-22

In FY 2021-22, APSEZ proactively worked on mitigating key risks to reduce residual risk levels. Efforts were invested in every decision-making platform, operating site and business to mitigate risks identified. The COVID-19 pandemic-related risk was effectively handled across APSEZ through proactive strategies, which reflected on overall operating and financial performance.

Risks & their description	FY 2021-22 risk assessment & consequences	Risk movement/ trends	External stimulus and our strategic response
Political risk: This comprises the risk of a change in the government that could review existing policies	• Major Port Authorities Act 2020: The Govt. of India introduced the Major Port Authorities Act 2020 to increase participation of the private sector in port industries. Major Port Authorities Act also provides freedom to port authority/ PPP operator to fix tariff. It confers power to the port body to raise loans and issue securities for developments. This Act will increase competition in the Indian ports sector. • A review of existing policies could affect sectorial and corporate prospects.	Stable	• The Indian government announced a number of long-term policies that enhanced the relevance of the ports and logistics sectors in India. • Through Major Port Authorities Act 2020, APSEZ is also pursuing an opportunity to engage in major port terminals to increase its presence across the Indian coastline and offer services to customers.

Risks & their description	FY 2021-22 risk assessment & consequences	Risk movement/ trends	External stimulus and our strategic response
Regulatory risk: The business is marked by permissions and restrictions across countries that could affect trade flows.	• This could potentially translate into censure and operational slowdown. • This could affect the Company's credit-rating. • Other policies-related risks like environment protection etc.	Low	We have positioned ourselves across products, customers and markets that address a growth in humankind's needs for better living. We believe that regulation in a core industry can streamline a largely unorganised sector, widening the market size and opportunity. APSEZ strategies are in line with the national direction as far as infrastructure investments are concerned. We developed a proactive in-house team to detect changes in the policy domain that could affect our performance. APSEZ takes necessary corrective actions based on policy related market intelligence.
Competition risk: The business could attract a sharp increase in competitive ports for cargo	• Pressure on pricing. • Increased competition could affect growth and margins	High	• The Company developed a pan-India presence to serve customers across India. None of the other competing players possess this capability in India. • At many places we engaged customers for ports volume like power plants and vegetable oil refinery, which provide a competitive advantage over other ports. • APSEZ is an integrated player offering ports and logistics service (E2E) to various customers through their strategic assets like ports, terminals, MMLP, different types of rakes, IWT, grain silos. None of the Indian players possess as diverse a capability in India. • The Company is the largest Indian private commercial port operator with the lowest operating cost. • The Company established a respect for taking the business of its customers ahead.
Human rights risk: Being complicit in human rights risk violations could negatively impact reputation	• This could potentially translate into censure and operational slow down. • This could affect the Company's credit-rating. • This could impact company's reputation and ability to raise capital from ethical sources	High	In order to ensure intentions are turned into results, APSEZ, in 2021, revised its human rights playbook to include - ESG due diligence for all offshore mergers & acquisitions, as well as greenfield projects. The Company will also conduct: • A participatory human rights survey with community and other key stakeholders to capture risks and perceptions related to human rights violations. • A Social Impact Assessment to mitigate risks related to human rights and people care at the planning stage. The Company will conduct regular engagement surveys with key stakeholders and impact assessment of key community initiatives undertaken.

Risks & their description	FY 2021-22 risk assessment & consequences	Risk movement/ trends	External stimulus and our strategic response
Cyber-attack risk: APSEZ is progressively moving towards digitisation, online platform developments and other similar IT initiatives. Hence data breach and cyber-attacks need to be prevented.	• Supply chains continue to be digitalised, with growing traction of electronic booking platforms. • Cyber attacks could adversely impact business functions comprising financial losses, loss of customer confidence, reputational damage and operational accident. • APSEZ has invested heavily to protect the Company from cyber-threats	High	• Constitution of Information Technology & Data Security Committee • Implementation of Information Security Management System (ISO 27001) • APSEZ mitigation plan included a cyber security program, SOP across functions, cyber security awareness programs to employees and the development of business continuity plans.
M&A strategy risk: There is a premium on the need to develop a successful Mergers & Acquisitions (M&A) strategy to fulfil our growth aspirations through inorganic growth acquisitions	•Failure in concluding acquisitions could lead to financial, brand, reputation and other risks.	Low	•APSEZ has holistically analysed each M&A target with a set SOP format. • APSEZ developed a standard framework for acquired assets, which includes the integration of functions and operations. • Constitution of a Merger & Acquisitions Committee
Geographic focus risk: The business focus on select geographies could expose it to risks of change in weather patterns.	• Extreme weather patterns like cyclone impacting port operations. • This could moderate operational competitiveness. • This, in turn, could affect stakeholder confidence.	Low	• We developed site-specific disaster management plans & carried Climate Vulnerability Assessment and prepared adaptation plan to address challenges. • The Company invested in data-based research before it arrived at the selection of stable geographies of its presence. • The Company has not faced any decline in asset productivity based on erratic (though fleeting) weather patterns.
Auction risk: An inability to submit the lowest bids for port projects could translate into a loss of prospective revenue.	• This could stagger the Company's growth rate. • This could affect the Company's ability to enhance revenue visibility and corporate predictability	Stable	• The Company developed a robust techno-commercial capabilities in submitting winning bids. • The Company was selective about bidding only for projects that promised an attractive profitability hurdle rate. • APSEZ's demonstrated success can be validated though its emergence as the largest Indian private sector port Company in a little more than two decades

Risks & their description	FY 2021-22 risk assessment & consequences	Risk movement/ trends	External stimulus and our strategic response
Land availability risk: The business is land-intensive; inability to acquire the right land parcel (by size, topography, location and cost) could affect growth prospects.	• Availability of land banks across proposed developmental sites. • This could affect corporate growth. • Increased land cost could affect competitiveness.	Medium	• A centralised land management team was developed to facilitate the land acquisition process. This department helps procure land from various agencies and individuals. • The land team digitised the Adani group land records and developed dashboards to arrive at the real-time status of APSEZ properties. This enables quick decision making for development projects
Project management risk: An inability to commission projects on schedule could affect the Company's reputation and market standing.	• Usually projects delay also incur additional cost. • In case-to-case projects, this also leads to punitive charges/ fines. • Opportunity cost loss. • This could stagger revenue inflow. • This could increase project cost and affect long-term project viability	Low	• The Company co-ordinated across resource assessment, land acquisition, construction readiness, technical studies, and supply chain management, resulting in projects being implemented quicker than the sectorial benchmark. • The Company drew on the Adani Group experience of having successfully implemented projects across 12 port locations in India.
Receivables risk: An inability to market services to credible customers could affect receivables and revenues.	• A low revenue visibility could enhance the risk quotient of the project. • A higher risk project with an open revenue position could affect credit rating	Low	• The Company worked with credible customers resulting in timely cash flows and virtually no payment defaults
Debt repayment risk: The business has long-term debt, any failure in repayment or servicing could affect its prospects.	• This could affect the Company's credit worthiness and its prospects of mobilising debt at a low cost for onward expansion	Low	• The Company maintains a safe buffer of more than 1.25x, adequately covering periodic payables to lenders in the next 12 months • The average tenure of the long-term debt on the Company's books increased; debt cost declined in FY 2021-22. • The Company was accorded IG rating, the highest within India's ports sector.
Currency risk: The Company's debt repayment could be stretched by adverse currency movements.	• The quantum of forex debt to be repaid could increase beyond the projected figure.	Medium	• The forex-linked revenues have provided 2.3x cover over forex debt obligations. The trend is expected to continue.

Risks & their description	FY 2021-22 risk assessment & consequences	Risk movement/ trends	External stimulus and our strategic response
Locational risk: The Company could invest in the wrong port location, a risk that is virtually impossible to correct.	• APSEZ has a robust framework for the evaluation of new business opportunities at any location. All port site selection has been done through this mechanism. • The Company could be affected by a decline in investment payback that could affect overall margins. § The risk could affect the Company's brand and organisational morale.	Low	• The Company conducted extensive studies across port establishment costs, cargo throughput possibilities and hinterland development prospects to arrive at an informed investment decision. • APSEZ actively engaged with all relevant stakeholders for business sustainability. • All the Company's investment decisions were based on a pre-tax 16% IRR hurdle rate. • The robustness of the Company's decision-making capability was reflected in each port being profitable and growing year-on-year.
Demand risk: There is a risk that emerging cargo demand from a port may not materialise the way once forecasted.	•Due to the pandemic, port volumes witnessed an overall reduction across India. •Energy-related commodities especially thermal coal, crude and POL witnessed the highest decline in cargo volumes. •Erratic demand patterns can affect port utilisation and revenue predictability	High	• APSEZ developed most of its port portfolio as a multi-commodity managing locations, minimising risks related to over dependence on a specific cargo type. • Container cargo is one of the highest growth commodities in India; APSEZ developed container terminals across the Indian coastline to address this opportunity. • APSEZ added growth commodities like LNG and LPG in its basket at key ports, in line with India's aspiration to become a gas-based economy. • Each of the Company's port locations was selected judiciously based on a relatively under-explored demand pattern that has only grown over time. • The Company selected to deal in a cargo mix whose relevance is only likely to increase in a growing and prosperous India.
Projects risk: There could be a delay in the commissioning of greenfield or brownfield capacity	• A delay in commissioning could affect customer service, payback tenure and return ratios.	Low	• APSEZ has learnt a lot from two decades of diverse project execution experience. Learnings from the past have been inculcated in the decision-making criteria for new projects. We developed a robust mechanism for contractor selection, tender document preparation, estimation, value engineering and vendor development. • APSEZ developed an efficient project delivery system without compromising cost, time, quality and ESG standards. • The Company possesses one of the most competent pools in execution capabilities within India's ports sector. • The team demonstrated a longstanding record of outperformance - commissioning projects in short tenures and at costs lower than the national benchmark.

Risks & their description	FY 2021-22 risk assessment & consequences	Risk movement/ trends	External stimulus and our strategic response
People risk: The Company could fail to attract or retain competent professionals.	• This could affect the Company's ability to leverage knowledge, affecting its brand, productivity and profitability	Low	• The Company is a preferred industry employer and for the second year in a row company was adjudged as the Best Place to Work in the Nation Builder Category. • The Company's talent retention is the highest within its sector. • The Company offers unmatched professional and personal growth opportunities within its sector. • The Company believes in the continuous skill development of onboarded employees; initiatives were undertaken to create a future ready organisation. • The Company offers its talent a superior career proposition, with a myriad of talent and capability building interventions. Empowerment in all prospects and decision-making nurtures professional growth, enhancing business responsiveness.
Environment risk: The Company may find it difficult to match tightening global ESG standards	• This could invite censure, criticism and the prospect of some environmentally conscious shipping liners moving their business to competing ports. • Compliance with national laws	Low	• The Company progressed on ESG, aligning with international standards and commitments (UNGC). • The Company made extensive investments in moderating its carbon footprint and extending beyond regulatory requirements. • The Company expects to emerge as the world's first carbon-neutral ports company by 2025. • APSEZ follows all the norms laid by MoEF&CC/CPCB/SPCB and other agencies.
Safety risk: The business of cargo management, projects and transportation could be affected by low safety standards.	• Low safety could affect the Company's respect. • Human injury could affect worker morale.	Low	• The Company embedded a leader-led approach across the organisation. • The Company invested in mechanisation to enhance holistic safety. • The Company deepened its safety orientation with an overarching safety culture, training and SOP-based processes.
Liquidity risk: The Company's Balance Sheet may be stretched following increasing investment requirements.	• This may affect the Company's liquidity and gearing. • In turn, this may affect the Company's credit rating and the capacity to mobilise low cost resources for onward investment.	Low	• The Company possesses adequate liquidity to fund growth without compromising Balance Sheet strength. • The Company maintains a Net debt/ EBITDA between 3.0 x – 3.5 x, which is considered prudent and comfortable.

Major controversies

<table>
<tr><th>Case</th><th>Actions proposed / taken</th></tr>
<tr><td>Criticism over alleged complicity in Myanmar military's human rights abuses</td><td>APSEZ in May 2022 had announced signing of a share purchase agreement for the sale of its Myanmar asset. The sale followed the announcement towards end of October 2021, when the Company's Board, based on the Risk Committee recommendation, decided to exit its investment in Myanmar. Inputs from key minority shareholders were also a key driver in guiding the Board's decision.
APSEZ on various occasions has clearly stated its position on zero tolerance for human rights violations and its resolve to not engage with a sanctioned entity in any form. The Company has also summarised the sequence of events in the investment approval process that clearly highlight that APSEZ's dealings were with the country's elected government:
• APSEZ's subsidiary Adani Yangon International Terminal Company Limited (AYITCL) approaching the Myanmar Investment Commission (MIC) in May 2019, for the permission to construct a greenfield container terminal at the Myanmar port.
• During this period, MIC was led by U Thaung Tun, its Chairman and Minister of Investment and Foreign Economic Relations under the guidance of Her Excellency State Counsellor Aung San Suu Kyi's National League for Democracy government administered by a civilian government.
• The MIC facilitated the land deal, which required APSEZ to pay upfront USD 90 million for the land lease premium and USD 20,000 as an annual lease charge to the Myanmar Economic Corporation Limited (MEC). As a part of its negotiations with the Burmese government at the time it was awarding the port project, the Company required MEC to sign a Deed of Undertaking, according to which MEC agreed to comply with all laws and regulations relating to economic or financial sanctions or trade embargoes.
After the military coup on 1st February, 2021, APSEZ condemned the military for taking over the country, and focused on following:
• Given the US sanctions on MEC, APSEZ made it clear that it would not execute any financial transactions with MEC and/or any other sanctioned entities.
• The Company also stated that the safety of its employees was a key focus area, and it was in touch with the Indian embassy in Myanmar for ensuring that all its employees were safe.
• Considering the economic benefits of the port for the Burmese people, APSEZ through its US-based counsel, Morrison Forester LLP, approached the Office of Foreign Assets Control (OFAC) of US Department of Treasury operations, for a specific license to ensure that APSEZ was not in violation of any sanction terms (August 2021).
APSEZ has been closely watching the developments in Myanmar since February 2021. In September / October 2021, we noticed the following:

On 16th September, 2021, the Office of the United Nations High Commissioner for Human Rights released its assessment on the overall human rights situation in Myanmar, as well as rule of law and security sector reform since 1st February, 2021. This assessment report concluded that the coup had evolved into a human rights catastrophe that showed no signs of abating.

On 15th October, 2021, the ASEAN agreed to bar Myanmar's military chief Min Aung Hlaing, who toppled a civilian government on 1st February, 2021 for his failure to implement a peace plan that he has agreed with ASEAN in April 2021 for ending a bloody political crisis triggered by the coup.

Considering these developments and the continuity of sanctions imposed by the United States on MEC, the APSEZ Board, based on the Risk Committee's recommendation, decided on 27th October, 2021 to exit its investment in Myanmar before June 2022.

After months of painstaking efforts, APSEZ concluded a Share Purchase Agreement with a buyer for the sale of its Myanmar asset in May 2022.</td></tr>
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Case	Actions proposed / taken
Abbot Point Operations, Australia: Carmichael coal project's potential impacts on the way of life and culture of indigenous groups and a potential environment impact of the Carmichael coal project	• APSEZ never had any investments in the Carmichael mine. The mine is owned and operated by subsidiaries of Adani Enterprises Limited, which is listed on the BSE (formerly Bombay Stock Exchange). • In 2011 (FY 2011-12), Adani Ports company Mundra Ports and SEZ was announced as a successful bidder for a long-term lease (99 years) of Abbot Point X 50 Coal Terminal following an international competitive bidding by the state of Queensland. At the time of bidding, the port was having one fully mechanised berth and the 2nd berth was being commissioned for expanding the capacity of the terminal to 50 MTPA. The port was being operated by an entity owned by Xstrata • In FY 2012-13, APSEZ, based on the feedback from its minority shareholders, decided to sell (exit) its stake in Abbot Point (also called as NQXT). In FY 2012-13, the Company recorded the divestment of its equity holding (130,645,885 equity shares of A$1 each aggregating to A$ 130,645,885) and the entire Redeemable Preference Shares with voting rights (105,062,174 RPS of A$1 each aggregating to A$ 105,062,174) in the Abbot Point Terminal. Post this sale, Abbot Point (or NQXT) is no longer a subsidiary or associate of APSEZ. • There were no reported environmental violations from NQXT operations that caused environmental harm or negative biodiversity impacts and neither were there any infringements in the rights of the indigenous people. • In FY 2020-21, APSEZ, based on the feedback from its minority shareholders, also exited its stake in the Bowen Rail even before commencement of operations. The Share Purchase Agreement for the sale was signed on 25th March, 2021, and by July 2021, APSEZ had realised the "held for sale investments" amounting to USD 25 million.
Vizhinjam International Multipurpose Deep water Seaport, India: Alleged livelihood impacts from project construction; ₹941.5 million compensation partially distributed	Vizhinjam International Seaport is India's first port project whose environmental and social impacts during the construction phase are monitored directly by a committee constituted by National Green Tribunal (NGT). This committee was established in 2017 and reviews the project on an ongoing basis, with site visits and meetings generally held once every six-months. With regards to payment of compensation to the Livelihood Affected Persons (LAPs), including the ones involved in collecting mussels, the state government has been responsible for disbursing the compensation, according to the concession agreement signed with the port company. The Government of Kerala (GoK), in consultation with the fishermen, has sanctioned an enhanced livelihood compensation of ₹101.86 crore versus its earlier estimate of ₹8.55 crore at the stage of Environmental Impact Assessment (EIA). As of 31st March, 2022, the GoK has disbursed around ₹100 crore to 2640 Livelihood Affected Persons (LAPs) after completing the verification of LAPs. While fishermen have been compensated for the anticipated impacts on their livelihood due to port construction, the actual situation on the ground does not highlight adverse impact. An independent study from a leading tropical marine fisheries research institute - Central Marine Fisheries Research Institute (CMFRI) - confirmed that the fish catch of fishermen from the area increased during the last decade. The Central Marine Fisheries Research Institute noted that the total landings between June and November in 2011 were around 10418 tons, while in 2021, it was around 12843 tons, a 20% jump in the total fish landing. The NGT Expert Committee has not reported any environmental and social violations by the project. The committee on multiple occasions was appreciative of the community initiatives taken by the Adani team, which benefitted the fishermen in various ways. Adani Foundation has spent over ₹22 crores in the last few years on various initiatives, which include better school buildings, sanitation facilities for schools and nearby communities, piped water supply and RO plants to the fishing communities, upgradation of hospitals and placing of Mobile Health Care Units, SWM aero-bins, better community drainage facilities including renovation of Gangayar canal, community sports, farm school, kitchen garden promotion, evening education, SuPoshan and cancer care support.

Case	Actions proposed / taken
Vizhinjam International Multipurpose Deep water Seaport, India: alleged shore line erosion	There are multiple studies conducted by expert organisations which clearly highlight that the shoreline erosion north of the Vizhinjam Port locations (>10 Km) is not due to the port construction activities but are driven by other factors, which include sand mining, groynes built by the civic authorities and the extreme weather events of the past few years. A 2007 study by IIT Chennai describes coastline erosion at the same locations, highlighting that the problem existed for long even before the start of port construction in 2015, and isn't due to the construction activities of this port. A study by L&T Infra Engineering (LnTIEL) over Feb 2015-Feb 2021 has concluded that the port construction has no effect on the erosion and accretion at Valiyathura and Shangumugham, (12 Kms from north of port construction). The National Institute of Ocean Technology (NOIT) shoreline change study for the periods 2000-2005, 2005-2010, 2010-2015, and 2015-2018, 2018-19, 2019-20, 2020-2021, carried out using high resolution satellite imagery, noted that the spots of erosion such as Valliyathura, Shangumugham and Punthura remained unchanged (present erosion spots are the same as before the commencement of construction activity at Vizhinjam).
Kattupalli Port, India: Alleged environmental and biodiversity impacts from proposed port development and expansion Protest by local NGOs and fisher folk against the Kattupalli port expansion	The Ministry of Environment, Forest and Climate Change (MoEF&CC) and other regulatory agencies follow a standard process to approve the expansion of any port, and the same is being adopted for the Kattupalli port. One of the key steps in the process is a detailed Environmental Impact Assessment (EIA) study based on the Terms of Reference (ToR) granted by the Ministry. During the process of issuance of ToR, the MoEF&CC engaged with all relevant stakeholders to incorporate their suggestions/ concerns and conducted a site visit. The proposed plan for port expansion will undergo long-drawn scrutiny from various aspects including Environmental impacts, compliances with Coastal Regulation Zone (CRZ) regulations, Livelihood impacts, and other social aspects by various agencies of the Central and State government, alongside the public hearings. The sequence of events that transpired are summarised here: • Considering the potential, Marine Infrastructure Developer Pvt. Ltd. (MIDPL), a subsidiary of APSEZ, applied for its Revised Master Plan development of Kattupalli Port to MoEF & CC on 15th November, 2018 for getting the Terms of Reference to carry out an EIA study and seek Environment & CRZ Clearance. • Based on representations received by MoEF & CC and submissions from MIDPL, the sub-committee appointed by Expert Appraisal Committee (EAC) visited Kattupalli Port, including the areas of concern, heard the concerns of local residents on 3rd and 4th June, 2019 and submitted their report. • After a careful evaluation, EAC recommended ToR and the same was granted by MoEF & CC vide letter dated 15th October, 2020. • ToR, inclusive of additional studies in the wake of concerns raised by various stakeholders and representations received, were also submitted to MIDPL to incorporate/ address as a part of the EIA report. • Draft EIA is prepared and submitted to TNPCB for conducting Public Hearing (PH) as per the EIA notification. • Public hearing for Kattupalli port expansion was scheduled on 22nd January, 2021; however as per communication received from District Collector in the wake of concerns associated with ongoing COVID-19, the same was postponed, and is yet to be conducted. APSEZ will conduct any developmental activity only after obtaining required permissions from the concerned authorities, and development of impact mitigation plans.

Our prudent financial management

Overview

For a large and growing business, the prudent management of financial resources is critical to ensure that sufficient funds are always available to meet debt obligations as well as growth requirements on a sustained basis.

APSEZ demonstrated a capability to build assets from scratch to scale (global) while maintaining liquidity and profitability through disciplined capital management and optimised capital structure.

APSEZ has access to wide range of investors (domestically and internationally) with an established ability to fund its growth through a combination of capital sources – i.e. internal accruals, equity issuances and mix of debt products.

Consistent and sustainable free cash flows generation

APSEZ has been consistently generating free cash flows year-on-year (FY 2021-22 free cash flow was ₹ 5,261 crore). APSEZ is likely to reinvest its free cash to pursue plans to transition into a transport utility. APSEZ is one of the only port companies globally, which has EBIDTA margin of over 60%. This demonstrates its ability to consistently generate free cash flow, which is redeployed in growth opportunities. In the past few years, a significant part of APSEZ's growth was funded out of free cash flows, minimising its dependence on external fund raising.

Capital allocation discipline

In line with the APSEZ's ambition to emerge as the world's largest private port company and India's largest transport utility by 2030, the Company is required to fund growth opportunities. The capex plans of the Company are flexible and modular and can be modified in line with the external environment or internal needs. (in FY 2020-21 during the pandemic, APSEZ reduced its capital expenditure to ~₹2000 crore). The Company ensures capital discipline in two ways: Capital deployed must generate a minimum 16% pre-tax IRR at the portfolio level; debt capital to remain in the guided range of 3x to 3.5x.

RoCE-enhancing initiatives

APSEZ is consistently working towards improving asset productivity through various initiatives at each level of the value chain (using the latest in technologies and analytics).

Strategic partnerships

The Company continues to partner strategic players or leading global companies, catalysing value creation or unlocking. This helps the Company mitigate market risks and help grow without impacting credit rating (joint venture with MSC in AICTPL, joint venture with CMA CGM in ACMA, joint venture with Total SA in DLNG and Petronet LNG in Dahej and joint venture with JKH in CWIT).

Resource mix

APSEZ's market capitalisation of (₹ 1.8 lakh crore) enables it to fund growth through equity issuances or swaps. For instance, the Company mobilised ₹ 800 crore from Warbug Pincus in April 2021 with a nominal 0.49% equity dilution. Further, the Company acquired 100% equity stake in Sarguja Rail and is on its way (subject to final approvals) to acquire 58.1% equity stake in Gangavaram Port Limited through an equity share swap. Apart from this, the Company has been consistently maintaining its Net Debt / EBITDA) within its target range of 3.0-3.5x, which enables it to tap the capital markets to raise additional debt to address its growth requirements.

Revenue broad basing

APSEZ diversified its geographic footprint by adding ports on India's east coast, enhancing the share of east coast port capacity from 7% of its total port capacity in FY 2014-15 to 36% in FY 2021-22. The Company is broad-basing revenues by transforming from a port company to a transport utility following the addition of verticals like logistics and warehousing. This will empower the Company to provide integrated transport solutions ('Port gate to customer gate') and account for a larger share of the customer's wallet.

Fund large acquisitions

The access to global debt capital markets helps raise a large amount of debt in a short time and consummate large acquisitions. For instance, in July 2020, APSEZ issued USD 750 million bonds to fund the Krishnapatnam port acquisition despite a market disruption caused by the COVID-19 pandemic.

Liquidity management

APSEZ focuses on maintaining financial prudence by maintaining adequate liquid funds to meet any exigencies or growth needs. This helps the Company to be always ready to seize a business opportunity. In addition, this provides sufficient buffer to absorb shocks in the financial markets induced by external events (such as Covid 19 pandemic). This strategy is the cornerstone of our Capital Management Program.

Capital Management Policy

APSEZ believes in fiscal discipline along with growth, and accordingly, strives to maintain key credit ratio such as Net debt/ EBIDTA in the targeted range of (3.0 to 3.5x) on a sustainable basis. This helps the Company pursue opportunities without impacting its access to the debt capital market. In the past few years, APSEZ consistently demonstrated that it can address its growth capital needs without stretching its Balance Sheet, evidenced from its Net Debt to EBITDA ratios: 4.4x (FY 2015-16) and 3.4x (FY 2021-22)

Long-term resources

To provide growth resources for the long-term, APSEZ has been consistently extending its average debt maturities. In July 2021, APSEZ raised USD 750 million by issuing US dollar bonds of 20 years and 10.5 years maturity. In doing so, the Company became the first infrastructure company in India to raise 20-year funds from the international markets, demonstrating the strength of its business model. APSEZ's average debt maturities increased from 5.2 years in FY 2019-20 to 6.6 years in FY 2021-22.

Credit rating

APSEZ is the only Indian port infrastructure company to be accorded an Investment Grade rating by leading international rating agencies, putting its credit profile equivalent of sovereign rating of Government of India. APSEZ's investment grade (IG) credit rating provides access to international debt capital markets comprising a wide investor base. This helps APSEZ leverage dollar linked revenues by availing dollar denominated debt capital (natural hedge) and bring its cost of debt in line with global companies of a similar size and similar rating. Out of APSEZ's total long-term debt, ~73% was funded through the issuance of offshore USD bonds (~USD 3.9 billion). The IG rating also helps APSEZ mobilise financing from foreign banks in the form of external commercial borrowings and trade credits etc. at a lower cost.

Disciplined capital allocation

APSEZ has a stated policy to invest in projects (greenfield or brownfield) which meet its benchmark requirement of minimum 16% pre-tax IRR (on portfolio level) to ensure sustained profitability.

Foreign exchange risk management

A large part of APSEZ's revenues is derived from port operations, which includes US dollar-linked revenues. This provides a natural hedge against the borrowing in US dollar terms, providing an opportunity to access global markets for raising debt capital in dollar terms. The access to global debt capital markets offers dual advantage to APSEZ: access to a large pool of capital and range of investors; access to low-cost debt without the risk of currency fluctuations.

Low-cost debt

The Investment Grade rating provides access to a larger pool of investors and financing products. This helps the Company negotiate better financing terms and optimise debt costs.

A large part of APSEZ's revenues is derived from port operations, which includes US dollar-linked revenues.

Long-term financing

The Investment Grade rating helps mobilise debt from patient investors like sovereign funds and pension funds across 10 to 20 years.

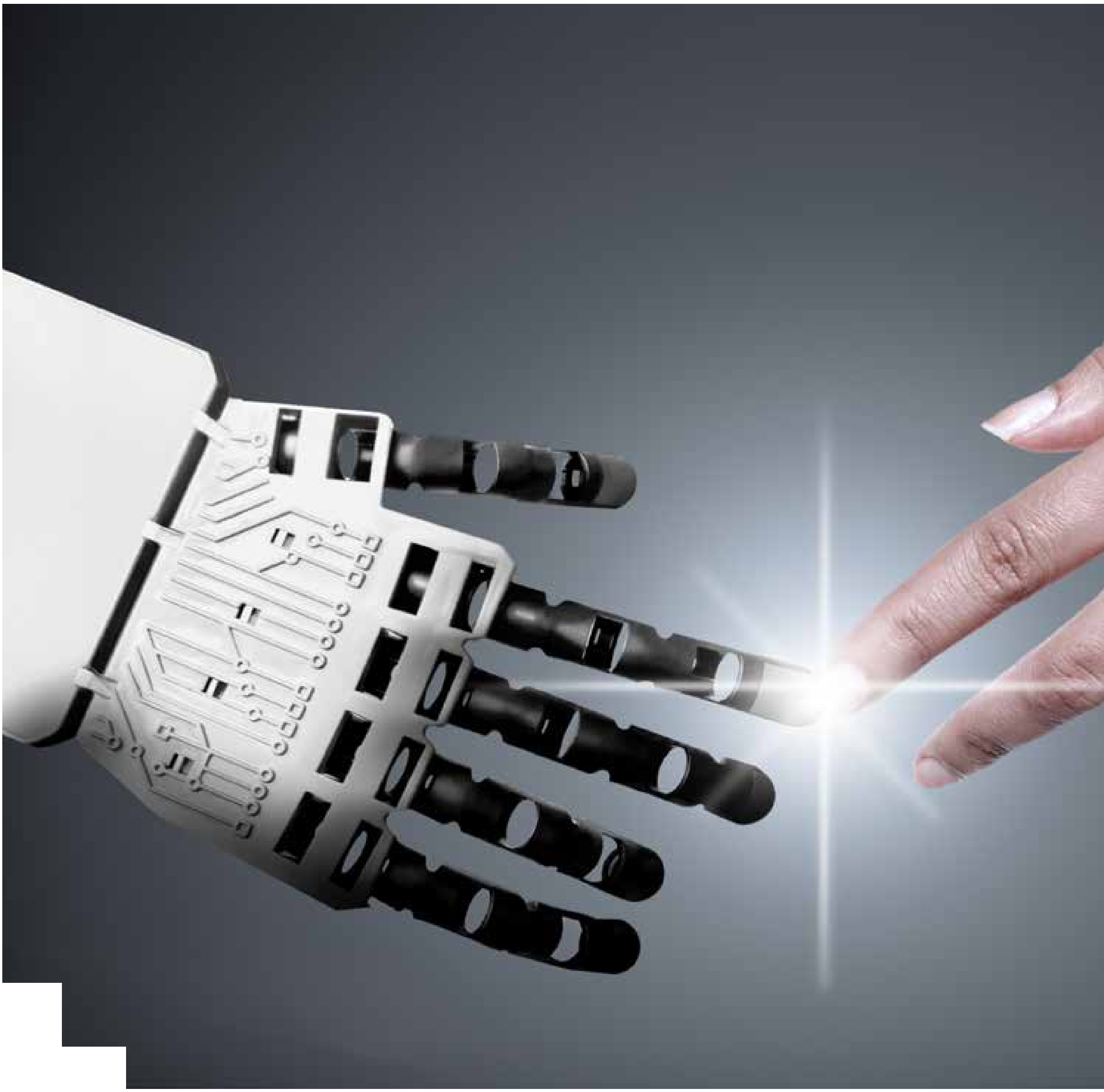
Shareholder reward

As per APSEZ's 'Dividend Distribution and Shareholder Return Policy', the Company promises a stable dividend (or capital return) of 20% to 25% of profit after tax. Following dividend distribution, the Company deploys the remaining funds in business growth.

CASE STUDY

APSEZ's July 2021 bond issuance (USD 750 million) evoked strong investor interest across US, Asia, Europe and the Middle East. The 3x oversubscription of the issuance of overseas bonds (USD 750 million) by multinational banks, insurance companies, pension funds and asset managers etc. from across the globe indicated investor confidence in APSEZ's business strength.

Digitalisation and cybersecurity



Overview

Technology has emerged as the biggest tool for industry disruption. As technologies evolve, a proactive adoption enhances competitiveness. Following the pandemic, this priority became more visible with the need to enhance workflow seamlessness, customer penetration and service.

Digital technologies are imperative for companies to stay ahead of the curve. Relevantly, digital technology has graduated beyond automation to data simulation and manipulation to derive superior outcomes. Continuous technology upgradation empowers users to proactively anticipate and respond to capitalise on opportunities, market volatility, competitive openings and customer needs.

APSEZ and Information technology

APSEZ is a technology-driven organisation that employs prudent technology investments to moderate costs, acquire real-time information, empower informed decision-making, accelerate workflows, reinforce information security and offer employees the option of secure remote working.

The Company entered into partnerships with SAP and Microsoft, establishing information technology as the cornerstone of its futuristic strategy. A continuous upgradation of IT architecture enhanced business process efficiency and addressed market requirements.

The result is that the Company increased its competitiveness through industry best practices and the adoption of advanced technologies (robotic process automation, artificial intelligence and machine learning). The Company implemented IT-driven projects in shortening timelines, enhancing outcomes.

The Company aims to employ digital technologies to enhance competitiveness and business transformation to fulfil customer expectations and widen market leadership. On the back of the Company's superior systems, technology and infrastructure, the Company has optimised resource allocation, maximised productivity and ensured safety and security of its business model. A complete visibility of cargo handling cycles has helped the Company plan accurately, deepen collaborations, on-demand resource assignment and timely problem resolution. The detailed information/ data is shared to improve customer interactions, to whom the Company can offer full visibility of their business interest through timely, accurate and exhaustive data services. The connected experience has enhanced the Company's engagement with partners. Increased technology collaboration has reduced the time taken to implement strategies, increase productivity and enhance responsiveness to market changes in real time. The Company's approach to digital technologies will enhance a compliance with global standards and empower the Company to emerge one of the most respected utility companies in the world.

Governance

APSEZ's Cyber Security Policy covers all aspects of cyber risk for IT and business areas. A robust governance mechanism was established to manage the cyber risk inherent in business processes and information assets through monitoring mechanisms and rigorous reviews.

https://www.adaniports.com/-/media/Project/Ports/Investor/corporate-governance/Policies/Adani-Cyber-Security-Policy.pdf

A Information Technology & Data Security Committee was set up at the Board level, comprising Independent Directors. The Committee's mandate included the following:

- Reviewing and overseeing of the function of Information Technology in implementing the latest IT tools and technologies by which various key functions and processes across various divisions within the group can be automated
- Reviewing and overseeing of actions taken by IT and cyber teams with respect to the protection of critical data and policies for data protection and sustainability
- Overseeing the cyber risk exposure of the Company and developing future cyber risk approaches
- Reviewing annually the Company's cyber security breach response and crisis management plan
- Reviewing reports on any cyber security incidents and the adequacy of proposed action
- Assessing the adequacy of resources and suggest additional measures to be undertaken by the Company
- Reviewing cyber risks posed by third parties including outsourced IT and other partners
- Annually assessing the adequacy of the Group's cyber insurance cover

A dedicated organisation function headed by the Chief Digital Officer (CDO), reporting to the CEO is responsible for overall management of the IT, IT System, digitalisation, and cybersecurity functions, supported by a team at the Adani Group level.

IT security/ cybersecurity measures

At APSEZ, business continuity mechanisms were built into the information systems by including redundancy and high availability features at multiple levels. We rolled out ISO 27001:2013 – Information Security Management System (ISMS), across all sites in line with our information security policy. Policies and procedures adhering to international standards like ISO-27001 were setup to ensure that business processes were not impacted in the case of disasters or cyber incidents. A cyber defence centre was set up, operational round-the-clock to proactively detect and respond to cyber security incidents.

Privacy Policy: Data privacy has been covered as part of our Cyber Security Policy, which amongst others also informs stakeholders on how APSEZ manages data in line with the applicable regulations and best global practices. Customers and business partners are empowered to connect with the APSEZ team through email and phone on matters concerning their personal data.

Customer Privacy Information: APSEZ recognises that privacy is a fundamental right and is taking suitable measures to ensure that any Personal Identifiable Information is collected and processed as per laws and regulations.

For details related to Customer Privacy Information, refer Customer Engagement Section

A dedicated organisation function headed by the Chief Digital Officer (CDO), reporting to the CEO, is responsible for overall management of the IT, IT System, digitalisation, and cybersecurity functions, supported by a team at the Adani Group level

Sustainability

Building a sustainable future

Overview

A growing number of global companies are recognising environmental, financial and reputational benefits from sustainable practices. Besides complying with environment norms, agencies are helping reduce resource depletion, water scarcity, pollution and harmful impacts on the one hand while enhancing process safety on the other.

There is a growing emphasis on aligning business existence with United Nations' 10 principles for manufacturing responsibility and environmental sustainability covering human rights, labour interests, environment responsibility and anti-corruption initiatives.

ESG compass for the long-term

APSEZ aims to achieve targets that ensure long-term value creation, creating positive social impact for stakeholders and natural capital preservation including biodiversity while anchoring the Company's governance framework. The current operability and future ability to deliver logistical services to our customers depends upon it. A focus on ESG aspects helps APSEZ deliver value to customers who use the Company's services to import or export materials – the society – and investors who are invested in our vision.

APSEZ has concluded that building a strong connection with broad elements of society. Compromising broader environmental and social impacts and connections with stakeholders to drive profits is a value destroyer. Therefore, we are making significant investments for longer-term payoffs, satisfying the needs of our customers, employees, vendors and communities. In believing so, we have developed a robust ESG Framework based on the core pillars of commitment, policy and assurance.

The Company is conscious of the impact of responsible resource consumption, even as we strengthen our capabilities to deliver consistent growth. As the world evolves into a more complex and hyper-connected place, the sustainability challenges the world is facing are evolving faster. We are committed to using technologies to create efficiencies, achieve goals and address challenges. The biggest opportunities for the Transport & Infrastructure sector to create shared value – i.e., where we see the coming together of market potential, societal demands and policy action – are grouped around the themes of Sustainable Cities, Climate Action, Environment Sustainable Initiatives and Community Partnerships. Through our operations, we touch upon 9 UN Sustainable Development Goals directly and 17 Goals indirectly. Our Sustainability Goals 2025 are aligned with the operating context of our sector and impact on various Capitals.

ESG impact

At APSEZ, a commitment to Environment-Social-Governance (ESG) resides at the core of our existence. Our ESG understanding is that it is not enough to do the right things, but to do them in the right ways too, reinforcing our position as a responsible corporate citizen. This commitment is important as there is a premium on the need to enhance a comprehensive ESG compliance and commitment. It is no longer important to focus on the needs of a limited number of stakeholders but to service the aspirations of all stakeholders.

We may be engaged in the business of port and logistics services; however, our principal objectives are to enhance stakeholder trust and value. We believe that these underlying elements define as to why customers select to patronise our port and logistic services, why employees work with us, why vendors sell to us, why investors provide us the risk capital, why bankers lend and why communities support us. This trust has been reinforced through number of priorities.

Guiding principles	Disclosure standards
United Nations Global Compact	TCFD
Sustainable Development Goals	GRI Standards
SBTi	CDP disclosure
IBBI	

Policy Structure

E
- Environment Policy
- Biodiversity management framework
- Energy and Emissions Policy
- Water Stewardship Policy

S
- Human rights
- Corporate Social Responsibility Policy
- Occupational Health and Safety Policy

G
- Board diversity
- Dividend Distribution and Shareholder Return Policy
- Related Party Transaction Policy

Focus Area-UNSDG

- Climate action
- No poverty; zero hunger
- Good health and well being
- Quality education
- Clean water and sanitisation
- Affordable and clean energy
- Decent work and economic growth
- Industry, innovation & infrastructure
- Life below water, life on land

Environmental Impact
- Climate change
- Biodiversity
- Carbon footprint
- Waste
- Water
- Air emissions
- Noise

Social
- Human rights
- Diversity & inclusion
- Health, safety & well-being
- Labour standards
- Community welfare
- Livelihood impacts

Governance
- Governance structure
- Board expertise
- Board independence
- Ethics
- Transparent reporting & assurance

Capitals	ESG risks, opportunities and impacts	Activities	Value created
Natural Capital	• Carbon emissions due to energy use for operations and logistics • Energy consumption for berthing, cargo handling, warehouse and logistics • Water consumption for cargo handling and warehouse • Disturbance to local ecosystem due to dredging and construction activities. • Extreme weather events; sea level rise	• Carbon emissions reduction and SBTi validated targets • Energy conservation and efficiency improvement • Water reduction • Reduced or avoided use of conventional energy • Vulnerability assessment and adaptation planning • Accelerating renewable energy adoption • Climate change scenario planning • Biodiversity conservation through mangrove afforestation, grassland ecosystem restoration, development of butterfly park, conservation & protection of marine mammals (turtle, dolphins etc.)	• Carbon neutrality • Green port • Creation of renewable generation assets • Resilient infrastructure • Resource augmentation
Social & Relationship Capital	• Impact on the livelihoods of fishermen folk • Local employment generation for people as well as service providers • Safety of the employees, third party employees, vendors and communities • Impact on the human rights of people associated with the Company • Influencing adoption of sustainable practices upstream and downstream	• CSR activities including support on education, health, livelihoods and infrastructure • Human Rights due diligence of the employees, suppliers, communities • Safety Training, Incentives and awareness sessions • Customer engagement and policy advocacy	• Social License to operate • Economic Development of the region • Social Infrastructure development • Upliftment in HDI Index of the region • Sustainable value chain
Human Capital	• Limited availability of talent at remote locations	• Training & development • Compensation and benefits at par with the industry standards • Diversity & inclusion programs to attract talent	• Increase in innovation, social well-being, equality and increased productivity

ESG targets & performance

Environmental			
Indicator	**FY 2021-22 target**	**Achievement against FY 2021-22 target**	**2025 target**
Renewable energy share	15%	131%	100%
Energy intensity reduction*	30%	127%	50%
Water consumption intensity reduction*	55%	106%	60%
Water withdrawal from non-shared resources	76%	71%	80%
Waste intensity reduction#	20%	110%	30%
Zero waste to landfill certification	6 ports	100%	12 ports
Single use plastic free sites	11 ports + 4 ICD	9 Ports (Completed) + 4 ICD (In Progress)	12 ports + 4 ICDs + 14 Agri-logistics sites
Mangrove afforestation	3200 Ha	3239 Ha	5000 Ha**
Terrestrial plantation	1000 Ha	1000 Ha	1200 Ha

**Base year is FY 2015-16; # Base year is FY 2017-18*

***1We have enhanced Mangrove afforestation target for 2025 to 5000 Ha*

Social			
Indicator	**FY 2021-22 target**	**Achievement against FY 2021-22 targets**	**2025 target**
Voluntary attrition	<4%	10.39%	<4%
Employee satisfaction	4.2/4.5	4.11	4.5/5
Average employee training	5 days	3.65	5 days
Supplier satisfaction	4.5/5	4.1	4.75/5
Customer satisfaction	4.5/5	4.1	4.75/5
Safety	Zero incidents	50% reduction in fatality	Zero incidents
Community based skill development programme	69000 enrollment	95103	100000 enrollment
Women's self help group	165	257	265

Governance

Indicator	FY 2021-22 target	Status
New/ Strengthening of Policy		• Cyber Security Policy (New) • Sustainable Procurement Policy (New) • Working Hours Policy (strengthened/enhanced) • Diversity & Inclusion Guidelines (strengthened/ enhanced)
Increased share of Independent Directors in the Board Committee	Board Committees • Audit Committee (AC) • Nomination and Remuneration Committee (NRC) • Risk Management Committee (RMC)	Independence increased to: • 100% • 100% • At least 50%
Formation of new Committees	Establishment of New Committees/Sub Committees • Corporate Responsibility Committee (CRC) • Information Technology & Data Security Committee (ITDSC) • Corporate Social Responsibility Committee (CSRC) • Mergers & Acquisition Committee (MAC) • Legal, Regulatory & Tax Committee (LRTC) • Reputation Risk Committee (RRC)	
Strengthening ESG practices		Updating our Information Memorandum covering all the Environment, Social & Governance (ESG) related matters in line with the international framework

Key actions

Rollout of Sustainable Procurement Policy, Diversity and Inclusion Policy, Information Security Policy and Working Hours Policy

Climate change vulnerability assessment of 12 ports

Climate Adaptation Plan for 4 large and most vulnerable ports-Dhamra, Mundra, Krishnapatnam and Hazira, which covers 90% of our operations by cargo volume

ESMP rollout for four key ports - Dhamra, Mundra, Vizhinjam and Hazira, which covers two-thirds of our operations by cargo volume

Engagement survey for employees, suppliers and customers

Human rights assessment for employees, suppliers, and community

Impact assessment of key social initiatives and Need Assessment Survey

Development of Grievance Management and Compliance Management System

100% independent Audit committee, Nomination & Remuneration Committee and Corporate Responsibility Committee

Implementation of ISO 27001 for Information Security Management System (ISMS), across all sites

New position created and hiring concluded for the 'ESG Head' with responsibility of a Chief Risk Officer

At least 50% independent directors in Stakeholders' Relationship Committee, Info Tech & Data Security Committee, Risk Management Committee with three new sub-committees

Environmental stewardship

Key highlights

8% reduction in energy intensity from FY 2020-21

7% reduction in water intensity

16% reduction in emission intensity

83% waste managed through 5R principle, 87% of which recycled

₹ 209.69 crore environmental investments

23363 Mwh renewable energy consumption increased

21% waste generation reduced

87% recycled waste

3239 Ha mangroves afforested

2596 Ha mangroves conserved

1.7 million terrestrial plantation

56% of total water supply sourced from non-competing sources

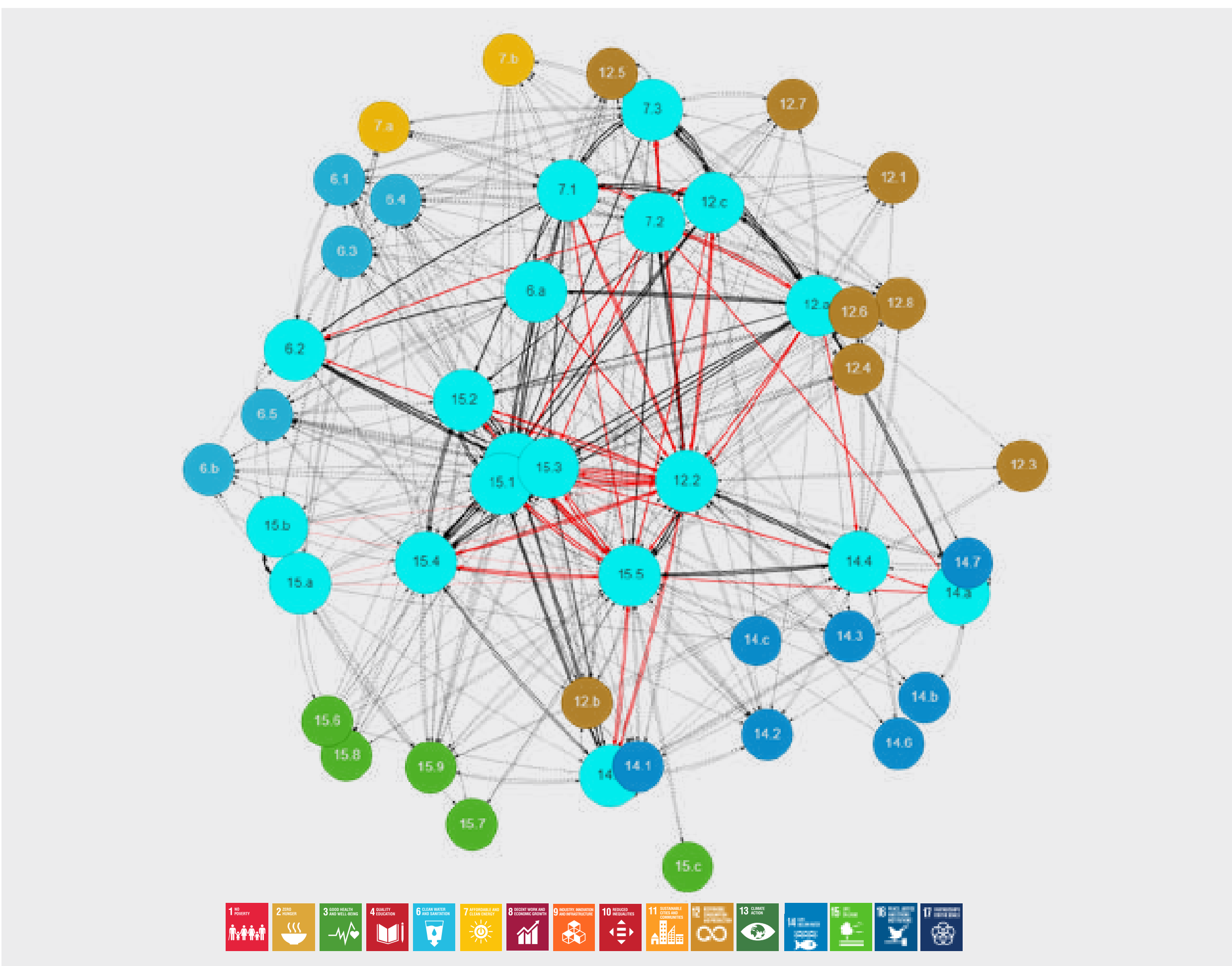
6 ports certified as 'Zero Waste to Landfill sites'

42.7MW total renewable capacity (20.88 MW captive, 21.8 MW PPAs)

APSEZ awarded 'Certificate of Merit under Challengers Category' by Frost & Sullivan and TERI for its performance in Sustainability 4.0 Awards 2021

First Indian port who signed up a business ambition for 1.5°C

Material issues
Climate change
Biodiversity & land-use
Waste management
Water availability



Sustainable ports are the future, marked by relatively low environment and social impacts and a commitment to mitigate them wherever possible. Ports are central nodes connecting ships worldwide. As industry hubs, changes can have a positive effect on the rest of the sector. Environmental impact has for long been understood as an impact only on ecology and resources. It is without question that a socio-economic crisis impacts lives and livelihoods of millions today. Environmental impacts, including climate change, availability of clean water, life-threatening extreme weather events, loss of livelihood & ecosystem, are increasingly common. Without decisive action on a global scale, environment impacts could be the biggest risk to our existence.

To reduce carbon footprint, berthed vessels can use shore power to meet their energy demands for heating, ventilation, and air conditioning (HVAC), lighting, etc. We are gradually moving towards providing zero carbon electricity to berthed vessels. Last year, we also implemented a 50% waiver of marine dues for LNG-powered vessels. Further, all customers can opt for our waste reception facilities to help them in proper waste management and disposal.

Maritime shipping	Port operations	Warehouse/storage	Transportation
Maritime	Internal trucks Cargo handling	Warehouse Silos Oil storage	Rail Inland waterway Road
Air quality Water quality Energy consumption Oil spills Dust Carbon emissions Resource use Waste discharge Marine pollution	Air quality Water use Energy use Dust Carbon emissions Waste discharge Marine pollution Dredging Ecosystem loss	Dust Carbon emissions Energy use Water use Oil spills	Dust Carbon emissions Air quality
EPC & advocacy port fees and incentives	Technological optimisation Resource conservation Transition to clean resources Port reception facilities	Resource conservation Technological optimisation	Mode optimisation
Lower costs Infrastructure facilities of storage and transportation Collection & Handling	Higher customer engagement Low reputation risk Low environmental damage	Low environmental damage	Low environmental damage

Action points

Use onshore power supply when ships are docked

Upgrade port equipment to run on renewable energy

Use big data to manage arrivals and departures, reducing congestion and idling

Use alternative sources of energy/cleaner fuel

Improve waste disposal facilities

Strategy management

In 2018, we had put an Environment Action Plan, a direction on the Company's ambition to lower its environmental footprint, drive changes in the shipping sector through advocacy and influence value chain partners to be more responsible. We propose to report annually on progress in implementing the plan. Given that we expect stringent regulatory actions; we believe that early action to drive aggressive management of impacts will lead to a more competitive business overall. We believe that integrating proactive approach will help to improve our operational efficiencies, mitigate risks to our business and impacts to nature, build better relationship with communities and other stakeholders.

Our Environment Action Plan sets out a range of targets and actions designed to deliver upon our 2030 strategy. Our primary focus will be on:

Goals

- Carbon neutrality by 2025
- 1.5 degree aligned science-based target
- Zero waste to landfill company
- Zero liquid discharge
- At least biodiversity neutral by 2025
- Water positive

Strategy

- Use and onshore power supply when ships are docked
- Use big data to manage arrivals and departures, reducing congestion and idling
- Use alternative sources of energy/cleaner fuel
- Upgrade port equipment to run on renewable energy
- Improve waste disposal facilities

APSEZ's environmental policy

- Production operations and business facilities
- Products and services
- Distribution and logistics
- Management of waste
- Suppliers, service providers and contractors
- Other key business partners (non-managed operations, joint venture partners, licensees, outsourcing partners, etc.)
- Due-diligence, mergers and acquisitions
- Biodiversity & Noise Management

Our focus on environmental protection is guided by our company level Environmental Policy, which provides company-level commitments related to operations, logistics, management with suppliers and joint ventures. We aligned with the highest standards of corporate governance practices with an approach to prevent, engage and continuously improve our emissions management, energy use, discharges, water consumption and conserve biodiversity. All our 12 ports, dredging company SSIDL and harbouring company TASHL, three logistic sites (Kishangarh, Patli and Mallur) and two joint ventures (AICTPL and ACMTPL) are certified with IMS (Quality Management System (ISO 9001:2015), Environment Management System (ISO 14001:2015) and Occupational Health and Safety Management System (ISO 45001:2018), Energy Management System (ISO 50001:2018). An established auditing process helps ensure consistent improvement in the defined areas. This year, each of our facilities has gone through one external and two internal audits, with no major non-compliance / observation being reported. Internal audits are conducted annually once while external audits are done as per the certification dates.

We have no open showcause or legal notices; the environmental regulators levied no penalties. Our efforts at building and enhancing employee capacity on EHS through training programmes are detailed in the Human Capital section of the report. All sites are assessed on water stress risk in line with guidance from Central Ground Water Authority (CGWA) and Science Based Targets Initiative model for GHG emissions reduction goals. The analysis is being used to plan for investments in projects to achieve our carbon and water targets. All our sites have a business continuity and disaster recovery plan to minimise disruptions. These plans are being optimised to incorporate climate change.

Incident investigation and correction

At APSEZ, we have corrective and preventive actions in place in line with our Integrated Management System IMS, (ISO-14001, ISO-45001, ISO-9001) across our facilities. We set up an Internal Environment Monitoring Committee to address public grievances related to pollution at our Mundra Port and the same has been disclosed as a part of Mundra Port's half yearly compliance report. No incident/complaint related to environmental pollution was received by APSEZ.

Our grievance reporting initiatives comprise a 24x7 grievance reporting mechanism through our website, dedicated telephone numbers and drop boxes at prominent locations. Several people across our sites (supervisors, seniors, and department heads) can be reached directly for reporting any grievance. We provide communities with a system for reporting grievances, which are recorded, reviewed, escalated, and actioned upon within a stipulated time frame. For better transparency, an Integrated Grievance Management System is being implemented for the aggrieved to view status, resolution and provide feedback.

Compliance management

APSEZ tracks all legal, statutory commitments and apprises the Compliance Officer of any non-conformity by our IT-enabled compliance management system: Legatrix. It is considered as a resource library which provides comprehensive matrix to its management. The Compliance Officer reviews it regularly to minimise mishaps.

Environment compliance, including a half-yearly compliance report of Environment & CRZ clearance obtained, annual Environment Statement (Form V) etc. are regularly submitted to all the concerned regulatory authorities (MoEF&CC, CPCB, SPCB and SCZMA etc) and kept on the Company's website.
In addition, copies of all the Environment Clearance obtained are also showcased on the Company's website.

	FY 2019-2020	FY 2020-21	FY 2021-22
Location	All APSEZ operation	All APSEZ operation	All APSEZ operation
No. of non-compliance breaches	Nil	Nil	Nil
Monetary Fines	Nil	Nil	Nil

Status of key legal cases

Case	Description	Status as of 31st March 2022
Petition against the consent granted by the GSPCB to Mormugao Terminal for handling of coal, 2018	Adani and others had consents to increase the limit of coal usage by Goa State Pollution Control Board (GSPCB). A writ petition was filed by some residents of Vasco da Gama city along with NGOs at Hon'ble High Court of Bombay at Goa in 2018 against GSPCB to decrease/stop coal use. They wanted the court to provide a hard stop to coal usage completely at the Goa terminal and prohibit the transportation of coal from the city as it is increasing dust pollution in the city. As per the last hearing on 26th February 2020, no adverse action had been taken. Presently, we are operating in Goa aligned with all ESG safeguards and with a valid consent to operate issued by GSPCB.	Hearing pending on May 2022
Alleged for the presence of sand dunes in Mundra Port project area, 2016	Mr. Pravin Singh Bhurubha Chauhan filed a public interest litigation (PIL) before the Hon'ble Gujarat High Court alleging the presence of sand dunes in APSEZ's project area in 2016. Gujarat High Court had dismissed the litigation after APSEZ had submitted reports and authenticated maps of 'no presence of sand dunes' in the project area. Furthermore, Sunita Narain Committee was appointed by the Supreme Court when Special Leave Petition was filed there by the Petitioner. After a rigorous study of the committee, it was concluded that APSEZ had not violated any conditions of Environmental Clearance and there was no presence of sand dunes in the project area. Therefore, the allegations filed were not true.	Matter pending with Hon'ble Supreme Court.
Petition for mangrove destruction during the Mundra Port construction, 2011	Kheti Vikas Seva Trust had filed Writ Petition during construction of Mundra Port at Hon'ble Gujarat High Court in 2011 and dismissed by the court. Later, another petition was filed, alleging non-compliance of an order of the Gujarat HC, prohibiting the cutting of mangroves and other forests during the pendency of the petition without the permission of the state forest and environment department in relation to the writ petition is still pending. The committee of Mr. Claude Alvaris, Mr. Subrata Maity and Deputy Conservator of Forest, Kachchh, was appointed by the court and had suggested various measures like the replanting of mangroves in 5333 ha area; GCZMA was to re-examine the entire proposal of APSEZL in line with CRZ notification, measures to safeguard Bocha Island and annual uploading of satellite images by APSEZL. In response, APSEZL stated that: i. APSEZ exceeded its terms of reference, ii. Completed mangrove reforestation iii. Was Compliant with the Environment Clearance dated 18th September, 2015. iv. Sunita Narain Committee recommendations were captured in the EC conditions and that we were in compliance of the same. This matter was listed on 10th March, 2022.	Matter pending with Hon'ble Gujarat High Court

https://www.adaniports.com/Downloads (can be assessed under respective ports)

Case	Description	Status as of 31st March 2022
Compliance of MoEF&CC's order with 10 directions by APSEZ Mundra, 2019	In 2019, Jusab Kasam Manjaliya filed a Special Civil Application at the Hon'ble High Court of Gujarat to get the status towards implementation of MoEF&CC order dated 18th September, 2015 and the consequential measure taken towards protection and prevention of environment. To address this application, High Court of Gujarat directed MoEF&CC, RO Bhopal to conduct a site visit of Adani Ports & Special economic Zone Mundra Kutch. MoEF&CC submitted the inspection report to the Gujarat High Court. Further, APSEZ was ordered to submit a compliance report every 6 months and cumulative impact assessment plan till 2030 to the court and MoEF&CC.	Matter pending with Hon'ble Gujarat High Court
Challenging Environmental and Coastal Regulation Zone Clearance granted to Dahej Port, 2016	In 2016, NGT benched by the Conservation Action Trust and Mr. Debi Goenka had challenged the EC and CRZ clearance grants for phase -3 development by MoEF&CC dated 14th October, 2016. The violations highlighted by appellant were: 1. Phase III involves reclamation of mudflats that are classified as CRZ IA, which is not disclosed by Adani, it is disclosed that mudflats are biologically insensitive. 2. Damage to the existing mangrove on north side of rubble bund while widening to 60 meter not shown by Adani but are visible in Google image. 3. Adani has disclosed the area proposed for development in EIA report as CRZ IB and CRZ III but actually area is CRZ IA, no new construction allowed in CRZ IA as per CRZ notification. 4. Three creeks in the project area have been blocked by Adani 5. Phase I and Phase II EC and CRZ clearance given without application of mind by MoEF&CC and GCZMA 6. Activities not permitted in CRZ area are being permitted by MoEF&CC through EC &CRZ clearance 7. As per the EC and CRZ clearance mangrove plantation in an area of 400 Ha was to be carried out by Adani and as per the Google image no mangrove plantation can be seen at the location mentioned by Adani in Public hearing replies. 8. The impact of change in morphology and fisheries not dealt with in the EIA report. 9. In addition, they have challenged various studies such as marine component, air quality study, impact prediction, public hearing replies etc. done as part of EIA. Adani has already provided a reply to the NGT. This matter is pending because all respondent parties have not filed replies. Hence, the matter has been adjourned.	As of 31st March, 2022, a case was adjourned as the bench was not available / constituted at NGT Western Zone, Pune. The next hearing is scheduled in May 2022.

Environmental impact assessments (EIA)

Recently, we carried out an Environmental Impact Assessment (EIA) for the following projects, which are at different stages of approval.

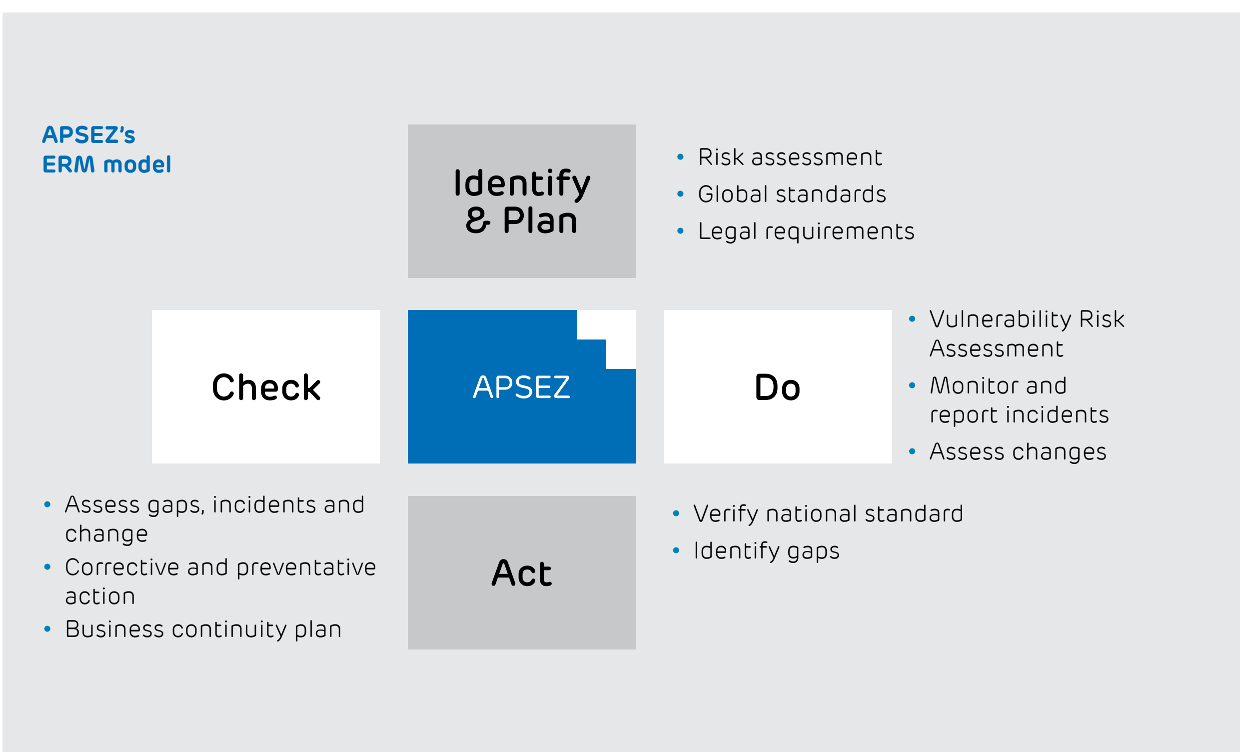
- Revised Master Plan development of MIDPL (Kattupalli)
- Revised Master Plan of Waterfront Development (Mundra)
- Outer Harbour development (Hazira Port)
- Development of 1576.81 Ha industrial park / SEZ (Mundra)
- Proposed utility corridor (road, rail, pipeline, HT line and other utilities) and LPG pipeline (Mundra)
- Proposed 18m 66KV transmission corridor (Mundra)
- Additional capital and maintenance dredging and disposal of dredge material at AKBTPL (Tuna)
- Creation of berthing and allied facilities off Tekra (Tuna) (AKBTPL)

Environmental governance

We have sustainability committees at different levels – Board, corporate and site. Ensuring strategic alignment with the business, we constituted the Corporate Responsibility Committee (SCC) at the Board level that oversees our positions and practices on sustainability issues, principally in relation to social, environmental matters that affect shareholders and other key stakeholders. Our cross-functional Sustainability Leadership Committee (SLC), chaired by the CEO, is responsible for ensuring the operationalisation of sustainability as a part of our strategy. At the site-level, the Heads support the implementation of our sustainability strategy in their respective functions through a Sustainability Steering Committee (SSC).

Risk management

APSEZ framed an Enterprise Risk Management (ERM). The ERM and risk assurance procedure is integrated with the business planning and compliance functions. In recent times, climate-related risks became important to APSEZ's risk management process. This included climate-related physical risks such as rising sea levels and extreme weather events (storms, flooding, droughts and severe winds) and transition risks that comprise technological, regulatory and market changes for a lower-carbon economy.



Goal 1: Carbon neutral by 2025

Climate strategy

Reduce our impact	Building resilience	Strengthen the system
Through low carbon pathway commitments, reduce emissions in operations and supply chain	Enhance physical and strategic resilience of both our operations and key stakeholders	Develop robust system to track and ensure integration of climate change in relevant business activities

Five levers

Our roadmap features five levers – in essence, groupings of actions and initiatives – that act as stepping stones to achieving net-zero by 2050. These comprise:

A	B	C	D	E
Sustainable infrastructure development	Resource planning	Process optimisation through technological interventions	Positive legal compliance	Fulfilling the national/ international standards or guidelines

Climate action

The world is embarking on a 'Race to Zero'. The Paris Agreement goal of holding the increase in global average temperature to well below 2 degrees above pre-industrial levels and pursuing efforts to limit that increase to 1.5 degrees, will require unprecedented global effort to halve greenhouse gas (GHG) emissions this decade, achieve 'net zero' position by 2050 and shift to an overall removal of GHGs on an annual basis post-2050.

As APSEZ is poised to achieve 500 MMT of cargo handling by 2025, it identifies climate-related risks as the biggest barrier to realising its goal. Through proactive decarbonisation, APSEZ aims to build climate-resilient portfolios, leading us to create greater value in a low carbon future. Our scenario analysis suggests that we need to accelerate the decarbonisation of our business portfolio to take advantage of the low carbon economy in the coming decades. We plan to reallocate capital resources to transform our integrated logistics business so that we become a net zero emitter and seize opportunities for low carbon businesses.

APSEZ has committed to 'carbon neutrality' by 2025 and net zero thereafter. To intensify our path towards carbon neutrality, we signed a commitment to set the emission reduction targets under SBTi for net zero. The target setting is in progress and the same will be submitted to SBTi for validation. We are at the forefront in terms of climate policies and are confident of achieving 'net zero' before the target set under India's Nationally Determined Contributions (NDC).

Progress towards carbon neutrality

- Electrification of RTGs is completed and that of quay cranes is in progress with targeted completion in 2023
- The first lot of 100 electric ITVs is likely to arrive at our ports in June 2022
- Discussions are ongoing with various OEMs of battery-operated reach stacker, ECH, dumper and locomotive for pilot execution
- A third-party contract for renewable electricity sourcing of around 300 MW is under discussion
- Captive renewable capacity of ~21 MW and PPAs signed with IPPs for renewable capacity of ~22 MW

Climate risk assessment

In the process of developing a strategy that defines our pathway for carbon neutrality, we signed with the Science-Based Target's commitment and Task Force on Climate-related Financial Disclosures (TCFD). As the international society set a goal of limiting global warming to 2°C from pre-industrial levels through the Paris Agreement, the 'under the 2ºC scenario' serves as the reference point in global endeavours to mitigate GHG emissions. We turned to IPCC and best practices for climate risk analysis considering RCP 4.5 scenarios with two time frames of 2021-2050 and 2041-2070. A detailed adaptation plan was proposed for risk reduction and resilience. The scenario lays out a plausible pathway for the future, identified climate-related risks and opportunities, and developed strategies to achieve our aim towards low carbon transition.

As a TCFD signatory to climate change, it is our goal to increase the climate resilience of our business by setting the following targets for 2025:

- Implement climate resilience and adaptation measures at four ports identified as most vulnerable — Mundra and Hazira ports in Gujarat, Dhamra port in Odisha, and Krishnapatnam port in Andhra Pradesh.
- Conduct climate vulnerability assessment of all newly acquired ports.

Climate Change Vulnerability Risk Assessment of the infrastructure related to port operations has been conducted based on guidelines suggested by IPCC and the best practices for climate risk analysis. Following this, a qualitative evaluation of the implementation time frame and expected cost implication of adaptive measures have been drawn out for the four most vulnerable ports. Till date, we completed the Climate Risk Vulnerability Assessment of 13 ports to ascertain their exposure and sensitivity to changing climate.

We adopted an ambitious set of carbon targets with which to lead our sector: by 2025, we are targeting a 60 % reduction in our CO_2e emissions intensity. The targets cover both Scope 1 and 2. These targets create the milestones we need to achieve to meet our long-term target of net-zero by 2050 and are set against our 2020 baseline.

Climate mitigation: We have set our Carbon Neutrality Roadmap to achieve net zero carbon emissions by 2025. Our emission mitigation plan is to:

a) reduce energy intensity by 50% in 2025 from the level in 2016,

b) achieve fuel-switch through electrification of equipment such as RTGs, MHCs, ITVs, and locomotives,

c) source entire electricity from renewable sources, and

d) offset the remainder emissions.

Based on our forecast, we will achieve 69% emissions reduction from sourcing of renewable electricity, 3% from electrification of equipment and 28% from carbon offsets, which will make for 100% reduction in emissions.

Internal carbon pricing: APSEZ internally applies carbon price of USD 20/ tCO_2e on all Scope 1 and Scope 2 emissions from its operations. The equivalent cumulative amount is set aside for investment into renewable projects and energy efficiency measures. In FY 2021-22, a USD 6.4 million fund was generated through the carbon pricing measure.

Climate finance: In FY 2021-22, we used internal accruals and debt to invest ₹209.69 crore. in projects related to energy-efficiency, emission reduction, environment protection, waste treatment and adaptation. Over ₹180 crore was spent on different rail projects like electrification and upgradation of existing lines and equipment, which helped reduce energy use though modal shift and efficiency improvements. The ceramics transportation from Morbi in Gujarat is now through railways as against road earlier, which will reduce GHG emissions in excess of 50,000 tons by 2025, equivalent to taking 20,000 cars off the road. The spending on electrification of cranes and other equipment was to the tune of ₹11 crore and on the conveyer system of over ₹1 crore in FY 2021-22. We made investments of ₹2.6 crore on solar power projects and ₹11.6 crore on various projects on water and waste treatment, storm water discharge and water supply.

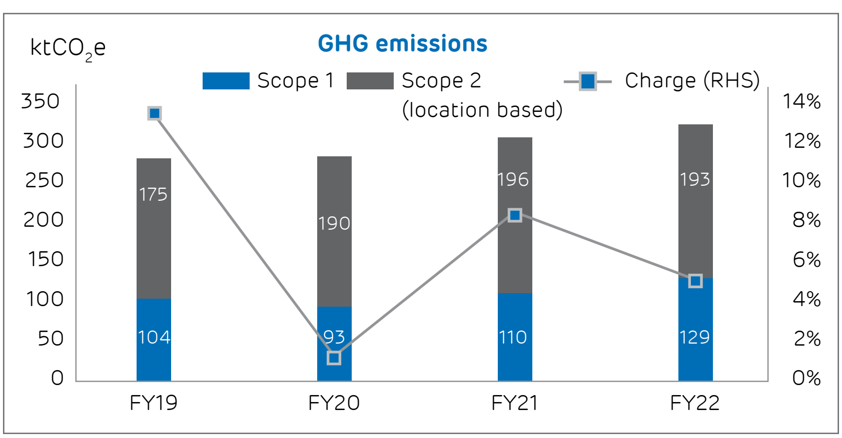
Greenhouse gas emissions

In line with our 'Carbon Neutral by 2025' goal, we continuously work towards improving energy efficiency across operational locations and enhance the proportion of renewable energy sources (solar, wind power) in the total energy mix. We are continuously working on process improvements and implementing projects to mitigate our environmental impact in line with Energy and Emission Policy .

The chart below shows our Scope 1 and 2 emissions of the last four years. Over the years, our absolute emissions have increased because of the increase in the volume of our business. The total emissions in FY 2021-22 were higher also because the operation of the Krishnapatnam port was fully considered in the reporting boundary for the first time this year. The Scope 1+2 GHG emissions in FY 2021-22 was 322 $ktCO_2e$, higher by 5% compared to FY 2020-21 value. However, during the last year, the emission intensity per unit of revenue decreased from 21.1 to 17.8 tCO_2e/ crore ₹ The emission intensity was 22.7tCO_2e/ crore ₹ in FY 2018-19. In FY 2021-22, the share of Scope 1 emissions in the total Scope 1 + 2 emissions was 40%, with key sources being emissions from fossil fuels like diesel, natural gas, and furnace oil (residual fuel oil) use in the equipment and vehicles owned by us. The emissions due to refrigerants used were 802.5tCO_2e, which is 0.6% of Scope 1 emissions while the rest was from fossil fuel. Our effort is on reducing Scope 1 emissions

by using alternative fuels, electrification and enhancing the energy efficiency of our operations. We expect these efforts to result in lower Scope 1 emissions in the future.

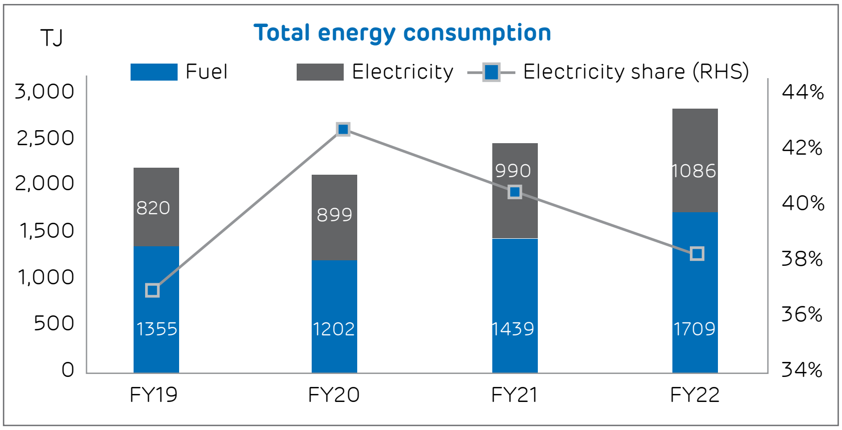
During the year, we sourced 59,166 MWh of renewable electricity from solar and wind through open access (third party), and captive capacities like onsite roof top/ ground mounted solar project, leading to 46,741 tons of GHG emissions reduction (scope 2 emission). Over the last three years, we added 11.1 MW of solar portfolio through various renewable energy initiatives for on-site roof top /ground mounted solar.



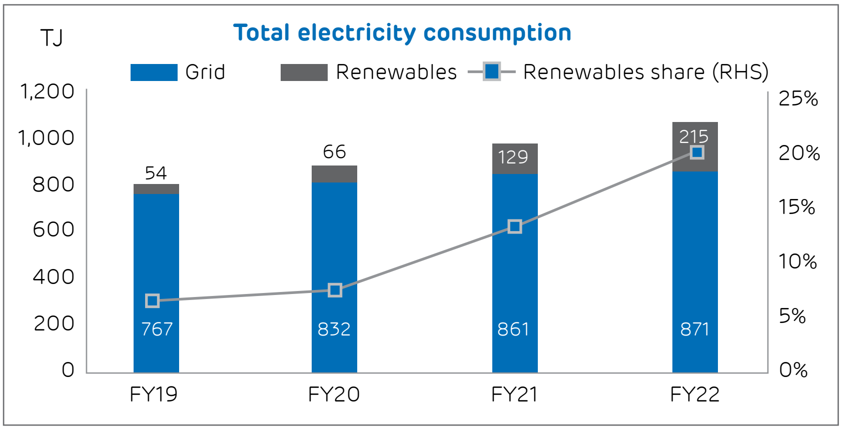
Historically for APSEZ, the largest source of emissions was electricity use, reported as Scope 2 emissions in the chart above. This frames our carbon mitigation strategy to also focus on reducing Scope 2 emissions by incorporating renewable power sources. So, while we are focusing on reducing Scope 1 emissions by electrifying our operations and introducing energy efficiency measures, we are targeting to reduce Scope 2 emissions by increasing the share of renewables in the power mix. In this way, we seek to reduce the entire direct emissions of our operations.

The current share of electricity in our total energy consumption was 39%, which remained largely same over four years. However, the proportion of renewables in total electricity consumption doubled over this period.

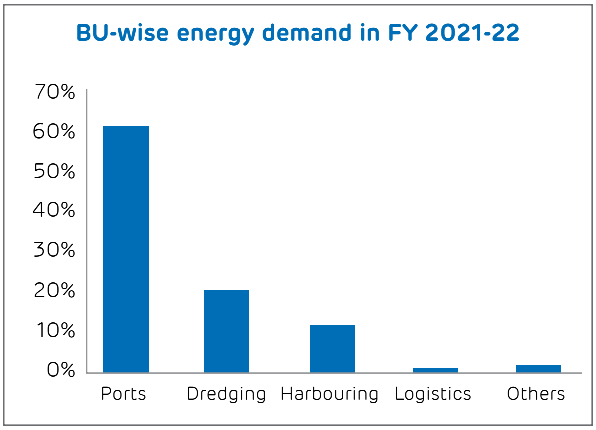
[3] https://www.adaniports.com/-/media/Project/Ports/Investor/corporate-governance/Policies/Energy-and-Emission-Policy.pdf

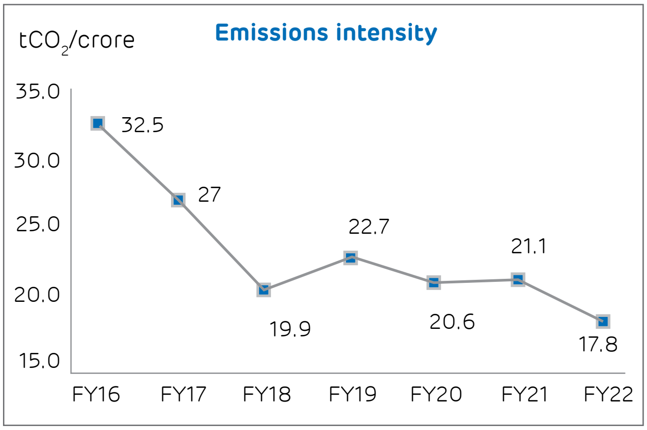


The share of renewables in the total electricity consumption increased from 7% in FY 2018-19 to 20% in FY 2021-22. We currently have total 20.88 MW captive capacity and 21.80 MW of PPAs signed with IIPs for renewable electricity supply. We are discussing tie-ups for 300+ MW with IPPs for renewables capacity.



Our ports are the largest consumers of energy, accounting for 62% of the total energy consumption across APSEZ, followed by dredging operations. Logistics accounted for just 1% of the total energy consumption.





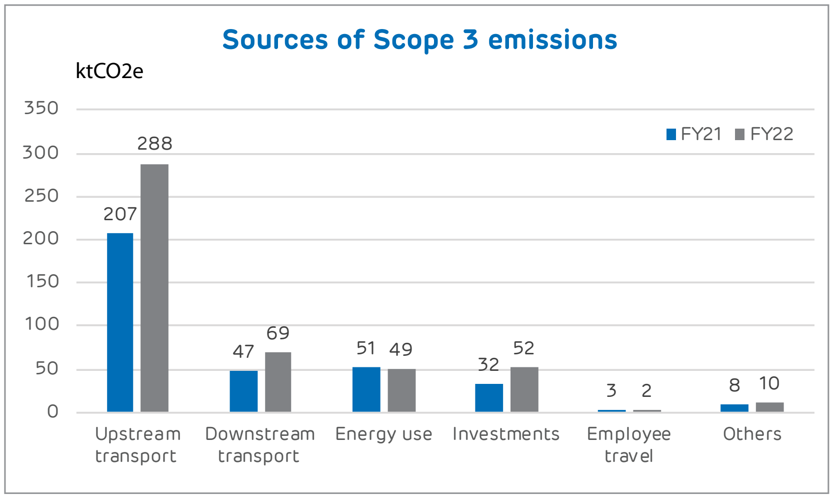
- Scope 1 includes direct emissions from fuel used in port operations in equipment like cranes, excavators, dozers, reach stackers and forklifts etc. and in allied activities like harbouring, dredging and in DG sets and Company vehicles.
- Scope 2 (location based) includes indirect emissions from purchased electricity consumed by the operational activities

Ozone-depleting substances (ODS)	Quantity Kg
R-22	335
R-407C	0
R-410	164
R-32	1.8

APSEZ recognises the importance of addressing Scope 3 emissions, which indicates the level of exposure to climate risks in our upstream and downstream supply chains. We monitor and report Scope 3 emissions to enhance our carbon reduction efforts by identifying large emission sources along our value chain.

Scope 3 includes emissions arising from fuel consumed by contract vehicles, fuel consumed by contract equipment, fuel consumed by administration vehicles (outsourced), fuel consumed by business travel (air, train, bus, and four-wheeler), fuel consumption by employee transit (daily commute), fuel consumption for waste disposal (outsourced), fuel consumed by horticulture equipment and vehicles (outsourced), fuel consumed by the canteen and its vehicles (outsourced), and other indirect emissions. Emissions from investments include our joint ventures (GHG Scope 1 & 2 emissions).

Total GHG Scope 3 emission was 471649 tCO_2e.



Note: Others include downstream emissions, employee commutation, business travel and waste disposal

GHG emission reduction initiatives

Case study 1: GHG emission reduction through alternative fuel

Objective: To reduce GHG emission by conversion of the entire diesel locomotive to electric alternatives (Aligned to UN SDG13)

Activity: Adipur Mundra Railway Electrification to reduce diesel use by replacing the diesel loco with electric alternatives

Project description

In container handling ports, the railway plays vital roles in handling and shifting the cargo in different parts of the country. Traditionally, the handling of the cargo is being done with the diesel locomotive; the consumption of diesel fuel for the shifting is huge, which not only affects the environment but could eliminate natural resources.

In response to these observations, we decided to replace the diesel locomotive with the electric alternative and came up with this railway electrification project from Adipur to Mundra 72 RKM double line. The overall projected cost of the project was ₹180 crore In comparison to the present consumption, this project will help in achieving 95% savings in fuel consumption and contribute towards targets aligned for sustainable development.

Methodology

Replacement of the diesel engine to the electric engine is our immediate as well as long-term energy saving plan. It will help us in saving natural resources and reducing the carbon emission, which saves our environment.

The methodology of the project involves several activities such as Mast Foundation, Mast Erection, Bracket Erection, Wiring, Droppering, development of PSI post and other associated activities. With the help of the MUPL substation, one of our PSI posts at Bhadreshwar will be electrified by 66kV and will be stepped down to 25kV and energised throughout the section.

Expected outcomes

- Reduces the average CO_2 by 6.00 million Kg yearly and saves around ₹1800 crore foreign exchange annually immediately after electrification.

Case Study 2: Reduction in carbon emissions through the procurement of e-ITVs

Objective: To eliminate diesel consumption in ITVs used and thereby reduce carbon emission (Aligned to UN SDG13)

13 CLIMATE ACTION

Activity: Procurement of E-ITVs towards Climate Change Mission and Carbon Neutrality

Project description

Internal transfer vehicles (ITVs) are used extensively in port operations. These are used for transfer of container cargo from ship to yard and vice versa. Diesel consumption in ITVs is around 60,000 Litres / month for the Kattupalli and Ennore Ports and is identified as a significant source of GHG emission at ports.

To avoid the carbon emissions and to achieve our carbon neutral mission, we procured 51 e-ITVs for Marine Infrastructure Developer Pvt. Ltd. (MIDPL) and 24 e-ITVs for Adani Ennore Container Terminal Pvt. Ltd. (AECTPL). The charging of these e-ITVs is done through the solar power system.

Outcomes

- 100% reduction in diesel consumption
- Emission saving is around 180 tCO_2e/ month

Energy performance

Energy management is critical to the climate change agenda at APSEZ. Energy consumption is one of the largest sources of GHG emissions, while energy costs have a direct impact on the cost of operations. Our energy management strategy involves:

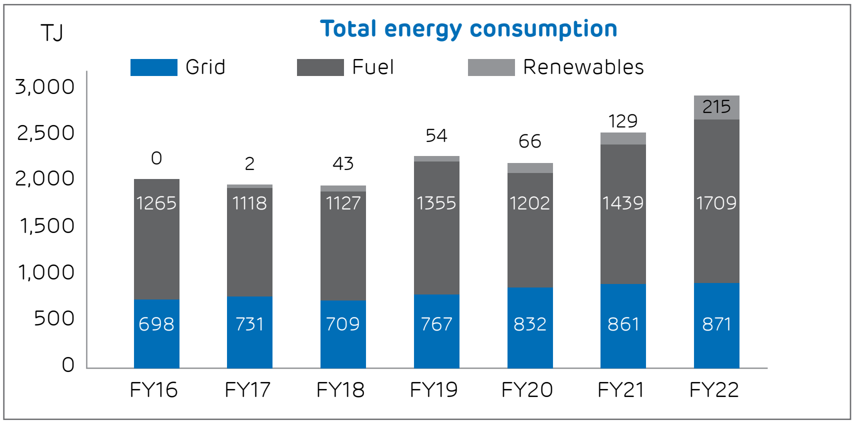
A) Improving energy efficiency across our operations through awareness and monitoring

B) Adopting new technology

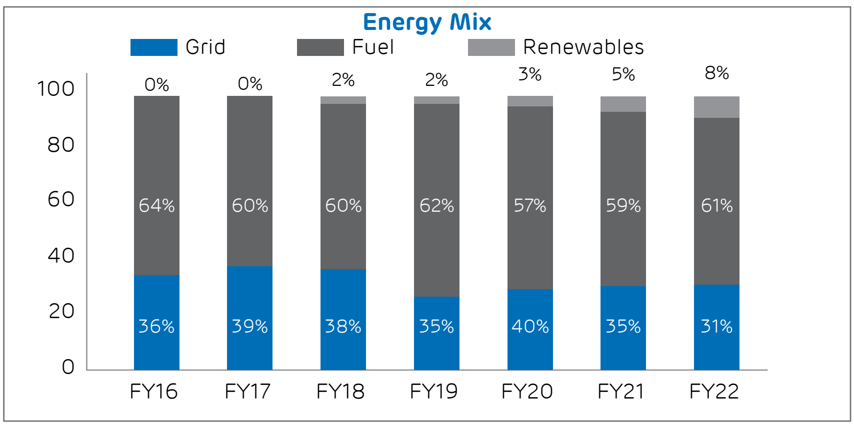
C) Alternative fuel use

D) Electrification of equipment and machines

In FY 2021-22, the total energy consumed was 2,798,519 GJ, which is 15.28 % more than FY 2020-21 as the full-year data of Krishnapatnam port was included in the reporting boundary. Our current target is to reduce energy use intensity by 50% from the 2016 levels by 2025. We are on track to achieve our target, with 38% reduction achieved till date from the base year of 2016. In FY 2021-22, the energy intensity of our operations was 154.7 GJ/ revenue in crores.

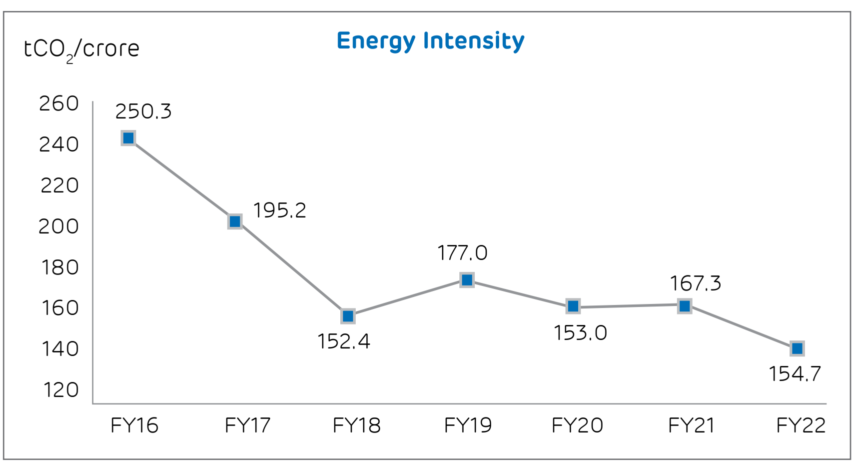


The share of renewable in the total energy mix increased to 8% from 2% four years ago. The electrification of equipment and transport will gradually reduce the demand for fuel and increase the share of renewables.



Note: *Fuel comprises of petrol, LPG, PNG, HSD, FO, HFO, Acetylene and Jet kerosene

The intensity of energy consumption per unit of revenue generated



Fuel	Fuel consumed (GJ)
HSD	1278473
Petrol	1986
FO	410468
HFO	2005
LPG	1770
Acetylene	71
PNG	565
Jet kerosene	33868
Fuel consumed	1729206

The fuels are consumed in our port cargo handling operations at our ports, logistics sites, Karnavati Aviation (non-scheduled flights) and allied services like harbouring and dredging. Even though we own and operate 60 rakes, we do not consume any direct fuel for these rail operations as the locomotive operations are under IRCTC control.

Energy reduction initiatives across value chain

Our ports adopted multiple technological and operational measures for improving energy efficiency. While some measures are directly oriented towards improving energy efficiency, the remaining ones target other improvements, indirectly contributing towards a lower energy consumption in the port area.

We have undertaken a conversion of the high pressure sodium vapor lamps (HPSV) in all RTG cranes to LED fittings and 5 diesel vehicle to electric vehicles at Mundra, with the objective of reducing CO2 emissions and optimising operational costs. This resulted in a reduced carbon emission per annum of 47,815 Kg CO2.

The ceramics transportation from Morbi in Gujarat is now made through railways as against road earlier, This will reduce GHG emissions in excess of 50,000 tons by 2025, equivalent to taking 20,000 cars off the road. We placed an order for 100 battery-operated EITVs and further orders will be issued in FY 2022-23. We also have discussions for low-carbon solutions of reach stacker, ECH, locomotive, dumper and other earth moving equipment. In Krishnapatnam, we installed an electric conveyor belt to switch from fossil to electricity and improve efficiency.

We initiated the Adipur-Mundra railway electrification to reduce diesel use by replacing a diesel locomotive with an electric alternative.

LNG Fuel Replacement

Shore Power

Truck appointment system

Green Building

Accelerating renewables adoption

APSEZ follows a two-pronged approach to enhance the share of renewable energy in the energy mix, increasing the use of renewable power and using alternative fuels for our processes. Our total renewable energy share stood at 7.67 % in FY 2021-22 compared to a share of 5.3% in FY 2020-21.

Over the years, we invested more than ₹100 crore in our renewable portfolio, which includes 14.88 MW of solar at different locations and 6 MW of wind energy at the Krishnapatnam port. With this, we achieved an emissions reduction of 46,741 tCO_2e in FY 2021-22 and 111, 283 tCO_2e over the years. We expect to make parallel investments in renewable energy sources with a potential positive impact in a declining use of fossil fuels over the medium to long-term. Though the development is capital-intensive, diversification towards clean energy, including hydrogen, is our strategy to achieve our climate change commitment.

We continue our efforts to increase the proportion of renewable power in total electricity to 100% by 2025 through third-party open access route (solar/wind) and captive generation. In FY 2021-22, the total consumption of electricity was 301,774 MWh, out of which solar and wind was 59,166 MWh.

In FY 2021-22, 7.67 % of the power needs were met through renewable energy.

We are committed to utilise all forms of transport for better resilience and lower emissions. As a result, we forayed into inland waterways under the aegis of the Government of India's Sagarmala Project. We are working towards improving hinterland connectivity by inter-connecting with railways for inland cargo movement. We are attempting to link agri-logistic parks with rail, building multi-modal connectivity to the customer's doorstep. This could reduce road movement, reduce emissions, and provide a climate resilient alternative. These significant business shifts and expansions empower us to address emerging market dynamics.

Case study 1: Installation of roof top solar power system and solar panels along break water at Kattupalli port

Objective: To increase the renewable energy capacity from 450 KWP to 1 MW (Aligned to UN SDG13)

Project description

Under this project, the renewable energy capacity is to be increased from 450 KWP to 1 MW. For achieving this, Marine Infrastructure Developer Pvt. Ltd. (MIDPL) installed roof top solar system and solar panels along the break water at Kattupalli Port. Solar power panels were installed on rooftops of building and along the North breakwater, connecting to the solar inverter and solar battery.

Outcomes

- Roof top solar plant installed for the capacity of 550KWp at various building roofs. Power generation was around 7,00,000 units per year resulting in savings of ₹52.70 lakhs per year.
- To utilise unused areas for green energy generation, 15KWp solar plants were installed along the North breakwater rocks as a trail; power generation will be 20,000 units and cost savings ₹1,43,000 per year.

Case Study 2: GHG emission reduction through renewable energy at Dhamra Port Company Limited

Objective: Reduce GHG emissions through renewable energy (aligned with UN SDG13)

- **Activity:** Purchase of open access renewable energy by Dhamra Port Company Limited for power consumption

Project description

Around 59.7% of India's electricity is generated using fossil fuels, a major source of greenhouse gas emissions. To meet growing energy demand, DPCL purchases electricity from NESCO, a source of Scope-2 emission. As per our Energy Policy, DPCL purchases Open Access Renewable Energy to reduce its carbon footprint and GHG emissions.

Outcomes

- During FY 2021-22, DPCL consumed 86,361 MWH of electric energy, out of which 15,300 MWH of electric energy was purchased through open access renewable energy (around 17.72% of the total energy consumption).
- This initiative avoided 12,546 tCO_2e of Scope 2 emission.

Other initiatives in conservation of energy undertaken by APSEZ included:

ERTG floodlight LED conversion at Marine Infrastructure Developer Pvt. Ltd. (MIDPL): The conversion of existing High-Pressure Sodium Vapor lamp (HPSV) in all RTG cranes into LED fittings resulted in savings of 1,68,000 Kwh/year i.e., ~₹12.60 lakhs.

LED conversion at Adani Marmugao Port Terminal Pvt.: Replacement of all HPSV lamps in moving equipment, conveyor galleries, buildings utilities, yards, high mast towers and transfer towers by LEDs resulted in a saving of 88,752 KWh/year i.e., ~₹5.3 lakhs.

Ambient air quality

At APSEZ, we are continuously striving towards improving our air quality management and performance by considering it as a significant concern for our ports and near-port communities. Near-port communities are often disproportionately impacted by air emissions due to port operations, goods movement operations and other industries that may be co-located with ports. There is also a growing pressure by stakeholders to reduce emissions and improve air quality.

A major portion of emissions at our port facilities is combustion-related emissions and its primary sources have been identified as equipment, vehicles, and marine vessels that burn diesel fuel. These diesel engines result in the release of pollutants such as particulate matter (PM), nitrogen oxides, (NOX), carbon monoxide (CO), sulphur oxides (SOX), and air toxics. The level of Sulfur in the fuel being used is directly proportionate to the level of SOX emissions generated. Apart from combustion-related emissions, dust generated from the cargo handling and storage may also have impact on the air quality at our dry cargo handling terminals in Krishnapatnam and Kattupalli. We use scientific methods for controlling dust emissions such as dry fog dust suppression system, water sprinklers, wind screen in the dry cargo handling ports, use latest pollution tested transport vehicles, modern equipment such as closed conveyor belt for cargo handling, and tarpaulins for covering cargo. Greenbelt development or the open space between the port and local communities is an effective buffer to contain the impact of air emissions and noise. Guided by our Environmental Policy and bound by regulatory norms, we are committed to reduce non-GHG air emissions, its identification, ambient monitoring and regularly report their levels to regulatory authorities.

Non-GHG emissions

At APSEZ, we identified non-GHG emission sources (point and area source) for all our ports using Integrated Management System (IMS) procedure for monitoring and measurement. In addition, stack monitoring was carried out as per the regulatory approvals (consent condition) from State Pollution Control Board (SPCB) for various Non GHG emissions. Parameters such as Sulphur Dioxide (SO_2), Nitrogen Dioxide (NO_2), Particulate matter (size less than 10 um) or PM10, Particulate matter (size less than 2.5 um) or PM2.5, Ozone (O_3), Lead (Pb), Carbon Monoxide (CO), Ammonia (NH_3), Benzene (C_6H_6), Benzo (a) Pyrene (Ba)), Arsenic (As), Nickel (Ni) are part of our existing environment monitoring program (ambient air and stack emission) and reported to regulatory authorities as part of half yearly compliance report available on company website for respective ports . APSEZ developed an in-house software tool (MERCURY) for recording and monitoring non-GHG air emissions of all the port locations and compared it with NAAQS (National Ambient Air Quality Standard). These are tracked monthly to assess abnormalities and implement mitigation measures. As per the monitoring reports, it can be observed that APSEZ maintained non-GHG emissions well within NAAQS limits.

Parameter	FY 2021-22 (µg/m3)
NOx	20.55
Sox	11.43
Particulate matter (PM)	56.99

Initiatives for reduction of non GHG emissions

Various initiatives are taken up by ports for the reduction of non-GHG air emissions. These non-GHG emission reduction initiatives are disclosed as a part of the half-yearly compliance report on our website. A few examples of initiatives at different ports are as follows:

- Our ports in Ennore and Kattupali installed retrofitting devices in all DG sets to reduce non-GHG emissions from the DG set. Approximately ₹ 2 crore was spent to complete the retrofitting. Other ports are also in the process of installing retrofitting devices to reduce non-GHG emissions from DG sets.
- Use of rain guns for fugitive dust suppression at minerals stack yard
- Mechanised road sweeping machines
- Pre wet system before wagon tippling
- Closed conveyor system
- Tarpaulin covering of rail wagons at Wagon covering shed
- Wagon cargo loading by closed silo system
- Mechanised handling (loading & unloading) of cargo from ship
- Dust suppression system at conveyor lines and transfer points
- Water sprinkling on stack yard internal roads
- Dedicated team for housekeeping
- Use of movable mist cannon for control of fugitive emissions

Case study: Particulate Matter (PM) emission reduction by retrofitting in diesel generator sets at Adani Ennore Container Terminal Pvt. Ltd.

Objective: Reduction in particulate matter emission by retrofitting diesel generators sets in the Kattupalli and Ennore ports (aligned with UN SDG 13)

Project description

Diesel generators were used as backup power supply in the port operations and identified as PM emission sources. The Company reduced PM emission levels of these DG sets by retrofitting with high-efficiency equipment.

Methodology

The emission control devices were tested over ISO-8178 D2 5 mode cycle procedure as per TNPCB / CPCB Guidelines. Like an Electrostatic Precipitator (ESP), PM was imparted a surface charge, which attracted oppositely charged ESP plates and accumulated PM was removed with a proprietary self-cleaning mechanism.

Outcomes

Retrofitting equipment in all DG sets reduced PM emission level. Efficiency of the retrofitting equipment was observed above 90% against the TNPCB requirement of >70%.

[4]Dahej port: https://www.adaniports.com/-/media/Project/Ports/PortsAndTerminals/Dahej-Port/Environment-Compliance-Report/Current-Environment-Compliance-Report/Compliance_Report_Phase_III_Adani-Petronet_Dahej_-Port-Pvt-Ltd_April_21_to_September_21.pdf (Kindly refer Annexure 3; Page number 68 to 79); Hazira port:https://www.adaniports.com/-/media/Project/Ports/PortsAndTerminals/Hazira-port-Documents/Environment-Compliance-Report/Current-Environment-Compliance-Report/AHPL_Six-monthly-EC_Compliance-Apr-2021-to-Sep-2021.pdf (Kindly refer Page number 55 to 65)

Noise management

At APSEZ, we recognise our responsibility to ensure that our operations do not cause any harm to local residents as well as the coastal ecosystems. We are committed to identify noise-related impact, reduce noise levels, ambient monitoring and regularly report the levels to the regulatory authorities. Even though noise pollution is not identified as one of our significant material issues since our operations are mostly carried out at remote locations, we are committed to identify noise-related impact, reduce noise levels, ambient monitoring and regularly report the levels to the regulatory authorities. Our permits for operating rail and road movements cover regular noise monitoring as a compliance requirement.

Vessel berthing activities and cargo handling affects the marine ecosystem. For the purpose of noise pollution detection, we carried out detailed noise mapping at our new and old ports. Additionally, we adopt other effective measures to keep a check on noise levels during these activities. This includes ensuring that engine doors are always shut to minimise noise from ships during berthing and the adoption of relevant equipment, sound insulation and periodic maintenance of all vehicles and equipment.

Noise measurement and reporting is carried as a part of our existing environment monitoring program and we are maintaining the noise level within the prescribed level in line with our permits, licenses and standards. The noise monitoring reports are available on our Company website as a part of half yearly EC compliance report our and the results are well within the prescribed limit.

Safeguard measures practiced for management of noise

Following were safeguard measures practiced across the sites and disclosed as a part of the Company's half-yearly compliance reports kept on the Company's website:

- Procurement of machinery / construction equipment was done in accordance with specifications conforming to source noise levels less than 75 dB (A)
- All the machinery and vehicles were maintained to keep the noise at minimum
- Developed greenbelt along the periphery of the operational area.
- D.G. sets have acoustic enclosures
- Maintenance of plant machineries and equipment was conducted on regular frequency
- Noise attenuation was practiced for noisy equipment by employing suitable techniques such as acoustic controls, insulation, and vibration dampers
- High noise generating activities such as piling and drilling were scheduled during the day (6 am to 10pm) to minimise noise impact
- Any equipment emitting high noise, wherever possible, was oriented so that the noise was directed away from sensitive receptors
- Personnel engaged in construction activity were provided with appropriate PPE's (Earplugs/muffs)
- Regular ambient noise monitoring was carried as per the environment monitoring plan

Water stewardship

Water crisis is an urgent global challenge. Most public health crises are already driven by water, including floods, droughts and water-borne diseases. Climate change is worsening the problem by intensifying floods and drought, shifting precipitation patterns, altering water supplies and accelerating glacial melt and sea level rise. In the World Resources Institute's Aqueduct Water Risk Atlas, India ranks 13 on Aqueduct's list of 'extremely highly' water-stressed countries.

The science-based strategy acknowledges the growing urgency of shared water risks and need for systemic action across the value chain. APSEZ is cognizant of the growing risk related to water, coupled with the risk of climate change which has a high potential on the financial returns should the risks surface. About 3 of the APSEZ's ports operate in water-stressed areas and more than 68% of its water is used for cargo handling (only industrial consumption).

In line with the Water Stewardship Policy, APSEZ undertakes a holistic approach towards water management to maintain and enhance the efficiency, resilience and long-term viability of assets. With the goal of being water positive, the Company endorses and commits to the United Nations CEO Water Mandate.

As part of this, the Company set the following targets to be achieved by 2025, keeping FY 2016-17 as the baseline:

- 60% water consumption intensity reduction
- 83% water withdrawal from non-competing sources
- Alliance for water stewardship certification for 12 ports
- WASH assessment for 12 ports
- 10 MLD of wastewater to be recycled and reused
- <20% fresh water withdrawal share

Responsible water management practices allow us to deliver value to customers by maintaining the quality of cargo, maintaining the ambient air quality aggravated with dust and lastly reducing local shared resource challenges.

Water strategy

Water awareness: Enhance an understanding of the challenges related to water scarcity across employees, suppliers and customers.

Risk assessment: Conduct context-specific, local scenario planning of water-stress risks.

Internal action: Take appropriate measures related to optimised water use, improve efficiency and reduce water-related pollution.

Stakeholder partnerships: Work with multi-stakeholder groups like local municipalities and communities to create shared resource and minimise water-related issues

Focus areas

- Access to safe drinking water and sanitation for vulnerable communities and helping communities adapt to the water-related impacts of climate change.
- Encourage and support the local government, groups and initiatives seeking to advance the water and sanitation agenda.
- Undertake water-resource education and awareness campaigns, in partnership with local stakeholders.
- Work with public authorities and their agents to support the development of adequate water infrastructure, including water and sanitation delivery systems.
- Include a description of actions and investments in relation to The CEO Water Mandate in the communication on progress for the UN Global Compact, making a reference to relevant performance indicators such as water indicators found in the Global Reporting Initiative (GRI) guidelines.
- Publish and report the Company's water strategy (including targets, results, and improvement areas) in relevant corporate reports, using water indicators found in GRI guidelines.
- Enhance transparency in dealing with governments and other public authorities on water-related issues.

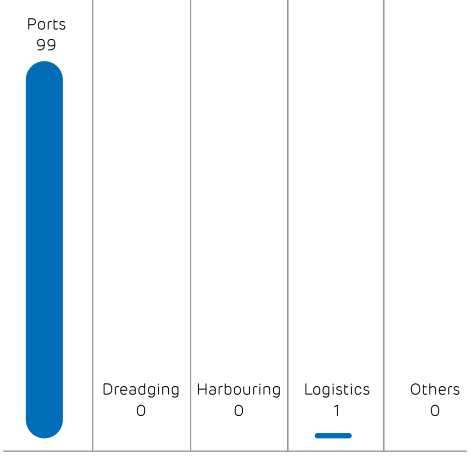
Water performance

Although total water withdrawal increased by 27% as compared to the previous year, the Company was able to bring down its water intensity by 7%. The Company is focusing on improving the efficiency of operational freshwater use. Its ports represented 99% of total water consumption.

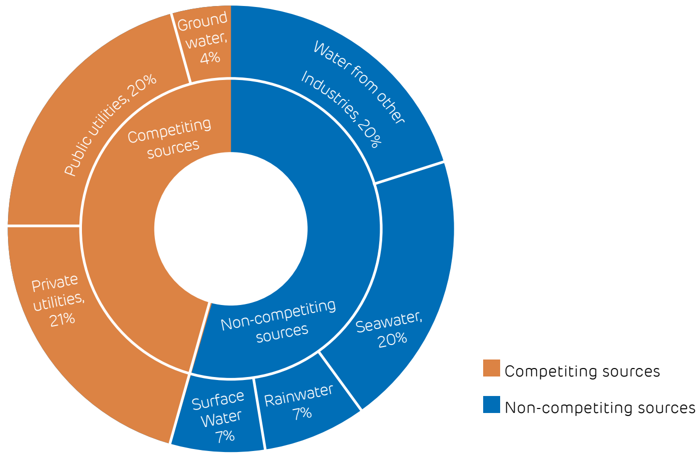
In FY 2021-22, the water intensity for port operations decreased by 7% compared to FY 2020-21. Absolute water consumption increased by 14.76 % in FY 2021-22 to 4,731 ML from 4,123 ML in FY 2020-21. In FY 2021-22, APSEZ cumulatively withdrew 5,154 ML of water, 26% more than compared to the previous year.

Sea water accounted for 21.5% and freshwater for 53% of the total water withdrawn by APSEZ in FY 2021-22. The fresh water accounted for 2,743 ML, comprising water from surface water, third-party sources and groundwater sources. The water consumption per revenue (in ₹ crore) reduced by 58% overall and 14% annually from the base year of 2016.

Bu wise water consumption share (%)

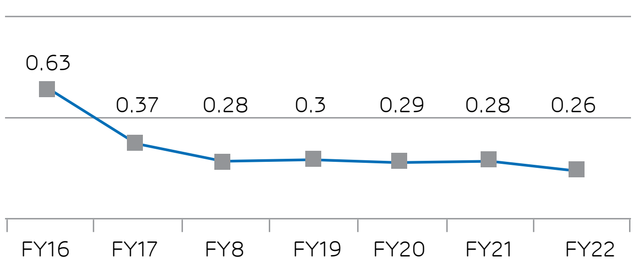


Water withdrawal sources

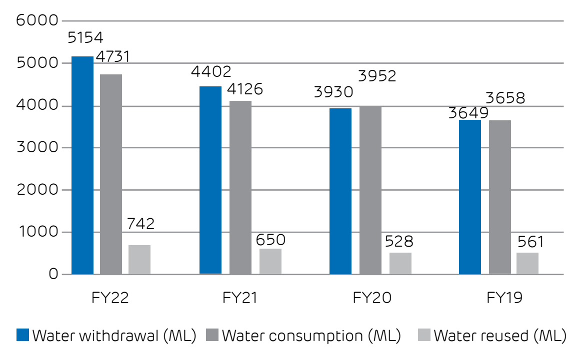


Note: Surface water is taken from source, which is at the confluence of the river and sea, marked by high salinity and not being potable, hence considered here as non-competing

Water intensity (ML/Revenue in crore)



Water performance



APSEZ conducts periodic reviews of its operational sites to understand its water impacts, risks and opportunities taking into account the availability, quantity and quality of water and any regulatory requirements. In 2021-22, we saw a 31.36% rise in surface water consumption and a 25.8% rise in overall water withdrawal due to an increase in cargo handled.

All potable water withdrawal comes from third-party water source supplied by municipalities or groundwater.

All municipal supplies and groundwater water are categorised as freshwater with Total Dissolved Solids levels of ≤1,000 mg/L.

Indicator	FY 2024-25 target	FY 2021-22 target	Status FY 2021-22
Water consumption intensity reduction*	60%	55%	59%

*Base year FY 2015-16

Wastewater management

Responsible wastewater management is critical for the safety of local ecosystems, the health of our neighbourhoods and the protection of our farmlands for food security. APSEZ has undertaken zero liquid discharge (ZLD) projects as part of its wastewater management initiatives. We are strengthening the efficiency of our ETPs to reach levels where we can convert our existing effluent treatment plants (ETP) to ZLD. Towards this, in FY 2021-22, we recycled 86% of the total wastewater generated and increased the reuse of wastewater by 92 ML compared to the previous year.

Water conservation initiatives

APSEZ audited its water management process annually. Monthly water consumption by its key business units was tracked to detect spikes in water use. To reduce its reliance on freshwater, APSEZ used wastewater from various sources for operational activities that did not require potable water.

Localised site level water strategies were adopted with a focus on reducing a reliance on freshwater and reducing water use. At our various sites, sourcing of treated wastewater from industry was also explored. Rainwater harvesting measures were installed at sites to mitigate the risk of water availability. Recognising that water conservation is a shared responsibility, APSEZ engaged with suppliers and vendors through meetings and quarterly reviews. These initiatives aimed to promote water conservation practices that complement APSEZ's water management strategy.

Case study 1: Development of infrastructure for managing recycled water from Krishak Bharati Cooperative Limited (KRIBHCO)

Objective: To reduce freshwater footprint in a cost-effective manner (aligned with UN SDG12)

Project description

The project with Krishak Bharati Cooperative Limited obtained treated sewage for industrial consumption at Adani Hazari Port Pvt. Ltd (AHPL). AHPL and KRIBHCO signed an MoU in which AHPL will buy 2000 KL treated wastewater from KRIBHCO. This agreement reduced our freshwater footprint in a cost-effective and environment-friendly manner.

Activity

Development of infrastructure for receiving recycled water from KRIBHCO by laying 18 Km of dedicated pipeline from KRIBHCO to AHPL

Methodology

KRIBHCO sent treated wastewater to AHPL through a pipeline and charged as per agreement and for a minimum 2000 KL/ daily quantity. If the withdrawal of water exceeded 2000 KL/daily, it was charged extra on a per KL basis at a pre-agreed rate. In FY 2021-22, 496416 KL recycled water was used in industrial applications.

Project cost: ₹1120 lakh

Estimated project benefits

- Reduction of freshwater footprint
- Availability of good quality of water in cost effective manner
- Lower capex and opex with respect to alternate options, i.e. desalination
- Hassle-free operations of pumping and pipe network system for water reception

Pipeline

Pipeline

Pump house

Case study 2: Water management measures in port operations

Objective

- Utilisation of desalinated water from the sea water reverse osmosis plant instead of freshwater for port operations
- Reusing the entire treated water of STPs, ETP and harvested rainwater for greenbelt development and maintenance

Activity: Water management measures adopted in port operation to sustainably manage and protect natural resources of fresh water

Project description

The entire water requirement for port operations was met from Chennai Metropolitan Water Supply and Sewage Board and a, desalination plant of capacity 100MLD. There was no dependence on fresh water (surface water or bore water) for port operations.

Domestic wastewater was generated from various sources such as washing water from canteen and toilet flushing water from the office buildings, properly treated in sewage treatment plants of the total capacity of45KLD and the treated water was reused for gardening purposes after confirming that the water quality parameters were well within the prescribed norms.

A high efficiency effluent treatment plant with treatment capacity of 50KLD was installed to treat effluents generated during liquid tank washings; the treated water was reused for gardening.

Methodology

Desalination plant: The main source of raw water for the Kattupalli port was from the CMWSSB 100MLD desalination plant adjacent to the Kattupalli port. Sea water was treated through Reverse Osmosis.

Sewage treatment plant: Domestic wastewater was treated in packaged sewage treatment plants and treated water was reused for gardening.

ETP: Effluents were generated during liquid tank washings in a high efficiency effluent treatment plant of 50KLD capacity through processes like Stage-1 RO, Stage-2 RO and a multi-effective evaporation process.

Outcomes

- MIDPL utilised desalination water for port operations
- There was no dependence on fresh water
- Treated water from STPs and ETP was reused for gardening
- Harvested rainwater from the rainwater harvesting pond was used for gardening.

50 KLD ETP

Rainwater harvesting pond

30 KLD STP

10 KLD STP

5 KLD STP

Some of the other water conservation initiatives were as follows:

Adani Marmugao Port Terminal Pvt. Ltd.

Initiative	Capex	Expenditure	Status	Units saved	Cost saving
Installation of a drip irrigation system at plot B.	₹4,87,000	₹4,87,000	Installed	1500 KL/A (approx.)	₹1,30,000 (approx.)
To initiate pipeline laying bringing STP outlet water from Kattum Baina STP to the port to be used for plantation and sprinkling	₹2.6 crore (approximately)	Planned for FY 2022-23		250 - 400 KLD	₹25,92,000 shall be saved per annum by using STP water.

Adani Krishnapatnam Port Ltd.

Initiative	Capex	Expenditure	Status	Units saved	Cost saving
Installation of STP units in the bank building (40KLD) and CVR complex (200KLD)	₹50 lakh	₹50 lakh	240 KLD STP units commissioned in FY 2021-22	55.34 ML of water reused	₹5.09 crore

Mundra Port and SEZ

Initiative	Capex	Expenditure	Status	Units saved	Cost saving
ACMTPL: Sensor-based automatic on/off pump as per water level by installing water level controller at building and RMU location (2 Numbers)	No	₹44,000	Competed (Q1)	Reduction of chances for overflow (corresponding tangible saving of water based on event which may occur) Elimination of manual intervention	
Water level sensor installed in the third floor building toilet water tank to eliminate the overflow of water and manual intervention.	-	₹900	Work completed on 13.08.2021 (Q2)	1) Water saving by eliminating overflow 2) Safety enhancement by eliminating manual interventions	
Re-routing of 1 KM water supply line to bypass water leakages inside the utility drain	₹30 lakh	₹30 lakh	Successfully commissioned Q3	200 KLD of water (approximately)	Nearly ₹43.8 lakhs annually
Initiative	**Capex/opex**	**Expenditure**	**Status**	**Benefits**	
Raw water pump house automation	₹50,000	₹50,000	Completed	Avoided manual interventions to switch the pump off and eliminated the overflow which will result in water and energy conservation	

Waste management strategy and performance

Marine pollution has consistently been a priority for stakeholders. Ports generate waste at various stages of their life cycle from project construction through port operations. These wastes include dredged materials, garbage and oily mixtures discharged from ships, wastes from cargo operations and discharges from municipal and waterfront industry activities.

We scaled our waste management practices by reducing generation quantities and directing wastes to authorised treatment, storage and disposal facilities (TSDF). We are increasing the share of recycling and co-processing to bring down the quantity of waste disposed to landfills. Waste from ships (used oil, solid waste etc.) and waste generated from our port-related activities (hazardous waste, lead acid batteries waste, bio-medical waste, e-waste, non-hazardous waste, construction debris) are being managed as per applicable rules. Ports also facilitate ships to dispose hazardous waste directly to authorised vendors.

Hazardous waste and bio-medical waste are being disposed to authorised facilities including incineration facility as per valid permissions obtained from the State Pollution Control Board. E-waste and lead acid batteries wastes were sent to authorised recyclers in line with E-Waste Management Rules, 2016 and Batteries Waste Management Rules, 2016.

We have a legislative mandate to protect the environment within our jurisdiction, developing environmental programmes and initiatives around waste recycling and reuse. We focus our stewardship efforts on recycling waste as much as possible at the source itself. We intend to work collaboratively with organisations within our SEZ to monitor waste-related issues and develop solutions that minimise impacts on areas outside our formal sphere of control.

Zero waste to landfill

Across our facilities, we implemented the 5R approach (Reduce, Reuse Recycle Recover, and Reprocess) for responsible disposal of waste.

The APSEZ initiative of 'Zero Waste to Landfill' for non-hazardous waste was based on the 5 R's principle (Reduce, Reuse Recycle Recover, and Reprocess) and achieved zero waste allocated to landfills across three sites. Bio-degradable waste was recycled and used as manure. Non-biodegradable waste such as paper, plastic, scrap etc. was sent to recyclers. Non-recyclable and non-recoverable dry waste (loose refused derived fuel) was are sent to cement plants for co-processing. STP sludge was used as soil conditioner/manure. As a part of the 5R's principle, APSEZ achieved its goal of single-use plastic-free operations across nine sites.

Each business unit maintained a receptacle and strove to become zero-waste by 2025:

- Zero Unauthorised Waste Disposal (ZUWD)
- Zero Waste to Landfill (ZWL)
- Zero Waste Incineration (ZWI)
- Zero Effluent Discharge (ZED)

Strategy	Activities
Reduce the use of single-use plastics	Single-use plastics, including straws, wrappers, disposables and crockery items, were banned across all ports since 2021, including the SEZ at Mundra. To eliminate these items, APSEZ provided all employees with alternative solutions within its port offices and facilities. Nine port locations were certified as SUP-free as per CII Plastic use Protocol. APSEZ set a target to make single-use plastic-free sites across 12 ports + 4 ICDs + 14 ALL sites by FY 2024-25.
Conversion of waste to fuel	**Bio gas:** Bio gas plants in Mundra and Kattupalli serve as a foundation of our circular economy commitment, focusing on nutrient recycling and reducing greenhouse gas emissions. **Vermicomposting:** This is an effective approach for low-cost recycling and an eco-biotechnological waste management process in which earthworms collaborate with micro-organisms to convert biodegradable waste, such as processed food waste and horticultural litter, into organic manure. **Organic waste converter:** Organic waste converters are machines that turn organic waste into valuable compost for organic farming. We employed organic waste converters at three port sites for converting organic waste into green manure.
Reducing paper use	• The digitisation of our communications; putting all publications online • Encouraging employees to refrain from waste generation and promote recycling

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Waste Management

Waste management strategy and performance

Marine pollution has consistently been a priority for stakeholders considering the potential ripple effect. Ports generate waste at various stages of their life cycle-from project construction through to port operations. These wastes include dredged materials, garbage and oily mixtures discharged from ships, wastes from cargo operations and discharges from municipal and waterfront industry activities.

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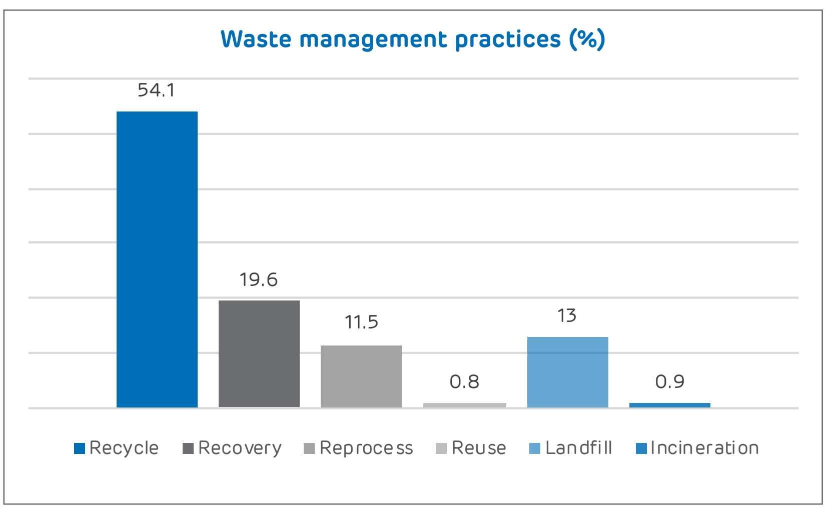
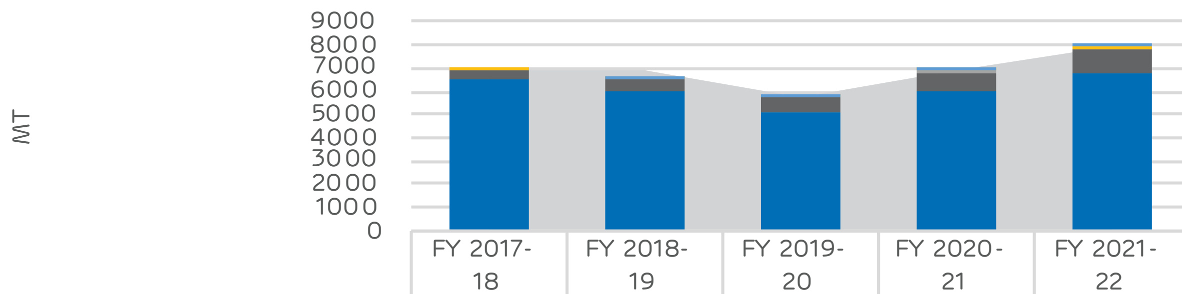
Waste performance

In FY 2021-22, total waste disposal increased 14.93 % over FY 2020-21. Some 86% waste was handled using the 5R principles; 1%, 12%, 54% and 20% waste being reused, reprocessed, recycled and recovered respectively. Some 1% waste was incinerated; 13% waste was landfilling. The performance was impacted due to the incorporation of the newly acquired Krishnapatnam port. Th Company will implement APSEZ's best practices of waste management at Krishnapatnam and other acquired ports.

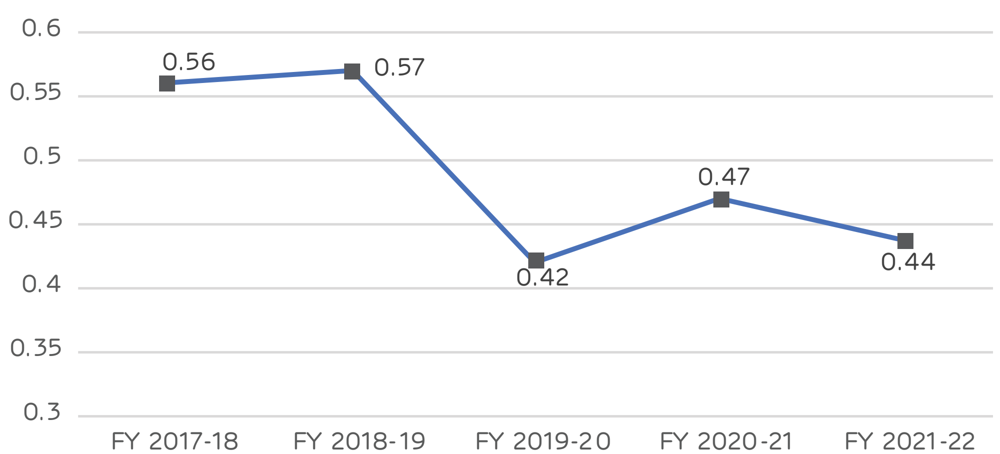


Waste disposal



	FY 2017-18	FY 2018-19	FY 2019-20	FY 2020-21	FY 2021-22
Total	6919	6960	5718	6885	7913
Bio-medical waste (MT)	0	1	5	5	7
Battery (MT)	11	34	19	29	35
E-waste (MT)	3	4	5	19	51
Hazardous waste (MT)	412	491	621	769	1052
Non-hazardous waste (MT)	6492	6030	5069	6063	6768

Waste Intensity (MT/Revenue in crore)



In FY 2021-22, the Company disposed 1052 MT of hazardous waste, 6768 MT of non-hazardous waste, 35.1 MT lead acid battery waste, 6.9 MT biomedical waste and 50.9 MT e-waste. Additionally, 5640 MT of metal scrap was sold for onward recycling. APSEZ targets to reduce waste intensity 30% (from the 2017-18 level) by 2025 across our ports.

Indicator	FY 2024-25 target	FY 2021-22 target	Status FY 2021-22
Zero waste to landfill	12 ports	6 ports	6 ports (completed)
Single-use plastic-free sites	12 ports + 4 ICDs + 14 silo sites	11 ports + 4 ICDs	9 ports (completed) + 4 ICDs (in progress)

Case study 1: Single-use plastics free and zero waste to Landfill

Objectives:

- Identifying the challenges and barriers for reducing plastic waste in mixed waste and residual waste streams, stimulating the prevention and recycling of plastic waste.
- Promoting the recycling of plastic polymers as a substitute for virgin plastic.
- The zero-waste approach seeks to maximise recycling, minimise waste, reduce consumption and ensures that products are made to be reused, repaired or recycled into nature or the marketplace

Project description

Through the Integrated Waste Management System in place, we strive towards 'Zero Waste Inventory' as per the 5R's principle (Reduce, Reuse, Recycle, Recover and Reprocess).

Methodology

Identification of various sources of waste and sustainable techniques by which these wastes can be managed was carried out, to achieve the milestones related to zero waste to landfill as well as single-use plastic free port certifications. Having understood the entire concept of zero waste to landfill, a firm commitment was given by the management to implement the sustainable waste management techniques. Single use plastics were fully banned inside the port premises.

Outcomes

- Marine Infrastructure Developer Pvt. Ltd. (MIDPL) established Integrated Waste Management System for the collection, segregation, storage and disposal of dry solid waste and hazardous waste.
- The segregated recyclable wastes like paper, plastic, cardboard, PET bottles, glass etc., were sent to authorised recyclers
- Wet canteen wastes were sent to the in-house biogas unit of 6m3 capacity; the biogas was utilised in the canteen as fuel.
- Marine Infrastructure Developer Pvt. Ltd. (MIDPL) and Adani Ennore Container Terminal Pvt. Ltd. (AECTPL) is a single use plastic (SUP) free certified port by CII-ITC Centre of Excellence for Sustainable Development.

Case study 2: Installation of organic waste converters

Objective: Recycle/reuse/repurpose waste material

Activity

Installation of organic waste converters for the conversion of kitchen/organic waste to valuable manure/ compost.

Project description

Organic waste converters convert organic waste like vegetable waste, meat waste, bakery waste, leaves, fruits and fruit skins and flowers into valuable compost used in organic farming. In Dhamra Port Company Limited (DPCL), we installed an organic waste converter with a cumulative capacity of 600 Kg/day to process kitchen/organic waste generated from township, port canteens and collected from ships into manures/compost for in-house use in horticulture and nursery.

Outcomes

During FY 2021-22, 159 MT kitchen waste was processed and 56 MT of manure/compost generated was used by the horticulture department as manure for the development of nursery and greenbelt, reducing a dependence on chemical fertilisers.

Biodiversity and land use

Overview

The port sector can impact biodiversity and land-use. Impacts could vary from degradation, fragmentation to loss of ecosystems, contamination and disturbance to species. Coastal urbanisation leads to the destruction and fragmentation of inter tidal and shallow habitats with the loss of associated ecological functions.

APSEZ is positioned at the leading edge of environmental stewardship. The Company is cognizant of the fact that disturbance from construction activities, dredging and berthing could displace fishery resources and other mobile bottom biota. While these impacts cannot be completely avoided, their severity can be minimised. Biodiversity and land use have been identified as critical material topics by the Company.

Ambition: To become biodiversity-neutral

- Mangrove conservation and afforestation areas increased to 2850 Ha and 3390 Ha respectively, covering Mundra, Tuna, Hazira, Dahej Krishnapatnam and Dhamra Ports
- Restoration project initiated on 10 Ha grassland ecosystem at Kutch in Gujarat
- A butterfly park inside our Dahej port comprises a species evenness of 0.98
- Reported a significant dolphin count around the Dhamra port with a significant jump
- Average turtle nesting near the Dhamra port more than doubled since APSEZ ownership

Indicator	2025 target	FY 2021-22 target	Status FY 2021-22
Terrestrial plantation	1200 Ha	1000 Ha	1000 Ha
Mangrove afforestation	5000 Ha*	3200 Ha	3239 Ha

*We have taken a more ambitious target, increasing it from 4000 Ha to 5000 Ha

India business & biodiversity initiative

- Mapping biodiversity interfaces with business operations
- Enhancing awareness on biodiversity within
- Considering the impacts of business decisions on biodiversity
- Setting objectives and targets for biodiversity management
- Designating an individual within the organisation as a biodiversity champion
§ Assessing biodiversity risks and opportunities
- Including the applicable biodiversity aspects in the environmental management systems
- Encouraging relevant stakeholders to support better biodiversity management
- Engaging in policy advocacy and dialogue with Government, NGO and academia on biodiversity concerns & initiating the valuation of relevant biodiversity and ecosystem services

As a signatory to the India Business & Biodiversity Initiative, we strive to increase the climate resilience of the marine and coastal ecosystem. In line with this, we have set the following targets to be achieved by 2025:

Goal: To minimise the severity and magnitude of the highest net biodiversity value.

Potential impacts of ports on biodiversity cover a wide range – from degradation, fragmentation or loss of ecosystems and their services due to the land intake of port infrastructure, over contamination till the intrusion of invasive species, for which ports are one of the main entry points. Direct spatial impacts include loss of habitats due to infrastructure developments and dredging activities. Indirect impacts comprise disturbances due to maritime transport operations. To avoid potential impacts, we have integrated biodiversity impacts assessment right from project planning to avoid conflicts, costs, and delays.

Management of biodiversity impacts

Objectives of biodiversity management

- To promote the sustainable management of land and natural resources that integrate conservation needs and development priorities throughout APSEZ construction, operation and decommissioning activities
- To undertake reasonable measures to avoid and minimise the direct and indirect impacts of a project/site development, operation and decommissioning activities on land use, terrestrial and aquatic habitat and biodiversity (including, but not limited to, shoreline vegetation, wetlands, coral reefs, fisheries, bird life, and other sensitive aquatic and near-shore habitats, etc.)
- To protect and conserve biodiversity and ecosystem services (including alteration and/or fragmentation of areas of high biodiversity value) within and in the surroundings of APSEZ project/site influence areas.
- To improve environment conservation through knowledge building and sharing through multi-stakeholder partnerships. As our commitment towards No Net Loss, we are trying to mitigate potential risks and footprint.

Biodiversity impact assessment

APSEZ conducts regular biodiversity assessments of its ports through authorised institutes having expertise in ecology and biodiversity such as GUIDE - Gujarat, CAMB - Chennai, SDMRI - Chennai and NIO – Goa.

For every expansion/new project, the Company carried out detailed biodiversity assessment studies covering terrestrial and marine ecosystems. In addition, APSEZ conducted a systemic identification of biodiversity priority areas beyond the Company's activities. The Company considered the following environmental components as a part of an informed decision process: noise, sediments, ground water, surface water and water bodies, species and habitat with special status, terrestrial resources, wetlands, aquatic resources, current use of lands and resources for traditional purposes, and accidents and malfunctions. This helped in the identification of potential impacts and preparation of suitable mitigation plans. Progress on mitigation plans was monitored and reported regularly.

At APSEZ, Natural Capital Action Plan (NCAP) was prepared for the Mundra and Dahej ports, based on a monitoring of three seasons of data in a year, covering terrestrial and marine flora and fauna. The impact was identified and categorised in high, medium and low impacts.

Training & Awareness

APSEZ conducted training programmes through institutes like NEERI and IUCN - Leaders for Nature on specific biodiversity areas such as Indian and global biodiversity standards, legal requirements, biodiversity impact assessment and management plans. The Company's biannual leadership program Shikhar converged environment professionals across sites to enhance their knowledge on topics related to environment and sustainability.

Biodiversity Management Plan (BMP)

APSEZ developed ESMS as per IFC Performance Standards and the Equator Principles. As part of the ESMS, framework on Biodiversity & Land use was developed. In line with ESMS site-specific Biodiversity Management Plans for Mundra, Dhamra, Hazira, Kattupalli and Vizhinjam were developed and were under implementation. These sites covered~75% of our cargo handling.

Case study: Ecosystem restoration through the development of degraded forest patches and he conservation of mangroves

Objective: Ecosystem restoration

Activity

Development of degraded forest patches and the conservation of mangroves adjacent to the port boundary by Dhamra Port Company Limited (DPCL)

Project description

DPCL invested in environment protection, management and conservation. The Company protected the natural environment by planting trees /developing degraded forest patches. DPCL developed tree plantation in a degraded forest adjacent to the port boundary, restoring and developing green vegetation (220 acres); 9 hectares of mangrove area was conserved.

Outcomes

- During FY 2021-22, DPCL planted around 70,000 trees with species like Casuarina equisetifolia and Terminalia arjuna covering 29 hectares and spending around ₹43 lakhs with a 90% survival rate.
- Around 4000 mangrove trees were planted for gap filling for the conservation and protection of mangroves.

Case study: Conservation of Kanika island

Objective: Biodiversity conservation

Activity

Conservation of Kanika island by Dhamra Port Company Limited

Project description

A small island Kanika Sand is located to the east of the port and provides tranquillity to the harbour for which no breakwater is required. The island was about 2 kms from the berth face of the port towards the east. The newly formed island is oval and is 5km along the N–S axis and 2.7 Km along the E–W axis at maximum. Being a recent landmass, it is subject to frequent changes that modified the soil texture and increased ground level. Such geomorphologic changes affected the floral and faunal diversity and warranted appropriate interventions.

Outcomes

- During FY 2021-22, DPCL provided two rowing boats and one motorboat along with a vehicle to the forest Department for the protection and conservation of Kanika Island.
- DPCL extended budgetary support for the conservation of Kanika Island.

Case study: Ecosystem restoration of grassland ecosystem at Kutch

APSEZ committed to nature-based solutions by investing in 'Ecosystem Restoration of Grassland Ecosystem in Kutch, Gujarat, to support livelihoods, fight the climate crisis and enhance biodiversity.

APSEZ, in collaboration with Gujarat Ecology Society (GES), a non-profit organisation based in Vadodara, Gujarat, proposed pioneering steps in building sustainable growth in Kutch, by restoring the natural grassland habitats (ecological restoration) along the Guneri village. This will not only conserve the flagship species but will also help in the indirect conversation of all species. Additionally, the pressure on inland mangroves will also be controlled, indirectly conserving the broader landscape.

The project involved ecological restoration across Gauchar land of 40 Ha in Guneri village. A separate conservatory area for the conservation and maintenance of a seed bank pertaining to local endemic species will be created. The duration for the implementation of the project will be 2021-2025.

Project benefits

- Conservation of local endemic species
- Supporting livelihoods of the local community
- Indirect protection to the nearby inland mangrove forests
- Development of self-sustained model
- Can be declared **as Indigenous and Community Conserved Area (ICCA) in future**

Overall objective

- Development of Indigenous and Community Conserved Area (ICCA) for the first time in Kutch.
- Conservation of endemic species and development of a gene bank
- Conservation of inland mangroves, catalysing grasslands development

Activities completed

- Stakeholder consultation for the identification of 40 Ha for restoration (Bhatadagadh and Chhachh area).
- Capacity building of local residents to undertake work
- Soil treatment using natural and traditional methods (cow dung mixture, organic compost and other components), improving soil quality. Organic carbon increased 60% and water holding capacity 47.33%
- Grass seed balls were made by mixing grass seeds and manure; these were planted in 10 Ha area.
- Seeds for rare and endangered grass species (Campylanthus ramossius and Helichrysum kutchicum) were collected; a seed bank was created for further plantation.
- As per a flora survey, some 33 species of trees and shrubs were recorded and around 37 species of herbaceous layers were recorded.
- In Guneri village, 7 mammals, 4 reptiles and 58 avi-fauna species were recorded

This activity will be carried out in the remaining land parcels and an analysis of the soil and monitoring of flora & fauna will be carried out to check the positive impact of the improved land use and ecosystem restoration efforts.

Case study: Flourishing marine biodiversity near Dhamra Port

Dolphins are aquatic mammals (Cetacea gp.) due to the presence of mammary glands. Dolphins are found in sea and fresh water or brackish water. Dolphins are socially skilled, intelligent, agile, joyful and playful creatures that share emotional similarities with humans. There is an impressive range of different dolphin species with unique characteristics.

Annual dolphin census

The annual dolphin census started in 2015 and was carried out in Bhitarkanika National Park and Gahirmatha marine sanctuary areas. The dolphins census depends on sighting that is dependent on weather conditions on the day of the census.

The enumeration team used binoculars, GPS sets, rangefinder and data recording sheets.

Sighting locations

The annual dolphin census near the Dhamra Port was conducted in the sea between Dhamra and Devi River mouth as well as in the rivers and creeks/estuaries within the Bhitarkanika Mangrove Wetland and Gahirmatha Marine Sanctuary (dolphins are commonly sighted in water bodies in Khola, Nalitapata, Dhamara and in the sea near Satabhaya, Pentha, Agaranashi, Eakakula, Hukitola and other sanctuary pockets).

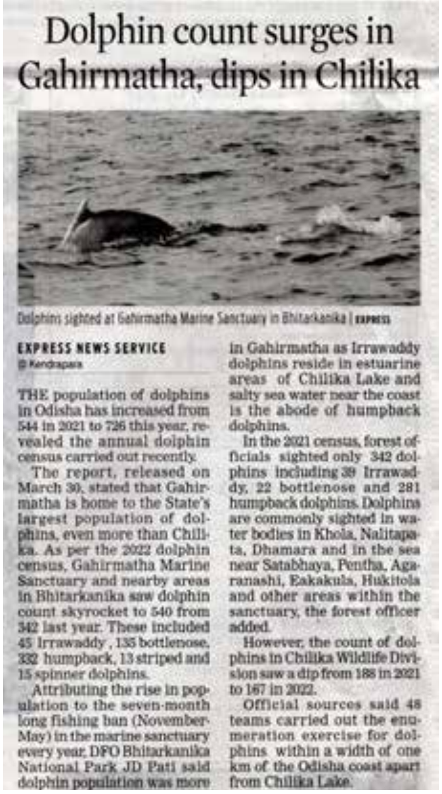
Species of marine dolphins

Five species of marine dolphins were recorded in the area. The common species encountered comprised the Indo-Pacific humpbacked dolphin (Sousa chinensis). The other four species of marine dolphins found in coastal waters off Gahirmatha comprised Irrawady dolphin (Orcaella brevirostris), Pantropical spotted dolphin, Common dolphin (Delphinus delphis) and Finless black porpoise (Neophocaena phocaenoides).

Protection status

Dolphins were included in Schedule I of the Indian Wildlife (Protection) Act 1972, in Appendix I of the Convention on International Trade in Endangered Species (CITES), in Appendix II of the Convention on Migratory Species (CMS) and categorised as 'Endangered' on the International Union for the Conservation of Nature's (IUCN) Red List.

Year	Dolphin sighting	Species
2015	270	58 Irrawaddy dolphins, 23 bottle-nose dolphins, 123 Sousa chinensis dolphins, 50 Sousa plumbera dolphins, 15 Pantropical spotted dolphins and one Finless porpoise dolphin
2016	-	Survey not conducted
2017	-	Survey not conducted
2018	307	-
2019	126	14 Irrawaddy dolphins, 14 Bottle-nose dolphins and 98 Bumpback dolphins
2020	62	60 Irrawaddy dolphins and only two Bottle-nose dolphins
2021	342	39 Irrawaddy, 22 Bottlenose and 281 Humpback dolphins
2022	540	45 Irrawaddy, 135 Bottlenose, 332 Humpback, 13 striped and 15 spinner Dolphins



Dolphin count surges in Gahirmatha, dips in Chilika

Dolphins sighted at Gahirmatha Marine Sanctuary in Bhitarkanika | EXPRESS

EXPRESS NEWS SERVICE
@ Kendrapara

THE population of dolphins in Odisha has increased from 544 in 2021 to 726 this year, revealed the annual dolphin census carried out recently.

The report, released on March 30, stated that Gahirmatha is home to the State's largest population of dolphins, even more than Chilika. As per the 2022 dolphin census, Gahirmatha Marine Sanctuary and nearby areas in Bhitarkanika saw dolphin count skyrocket to 540 from 342 last year. These included 45 Irrawaddy , 135 bottlenose, 332 humpback, 13 striped and 15 spinner dolphins.

Attributing the rise in population to the seven-month long fishing ban (November-May) in the marine sanctuary every year, DFO Bhitarkanika National Park JD Pati said dolphin population was more in Gahirmatha as Irrawaddy dolphins reside in estuarine areas of Chilika Lake and salty sea water near the coast is the abode of humpback dolphins.

In the 2021 census, forest officials sighted only 342 dolphins including 39 Irrawaddy, 22 bottlenose and 281 humpback dolphins. Dolphins are commonly sighted in water bodies in Khola, Nalitapata, Dhamara and in the sea near Satabhaya, Pentha, Agaranashi, Eakakula, Hukitola and other areas within the sanctuary, the forest officer added.

However, the count of dolphins in Chilika Wildlife Division saw a dip from 188 in 2021 to 167 in 2022.

Official sources said 48 teams carried out the enumeration exercise for dolphins within a width of one km of the Odisha coast apart from Chilika Lake.

Dhamra port and stakeholder engagement

Rampant trawling/mechanised fishing boats are a threat to dolphins and sea creatures. There is a ban on fishing and trawler movements near the shore during seven months (November to May). The hunting of dolphins is strictly banned and regular patrolling is carried out to monitor any threats to the population. The Dhamra port encourages fisher folk to comply with the fishing ban. Trawlers are provided to the Forest Department for patrols. Awareness and conservation programmes are conducted within surrounding communities.

Prevention of spills

Aim: To prevent soil and water pollution and prevent disaster

All our ports have oil spill contingency plans in place. We have institutionalised an Oil Spill Action plan, in accordance with the National Oil Spill Disaster Contingency Plan (NOS-DCP) and International Petroleum Industry Environmental Conservation Association to prevent and reduce spills (oils, lubricants, fuels, and other oily liquids) associated with activities like anchoring, berthing and cargo handling.

We also take into account oil spills that may start on land and reach the shore areas. Oil spills on land have the potential to contaminate the environment, affect soil aeration conditions and kill flora and fauna. If any oil spill incident is observed on land, immediate control and clean-up of the oil spill is done. A controlled oil spill is less likely to reach sensitive marine habitats. However, we have designed our systems, including facilities supplied by third parties to meet the highest international pollution prevention design and operation standards to prevent any irreversible environmental damage that could adversely affect marine eco system and could have heavy legal penalties. APSEZ did not suffer any spillage during FY 2021-22.

APSEZ's 7-point Oil Spill Action Plan

- Leak proof containers for transporting waste internally and externally
- Closed containers for storage and transportation of hazardous wastes like used/ burnt/ furnace/ transformer/ light diesel oil
- Proper stacking of containers
- Use of tarpaulin to cover the waste-loaded transportation vehicle
- First-aid box in the case of minor injuries
- Periodic inspection to identify potential spills, including the maintenance and replacement of existing containers
- Adopting a safe working procedure during handling and operations

How APSEZ has been structured to enhance the customer value proposition

Overview

At APSEZ, we have positioned ourselves as a port of choice. We offer a complement of services supported by state-of-the-art technologies, best-in-class infrastructure, automation and efficient time management.

Customer centricity is core to our solutions and service offerings. We have been continuously engaging with customers to understand needs, design customised solutions to meet specific needs e.g. we dedicated a customised warehouse to store steel coils for one of the largest car OEM in India. We deployed multiple assets under the GPWIS catering to exclusive customer requirements. We are providing an end-to-end integrated logistics solution for liquid import for one customer, which includes storage at port, handling, liquid cargo movement from point (port) to factory terminals in tank containers.

At the heart of the Company's strategy to retain customers has been its ability to enrich the customer's delight. In terms of the operating model, supply chains were affected by COVID-19. We used this opportunity to contemplate how our supply chain could emerge as a competitive advantage. The basis of this assessment was to become more agile in response to changing customer needs and pressures from governments to bring production closer to home. Many direct customers, particularly those with complex supply chains, faced issues related to continuity, uncertainty and disruptions. APSEZ, as an integrated logistics player with downstream supply chain nodes in its control, is positioned to leverage economies for the customer's benefit – a safe, transparent and efficient delivery of cargo at a lower cost, strengthening the customer's logistical competitiveness. The management graduated to a service-driven mindset - a first mile and last mile solution provider where the combination of port facilities, multi-modal logistic parks, warehousing, rail network, fully serviced industrial economic zones and product distribution fed off each other. The way we serviced our customers remained, comprising safety, speed and delight.

Input	APSEZ activities	Output	Outcome
Manufactured capital Plug and play infrastructure Provide port, logistics and SEZ ownership	**Integrated model** • Ports • SEZ • Logistics	Revenue predictability Guaranteed turnaround time Low cost	Safety Speed Delight Stronger pricing power Customer retention
Intellectual capital Automated Cargo tracking Single-window service Data driven analytics Cost tracking tool	Container Tracking System Service Portal's systematic data recording and monitoring	Low turnaround time One-stop service Systematic data management and presentation Real-time cost estimation	Faster operations Ease of doing business Timely decision making Customer trust
Natural Capital Shore power Waste disposal systems Access to energy Water management	Grid power to tugs 5R-based waste collection and disposal 24x7 power supply	Electrification Zero waste to landfill Continued operations	Emission reduction Waste management Customer satisfaction

Over the years, the Company implemented various initiatives: its 'smart port' initiative leveraged IoT devices; data analytics were used to deliver a seamless multimodal convenience; its use of sophisticated IT tools (APMS, SAP and Mercury, among others) enhanced customer service and real-time cargo value-chain visibility. Besides, the Company's web-based mobile application (Vessel Cargo Tracking) empowered customers to monitor port-based vessels and cargo status.

Investing in digital technologies to enhance customer delight

How APSEZ has built a robust technology-led service platform

Overview

At APSEZ, we fused hard infrastructure with cutting-edge software to enhance customer delight. What made the Company's approach distinctive was its willingness to extend the application of cutting-edge technologies beyond conventional applications and leverage the use of advanced technologies for unprecedented applications within the infrastructure sector. A combination of these approaches revolutionised the use of cutting-edge technologies in the normal port operations and graduated the customer experience towards enhanced safety, speed and delight. The complement of the use of Internet of Things, drones, Long Range Radio (LoRA), video analytics and complex optimisation algorithms were used in Mundra port. These complemented and made the Company's ports 'smart'.

LoRA and RFID Mesh: The Company implemented LoRA and RFID Mesh technology to establish a wireless network with which sensor devices could connect. It piloted the tracking of high value containers in real-time, monitoring and detection of air pollution, automatic energy management and vehicle movement control, among other applications.

3D scanning technique: 3D mapping technique was explored to obtain real-time profiles of bulk piles in the stock yard which could be used for effective yard planning. Using this, the Company measured the area occupied/ available for cargo, volume occupied, stowage factor and estimated cargo weight at any given point

Algorithmic optimisation: The Company tested algorithmic optimisation to create dynamic vessel plans implemented through a central control room for the optimal utilisation of port equipment.

Video analytics: To minimise human intervention errors, advanced video analytics were used for test cases including intrusion, tempering, over-speeding, trespassing, fire, smoke, colours, number plate identification, vehicle identification and crowd movement etc.

Integrated Transport Utility Platform

To strengthen our digital footprint and ensure seamless connectivity to our ports and other logistics infra, we are developing an Integrated Transport Utility Platform (ITUP) for our customers.

Major e-commerce players already have a platform that tracks ordering, packaging, delivery, and post-delivery.

Our ITUP platform while being built for end to end connectivity, measures the productivity of the mentioned activities and records any deviation in real time.

We envisage that our ITUP will be an integrated platform, which will act as a market place for all customers and suppliers.

It will provide complete visibility on the entire Chain of Custody of consignments, options on the logistics cost, delivery time, carbon footprint, and so on.

The system will put customers at the centre and enable decision-making in their hands, enabling a complete transparency for the ease of doing business.

Engaging customers in our 'green' initiatives

How APSEZ has enhanced respect for its environment responsibility

Customer satisfaction survey

We focus on putting the customer first in the dynamic business environment, where our business faces stiff competition due to its global presence. We strive to understand our customers, their hopes and aspirations, which is why we work hard to maintain long-term relationships with them through regular customer interactions and surveys to solicit customer feedback based on performance indicators, while also developing services to meet their expectations. Customer satisfaction is a key financial driver. We continue to engage and access feedback, using their satisfaction levels as barometers of our performance with a target to achieve a customer satisfaction score of 4.75/5 by 2025. The results of our most recent Customer Engagement Survey for upstream and downstream customers are listed on the next page. This year we modified the survey methodology and associated target.

A Customer Satisfaction Survey FY 2021-22 was conducted, covering upstream and downstream customers linked to our container cargo, liquid cargo, dry cargo, SEZ, dredging and logistics business verticals. The objective of our survey was to capture customer compliance on ESG parameters, their alignment to sustainability goals of APSEZ, gauge customer's credential on various ESG parameters, measure customer satisfaction levels in various aspects of our services and identify areas of improvement.

Target for customer satisfaction score by 2025

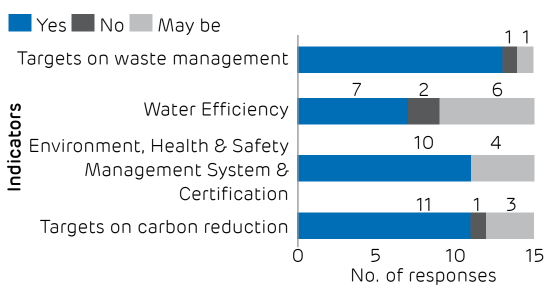
4.75/5

Survey topics and key findings

A summary of the survey questionnaire sent to customers has been carried below.

Customer's ESG credentials and alignment to APSEZ's sustainability goals	Customer's policy on quality control, health & safety and respect for human rights at workplace, including due diligence
	Carbon emissions, water use, other environmental indicators, and the corresponding targets
	Certification on environment, safety, etc.
Infrastructure, operations and allied services	Availability of various dredging equipment
	Condition of the dredging equipment, environmental consciousness, delivering time and accuracy
	IT and Hygrographic survey etc.
Value enhancement	Pricing, easiness, environmental and social practices, customer feedback, etc.
Other processes	Parameters influencing the use of our services, suggestions and scope of improvement.
Policy awareness	Environmental Policy, Energy and Emissions Policy, Water Stewardship Policy, etc.

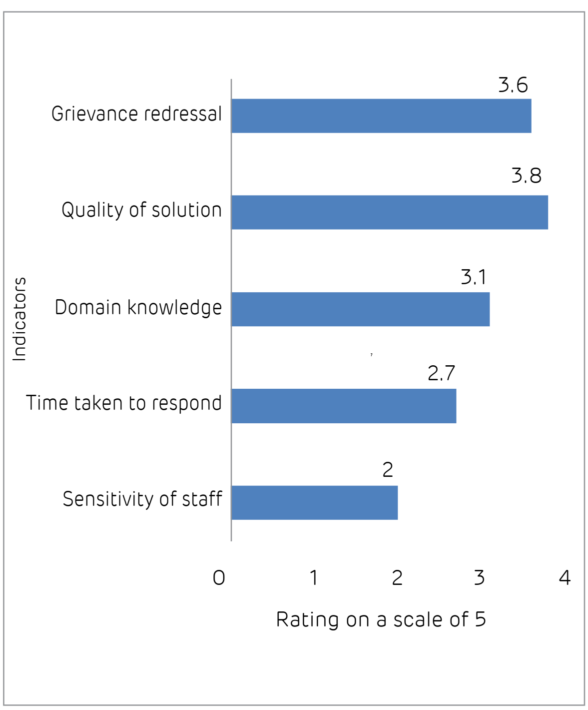
Customer Alignment with Environment and Sustainability Initiatives



* We asked for customers' preference for the above

Customer Alignment with Human Rights Initiatives

How customers rate APSEZ's transparency and communication mode



Customer data privacy

APSEZ put a premium on customer data privacy and security. Data privacy was covered as a part of our Cyber Security Policy, which, amongst others, also informed stakeholders as to how APSEZ managed data in line with the applicable regulations and best global practices. Customers and business partners were empowered to connect with the APSEZ team through email and phone on matters concerning their personal data.

Customer data captured: Name, address, email, mobile number, bank account number, PAN, and GST number.

Purpose of capturing data: This was required for raising an invoice to customers for services rendered, and receipt of payments against those invoices.

Data handling & storage: For active customers, data remained in the system and thereafter the information in the system was blocked. We did not disclose any customer information to a third party other than the government agencies for any statutory compliances in line with the country's law-for example, sharing of PAN and GST number while filing the tax reports and returns.

In FY 2021-22, there were zero substantiated incidents concerning breaches of customer privacy, theft, leak and loss of customer data or critical information.

How we invested in cutting-edge technologies to provide a futuristic customer experience

APSEZ banked on innovation that helped create a distinctive operating culture

Technology

Superior information access: Our IT systems provided the following information - Cargo status report; SMS-based VCN status; Vessel declaration and auto PAA; auto alerts on compliance; vessel closure and NOC; weather reports on SMS

Auto-steering for RTG: We installed a laser-based feedback system that minimised the zig-zag movement of RTGs. The stack profiling system analysed the height of the stack and prevented collision with RTGs through automatic immobilisation, enhancing safety and equipment efficiency.

Remotely operated robotic e-RTG: We employed cranes in our ports that could be operated remotely, enhancing our technology capability

Dredger technology modification: When maintenance dredgers became critical, we converted a CSD to WID without external fabrication, saving crores of rupees in capital expenditure.

Container Position Detection System: We modified existing e-RTGs to account for 50,000 possibilities of a container in our yard and relayed to the TOS, avoiding delays and errors

Relevance

Complex cargo management: We developed the expertise in handling special cargo ranging from metro rail bogies to helicopters, cranes and wind turbines, among other applications.

Berthing capacity: We developed a capability to address futuristic vessels – especially large - at the design stage, future-proofing our ports.

Neem oil urea coating facility: We developed a facility to handle 35,000 MT of coated urea per day, capable of filling 11 rakes of 52 wagons each, in line with the national priority for the fertiliser sector

Anti-lift mechanism for twin 20 ft container: We introduced a photo sensor in the management of RTGs equipped to lift two 20 feet containers in one go, enhancing judgment calls and safety.

Pioneering

First floating Ro-Ro terminal: We launched India's first Ro-Ro terminal that could be operated 24x7 even with a sea level variation as high as 6m

Scale

Largest dredging capability: We developed the largest dredging capacity in India (equivalent to 80 times the Vatican City by size)

Environment friendliness

Berthing aid system: We created a laser sensor system to provide graphical information using customised software (developed at a quarter of the prevailing cost) to provide information (berthing velocity, distance and approach angle) and maintain low berthing velocity (less than 0.1 m/s) to avoid collision.

Automatic hydrocarbon gas detectors: We designed a system to detect the number of gaseous hydrocarbons in the ambient air, integrated with the SCADA system to provide real-time information and raise automatic alarms when necessary

Zero vessel-waste dump: We completely (100%) treated and recycled solid and liquid waste generated by incoming vessels.

How we secured our supply chain leading to a consistent customer experience

APSEZ banked on an ESG-driven approach to enhance agility

Overview

As a key node to the global supply chain, we have been inspired to rethink ways of working, where the greatest threat in navigating disruptions is acting with a conventional approach. We are helping clients become agile by building resilient and sustainable supply chains. Our ESG-driven approach and integration of key qualifiers improved our supply chain and profitability.

Vendor development

At APSEZ, we seek to optimise efficiencies and deliver maximum value for customers by nurturing relationships with partners and suppliers. We work to ensure that business is conducted responsibly across the supply chain. This includes auditing suppliers to make sure they comply with our Supplier Code of Conduct. The result is risk mitigation for APSEZ, suppliers and customers, which, in turn, secures a commercial advantage for our business.

APSEZ intends to focus on securing its supply chain, develop a strategic supplier relationship framework and look for opportunities to leverage the strength of suppliers for collaborative value generation. Our relationships are essential to our vision of making Adani Ports the largest port Company utility in the world by 2030.

Strategy and management

At APSEZ, we are convinced that we can only establish sustainable procurement practices when there is a fundamental recognition of this responsibility, as well as adopting the right attitude and building skills and knowledge. Our sustainable procurement strategy is centred on our comprehensive risk management and compliance approach. The aim is to apprehend the sustainability performance and risks of our suppliers as a basis for fact-based decision-making in sourcing processes and the awarding of contracts. The transparency gained in this area also benefits risk management and risk mitigation, as well as a dialogue and cooperation with our suppliers.

With respect to climate action, we are making a valuable contribution to a low-carbon economy by driving a reduction in greenhouse gas emissions in our supply chains and implementing appropriate sourcing solutions. In particular, our Purchasing department makes a valuable and active contribution to social progress by demanding and promoting sustainable business practices and respect for human rights along the entire value chain.

We expect our business partners to conduct their business in alignment with our sustainability goals and priorities. In selecting and working with our business partners, we also considered their performance with regard to safety, health, environment, social standards and fair business practices. Our corporate purchasing standards applied to service and material vendors, including those who work on our premises. We supplemented these with Group's sustainable procurement guidelines related to responsible sourcing. Our environmental, occupational health & safety and human rights policies encouraged vendors to address our requirements. All the suppliers and vendors were required to adhere to APSEZ's Supplier Code of Conduct, which provided comprehensive guiding principles and embodied our commitment to internationally recognised standards, including UN Global Compact, the core conventions of the International Labor Organisation (ILO), United Nations' Universal Declaration of Human Rights and prevalent industry standards for our vendors and suppliers. The Chief Procurement Officer was responsible for all procurement activities and responsible supply chain management. He reported directly to the CEO.

Key highlights

63%: Total local procurement spending (State perspective)

62%: Proportion of local suppliers

4,532: Total suppliers

1,579: Business partners assessed on ESG parameters in FY 2021-22

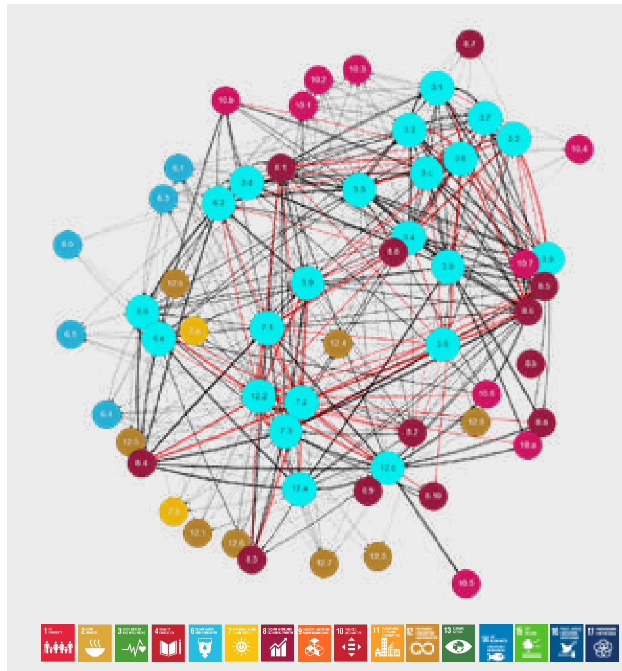
184: Critical Tier 1 suppliers

Goal: Implement sustainability-based vendor ranking / scoring system for procurement by 2025

Environment policy, Climate Action Plan and Water Management Policy for the entire supply chain by 2025

Material topics

Human Rights
Energy management
Climate change
Labour practices
Health and safety
Water management



Reflecting our commitment to use resources more efficiently, and respect health and safety in our supply chain, our Adani Group's Responsible Procurement Guidelines set out requirements for the selection of vendors and suppliers across business operations.

The Sustainable Procurement Policy and Supplier Code of Conduct provides comprehensive guiding principles for our vendors and suppliers to comply with APSEZ's expectations of ethical standards, covering following areas:

- Health and safety
- Bribery & corruption
- Environmental sustainability
- Legal compliance
- Human rights
- Equal opportunity
- Working hours & wages
- Child labour
- Human trafficking
- Freedom of association
- Conflicts of interest
- Ethical behaviour

Sustainability

At APSEZ, we outlined supply chain management sustainability KPIs and targets for Tier 1 suppliers (high-dependency direct vendors with whom the Company had large volume engagements). The Company's system recorded all suppliers' ESG parameters, verified them and improved by sharing necessary knowhow, received critical components and services or were difficult to substitute. Through procurement decisions, the Company encouraged suppliers to embark on sustainability-linked measures. It is targeting to implement a sustainability-based vendor ranking system and use it in all procurement decisions from 2025 onwards.

KPIs	Target
1. Quality Management, Environment and Safety Certification	Achieve 100% coverage by 2025
2. Environment policy, Climate Action Plan and Water Management Policy	Achieve 100% coverage by 2025
3. Continuously monitor and improve suppliers' ESG performance	Have a system in place by 2025
4. Sustainability based vendor ranking/ scoring system and its use in the procurement decision making	Fully implement by 2025

Our primary objectives

- Focus on local economic development by increasing our local sourcing and procurement spend
- Mitigate risks through a complete compliance with the environment, safety and labour regulations
- Create shared value by encouraging sustainable business practices like climate action plan, water management policy and human rights policy

Supplier engagement and assessment

The supplier engagement happened at multiple levels in APSEZ. During the supplier's on-boarding, details were asked about their compliance with the environment, safety, labour and other regulations. Similarly, the Company recorded policies being followed on climate change, human rights, carbon reduction, water conservation and environment protection. The Company captured these indicators every year in its annual Vendor Engagement Survey and assessed the progress made by suppliers on various parameters. The third level of engagement with the suppliers happened at the regular meetings and trainings organised with them to pass knowhow on best practices and helped them align their policies with the expectations of APSEZ.

Human rights assessment

APSEZ practiced zero tolerance towards violation of human rights and kept a strict vigil on the policies and practices followed by the suppliers. The Company tried to enforce the best practices on human rights in its supply chain using its influence on suppliers. The Company's expectation of respect for human rights from all its business partners was unambiguously conveyed at multiple levels of engagement. During the on-boarding process and later, the suppliers under went a third-party audit of their operations for compliance with safe working condition requirements, avoidance of child and forced labour, environmental and social impacts, and human rights due diligence. The human rights topics were also covered in-depth in the annual survey of vendors and training programmes organised for them. In the survey, suppliers were required to disclose their policy to avoid child labour, forced labour, workplace harassment, gender and ethnic discrimination and their human rights due diligence process. The suppliers were assessed on whether their policy was aligned with the requirements set by APSEZ for suppliers and business partners.

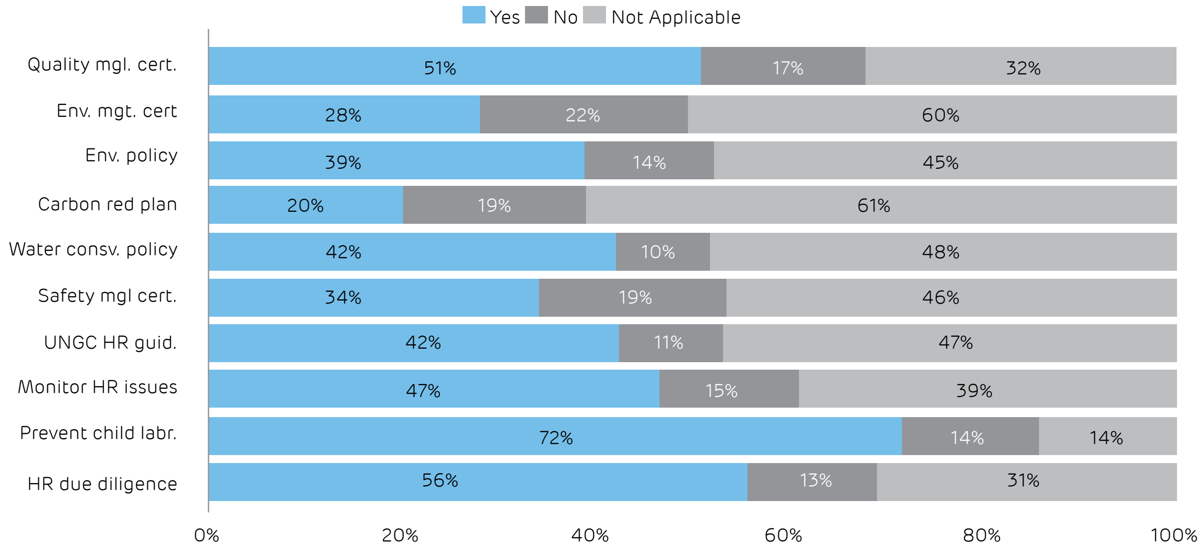
Annual survey

In the last three years, the Company assessed 1,693 suppliers using its annual Vendor Engagement Survey. These suppliers were evaluated on their ESG policies, compliance with environment and safety regulations and human rights policies. Besides, the suppliers were asked to rate their business dealings with the Company, APSEZ's business ethics and behaviour, on-boarding and commercial processes, on-site safety, payment practices and APSEZ's fairness of dealing with suppliers.

Supplier's compliance

In FY 2021-22, about 51% of the 840 suppliers surveyed said they had external certification on quality management (e.g. ISO 9001/9002/9003), 34% on health & safety (e.g. OHSAS 18001/ ISO 45001) and 28% on environment management (e.g. ISO 14001, RC 14001, EMAS). About the carbon reduction plan and water conservation policy, about one third suppliers said that they had at least one of the two policies in place. Nearly 42% suppliers said that they were committed to UN guiding principles (UNGC) for business & human rights, of which 90% conducted human rights due diligence and 85% had policies to avoid child labour and forced labour.

Supplier's alignment with APSEG policies



The survey's objective was to know where suppliers stood in terms of ESG policies and the interventions from our end to push them to adopt sustainable practices. The Company probed suppliers to rate commercial processes, payment mechanisms and communication processes including grievance redressal and used results to improve processes. The structure of the survey questionnaire is given below.

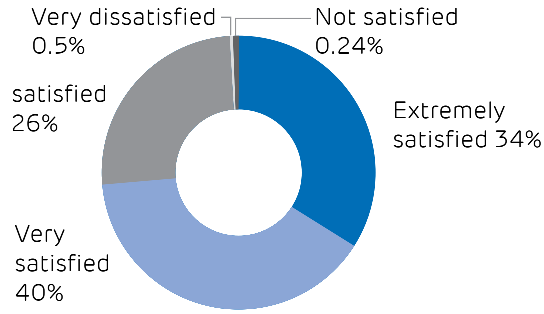
What suppliers were asked in the assessment survey of FY 2021-22

Whether suppliers had the requisite policies, certifications and practices in place?			
Environment and climate change	**Safety and quality control**	**Respect for human rights**	**Human rights, business ethics and behaviour**
• Environment /EHS policy • Carbon reduction plan • Water conservation practices • Environment management certification (e.g. ISO 14001, RC 14001, EMAS, etc)	• Safety management certification (e.g. OHSAS 18001/ISO 45001) • Quality management certification (e.g. ISO 9001/9002/9003)	• Commitment to the UN guiding principles (UNGC) for business and human rights • Prevent, monitor, report and mitigate human rights issues • Prohibit forced labour and child labour • Human rights and due diligence	• Respect for human rights of vendors • Ethical standards of the APSEZ • Behavior of representatives
How suppliers rated APSEZ's systems, processes and conducts			
Onboarding and commercial processes	**Onsite safety practices**	**Payment system and practices**	**Fairness of the dealing with the vendors**
• Registration/onboarding • Completeness of enquiry for submission quotation • Response to queries • Post-delivery quality review • Communication about acceptance/rejection of supplied material/service	• Adopted safety practices (e.g. fit to work certificate, onsite supervision, etc) • Adopted security systems/practices	• Time taken for bill clearance • Fairness of late delivery penalty clause • Communication for short payments deduction, advice etc • Payment clarifications • Grievance mechanism	• Accessibility to management • Systems to ensure ethical and fair practices • Effort to improve supplier's capability

Commercial processes and payments

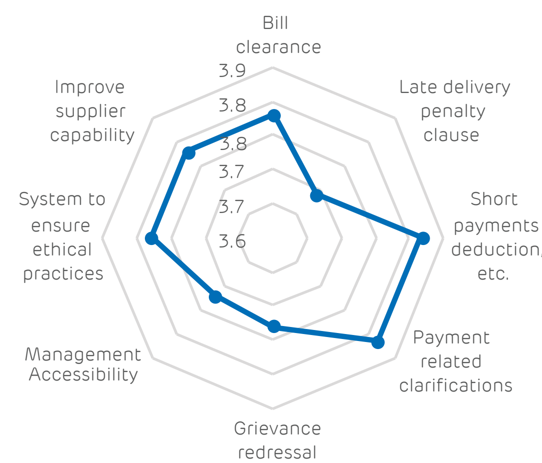
On their business dealings with APSEZ, 99% suppliers were 'satisfied' to 'extremely satisfied'; 1% were not satisfied (same as the previous year). The suppliers rated APSEZ's ethical standards, respect for human rights of the vendors, conduct and behaviour highly. Based on the ratings, the suppliers were largely satisfied with APSEZ across these parameters.

How satisfied were suppliers with APSEZ (FY 2021-22)



Rating on commercial process	Rating on payment and management

Note: Rating on the scale of 1-5; Extremely satisfied = 5, Very satisfied = 4, Satisfied = 3, Not satisfied = 2, Very dissatisfied = 1



Exercises	Outcomes
Suppliers assessed using annual surveys in 3 years Suppliers assessed in FY 2021-22	1,693 (37%) 840 (19%)
Suppliers on-boarded in FY 2021-22 % assessed and performance audited	257 100%
KPIs related to capacity building	KPI 1 & KPI 2 stated in the table above

ESG aligned six-step procurement process

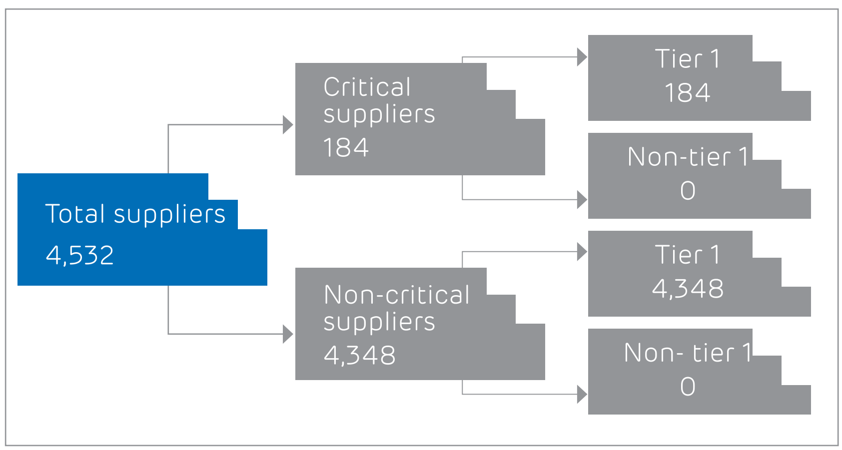
The Company's six-step responsible sourcing process is a central element of its strategic risk management and compliance approach. This approach enables it to forge long-term relationships, strengthen supply chain stability and generate superior investment return.

This process was initiated at the time of vendor on-boarding and culminated in a recurring cycle of review, analyses and continuous improvement with existing suppliers. Using this process for the audit and assessment of the sustainability performance of the Company's suppliers, it covered about 100% of its procurement spend.

Step 1: Pre-qualification and risk assessment

The Company classified suppliers across various categories leading to structured supplier engagement. APSEZ defined critical suppliers as the ones who were high-volume suppliers, provided critical component/ service to APSEZ or were non-substitutable with a high dependency. Their criticality depended on their impact on the Company's competitive advantage, market success and operational efficiency. APSEZ believed that identification of critical suppliers was an integral part of supply chain awareness. In 2022, critical suppliers represented approximately 66% of the Company's total procurement spend. The Company used this approach as an early warning system for sustainability risks. The Company began by evaluating criticality and dependence of suppliers on its business. In doing so, the Company concentrated on risk value chains with heightened sustainability risks. Risk value chains were related to sectors and services that the Company considered to potentially represent a sustainability risk for its business. For instance, the Company's dependence was high on its labour contractors who potentially could have risks associated with labour practices, human rights and safety.

The Company categorised critical suppliers as Tier 1 and others as non-Tier 1 suppliers, helping identify vendors that could require special precautions.



Tier 1 refers to critical suppliers who directly supply good or services to APSEZ whereas Non-tier 1 includes those that provide their products and services to the supplier at the next level in the chain i.e., tier-2 suppliers and higher.

Step 2: On-boarding

The result of the pre-check and the risk assessment flowed into the Company's supplier on-boarding process. The Company expected its suppliers to acknowledge its Supplier Code of Conduct as well as Sustainable Procurement Policy. APSEZ's on-boarding process was anchored in a uniform registration system and provided a standardised summary of its sustainability requirements.

The first step was a screening of prospective suppliers/vendors based on quality parameters, availability of manpower, experience and compliance with environmental and social norms. This step screened out vendors unable or unwilling to meet the expectations and requirements set by APSEZ. Vendor on-boarding was critical as it reduced risks concerning third parties, provided clarity in supplier processes and practices, minimised the incidence of fines and mitigated reputation risks.

The pre-qualification criteria and track record of potential suppliers was evaluated by a dedicated team consisting of ESG, HR and techno-commercial professionals. In FY 2021-22, 100% new on-boarded suppliers complied with EHS standards.

Step 3: Preliminary audit

The Company established procurement guidelines and specifications for vendors to reduce the overall environment and social impact of projects. The requirements regarding quality, environmental, safety and social standards were integral to contractual relationships and order placements.

APSEZ worked with third-parties to check compliance with defined standards in audits.

The Company's audits consisted of on-site inspections (at production sites of suppliers) and included factory inspections and discussions with employees at all levels of the hierarchy.

Step 4: Risk assessment and due-diligence

The Company encouraged all suppliers to reduce their environmental and social impacts by undertaking various initiatives like a reduction in energy and water consumption. The Company proactively engaged key stakeholders to embrace safe and environment-friendly practices as well as best operational practices through the operational life cycle.

The supplier ESG performance assessment criteria was integrated into the Supplier Performance Assessment Scorecard. The scorecard attributed performance weightage to ESG parameters critical to the Company (10% weightage for safety and compliance and the remaining weightage for performance including other ESG criteria). Suppliers were required to maintain a minimum score of 90 to provide services to APSEZ. The scores were updated based on monthly monitoring and evaluation. These scores were utilised to assist suppliers to improve their sustainability performance, enhance maturity and reduce risks.

The suppliers were assigned different sustainability risk classes based on their scores.

The following table lists supplier assessments carried out by APSEZ in the last three years and the number and percentage of suppliers in high-risk category with respect to total suppliers.

The supplier that did not comply with statutory requirements (pertaining to labour laws, human rights related obligations, prohibition of child labour and environmental compliance) could potentially create a major disruption in the Company's business.

Suppliers assessed in three years	Type of suppliers	Suppliers classified as high-risk	% of total suppliers in category classified as high-risk
1,693	Tier 1 (critical and non-critical)	25	0.6%

Step 5: Corrective actions and continuous improvement

ESG team, as well as the purchasing team, analysed results of audits or results of a self-assessment questionnaire to identify sustainability deficits. With the aim to enable all partners to keep improving, the Company engaged with suppliers to identify corrective action plans to be implemented for APSEZ's procurement. Repeated serious non-compliance could lead to termination of the supplier relationship and non-renewal.

Critical suppliers with high risk sustainability were asked to provide a mitigation plan and measures within an agreed time. There was a regular follow up and performance review.

Independent of the results of an audit or assessment, the Company asked its assessed suppliers to draw up a corrective action plan and work on defined areas of potential optimisation. The Company monitored progress made in the implementation with suppliers until re-assessment and re-audit.

Step 6: Re-assessment /re-audit

The Company used recurring re-assessments or re-audits to monitor performance progress of suppliers, ensuring a continuous improvement cycle consisting of evaluation, analysis and corrective measures.

Development or termination of the supplier relationship

As a part of supplier management activities, the Company worked intensively with suppliers to improve their sustainability performance. The Company endeavoured to initiate positive change through the value chain, through training programs and joint projects. During FY 2021-22, the Company did not receive any notifications of an infringement by any strategic business partner that would have given cause for terminating the relationship with that supplier. The Company is in the process of setting up systems to deepen supplier engagement. The engagement with specific vendors was reinforced through platforms such as annual vendor meets, supplier vendor audit etc. to ensure business continuity.

Grievance management

The grievances of the suppliers were undertaken during the one-to-one interaction with them and also the suppliers could directly approach the supervisors in APSEZ or the HR team depending on the nature of their complaint. The online Grievance Management System provided a transparent and unambiguous means to obtain resolution to the suppliers' issues. It provided a grievance dashboard for the aggrieved to view status, resolution and provide feedback. The defined procedure for redressal also set responsibility within the concerned team to respond within a timeline.

Sustainable/green procurement

APSEZ remained committed to achieve its goal of lawful and fair business practices by integrating various ESG considerations (respect of human rights, business ethics and environmental friendliness of products and services) into its supply chain appraisal. The Company's system, policies and procedure were in place for sustainable sourcing. The Company was guided by a Sustainable Procurement Policy that comprised sustainable sourcing related to the development of systems and process, products and services (including office products).

For sustainable sourcing, the Company considered the following:

- Suppliers operating facilities in compliance with applicable environmental laws, regulations, obligations, safeguards and controls to prevent health and safety risks and with an endeavour to extend beyond compliances
- Suppliers endeavoured to continually improve the environmental performance by setting objectives, targets and processes for the efficient use of natural resources, energy, water, prevention of hazardous or toxic substance use, waste minimisation, emissions reduction and pollution prevention
- Suppliers who periodically measured, monitored and reviewed environment performance audited (internal/ external) before being communicated to stakeholders.
- Suppliers who ensured eco-friendly manufacture with minimum and environmentally compatible/recyclable packaging.
- Suppliers who conducted business activities with high ethical and moral standards and respected Human Rights considerations of other stakeholders (including employees).
- Suppliers who acted responsibly with their stakeholders and collaborated and associated with them, particularly the local community for their development
- Suppliers who procured recycled/part recycled products with extended producer responsibility
- Suppliers who procured certified products and eco-labels wherever applicable

https://www.adaniports.com/-/media/Project/Ports/Investor/corporate-governance/Policies/Sustainable-Procurement-Policy.pdf

Supplier engagement and development

The following were some key initiatives undertaken by the techno-commercial team in FY 2021-22 to ensure good supplier engagement and increase their awareness regarding the organisation's policies and procedures:

- Suraksha Samvad sessions were conducted with 50+ key major contractors from various sites during which detailed discussions were held with suppliers covering topics such as Safety Requirements & Standards of APSEZ and Introduction to Contractor Safety Management (CSM) Portal. Grievances were addressed. This initiative will continue into FY 2022-23 and the Company aims to cover 100% contractors by the end of FY 2022-23.
- A supplier awareness initiative named Sampark was launched in March 2022 to communicate APSEZ's vision on Safety, Sustainability & HR and industrial relations requirements. The first session in March 2022 was attended by 177 participants. With more sessions planned, the Company targets to cover 1000+ suppliers in FY 2022-23.
- The third edition of Supplier

Sustainability Assessment survey was launched in February 2022 to gauge supplier compliance on ESG credentials and supplier satisfaction across aspects of the Procure to Pay (P2P) cycle from registration to payment. Any suggestions on improvement formed a part of the survey.

- An SOP for the Digital Procure to Pay process was released as a part of the digitisation of P2P process to ensure uniform systems and processes across Adani Group companies. Through this initiative, the Company sought to control spending and improve supplier collaboration.
- Revamp of the Scrap Policy and Inventory SOP was carried out to enhance systems-based governance. All sites were required to ensure a strict compliance with the policy as per the site structure.
- Contractor Safety Management (CSM) portal was launched at a Group level to facilitate transparency in the pre-qualification process for new contractors and evaluation of existing vendors. APSEZ led the implementation of CSM process across the Adani Group. The FY 2022-23 target is to complete the safety evaluation of 300 leading contractors across the APSEZ and other group companies.

We engaged with all our suppliers annually through an online survey to gauge the effectiveness of APSEZ business practices and receive relevant feedback. In the Annual Vendor Engagement Survey for FY 2021-22, the Company asked around 2,000 suppliers questions related to their sustainability performance. It received responses from 840 suppliers, which included 57 (31%) of 184 critical Tier 1 suppliers identified.

Besides, the Company relied on formal and informal modes like WhatsApp group chats, site visits and critical task observations, personal visits, etc. for regular vendor engagement. This provided APSEZ a better understanding of vendors, their activities, gaps and improvement areas.

Results of our vendor engagement survey, FY 2021-22

68% critical Tier 1 suppliers had an environment/EHS policy

33% critical Tier 1 suppliers had a carbon reduction plan

70% critical Tier 1 and **57%** non-critical Tier 1 suppliers conducted human rights due diligence

47% critical Tier 1 and **33%** non-critical Tier 1 supplier facilities were certified for safety management system (OHSAS 18001/ ISO 45001 or any other)

Digitising our supply chain

The procure-to-pay (P2P) suite application is growing rapidly as organisations seek automation and innovation to control spend and improve supplier collaboration. By 2025, over 50% of the global mid-market and large enterprises are likely to have deployed procure-to-pay suites via the cloud delivery model.

ARIBA, a one-stop solution

Ariba was launched across the Adani Group in June 2021 with the objective of making the organisation future-ready with improved productivity and efficiency for Procure to Pay transactions. The support was extended to other business units. Through the year under review, APSEZ won several awards (Best BU Award, Best Site Award etc.) at the Group level for leading the Ariba adoption.

APSEZ adopted Ariba P2P application rapidly across all Group companies and achieved 100% adoption by March 2022.

Local procurement

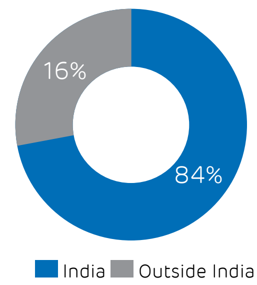
APSEZ drove economic development by enhancing procurement processes for social and environmental gains. The procurement focus was not just on local development but a range of accrued benefits of lower costs, higher brand recognition and livelihood support. Local vendors generally employed hundreds unlikely to leave that city, delivering benefits for the local economy in which they were based. Utilising procurement more progressively and innovatively facilitated the participation of small-to-medium sized enterprises (SMEs) for public procurement in support of common societal goals.

The Company's business model supported the ethos of 'What is good for the country is good for us'. APSEZ's operations were dependent on vendors to execute the goal of being an end-to-end integrated logistics player. Local procurement was a key facet of the overall sustainable supply chain strategy. The Company aimed to fulfil these aspirations without compromising standards. Some material supplies were procured centrally and through vendors from other parts of the country.

In FY 2021-22, 63% of the Company's procurement was derived from local State vendors and 26% from the same district.

	₹ in crore
Total procurement spend	8,686
Procurement from local regions (districtwise)	2,215
Procurement from local regions (State perspective)	5,471
Procurement from critical suppliers	5,731
Procurement from Tier- 1 suppliers	8,686
% of total procurement spent	100%

% of total procurement



Case study

Supplier engagement initiatives

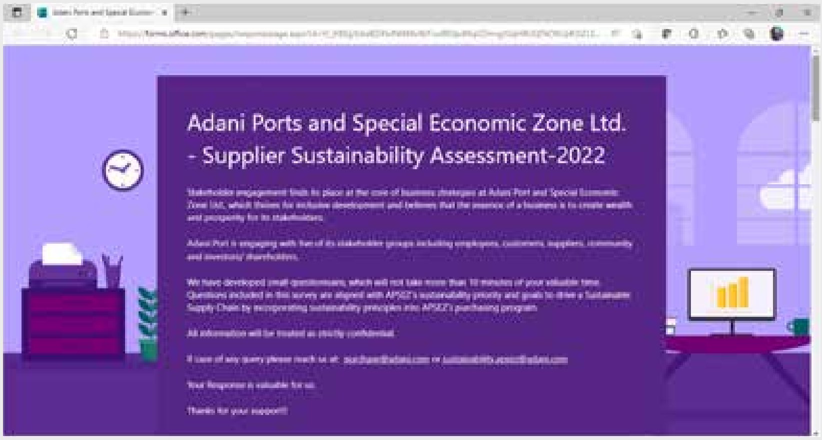
Vendors are critical in a value chain and their competent management influences competitive advantage. It reduces risks with third parties, ensures the integrity of data, provides clarity into supplier processes and practices, helps avoid unnecessary fines and mitigate reputation risks. APSEZ seeks relations with suppliers that extend beyond procurement and offer a superior return on investments.

APSEZ's techno commercial team undertook initiatives in FY 2021-22 to enhance engagements with suppliers and increase awareness on policies. The initiatives to strengthen the business relationship with suppliers comprised:

Suraksha Samvad: This initiative made site contractors aware of safety requirements to be met during project execution. A comprehensive session was conducted with key contractors at different locations. The following topics were covered: Adani safety culture, introduction to the Contractor Safety Management (CSM) portal and grievances of suppliers (if any). Sessions were conducted with over 50 key business partners and will be continued in FY 2022-23.

Sampark: The objective of this initiative was to communicate APSEZ leadership's vision on Safety, Human Resource, Industrial Relation, Human Rights, Labor Practices and Sustainability. In the first session in March 2022, more than 175 partners attended, and the following topics were covered: Supplier Code of Conduct guidelines and importance; APSEZ ESG goals; HR & IR requirement and safety requirements. More sessions are planned for FY 2022-23.

Supplier sustainability assessment survey: To derive feedback from suppliers, APSEZ's techno-commercial team launched the third edition of the Supplier Sustainability Assessment Survey. The survey aimed to gauge the compliance of suppliers across ESG credentials, satisfaction of suppliers on various aspects of the P2P cycle (registration to payment). Suggestions on improvements were taken to improve processes along with an acceptance on the Supplier Code of Conduct.



Knowledge capital

How APSEZ is progressively enriching in its talent capital with breadth and depth

Building a cultue of empowerment, knowledge accreation and outperformance

Overview

People management is an effective differentiator in a competitive world. APSEZ recognises people as its greatest asset. The key areas driving HR initiatives at APSEZ include a strong emphasis on building inclusion, ensuring workplace safety, building careers and protecting human rights.

In FY 2021-22, APSEZ continued to build its people platform based on a clarity of role responsibilities, performance evaluation and investment as per a competence analysis. Continuous and repeatable cycles of 'learn – contribute – grow' remained core to the employee value proposition. The enablement of the Company across locations, functions and tiers through appropriate systems, processes, policies and programme could help the Company achieve its target of 500 MMT of cargo handling by 2025.

The Company had 2736 employees as of 31st March 2022. 85% of workforce were engineers or specialised /professional degree holders. For the second year in a row, APSEZ was adjudged as Best Place to Work in Nation Builder Category, indicating the success of its HR effort.

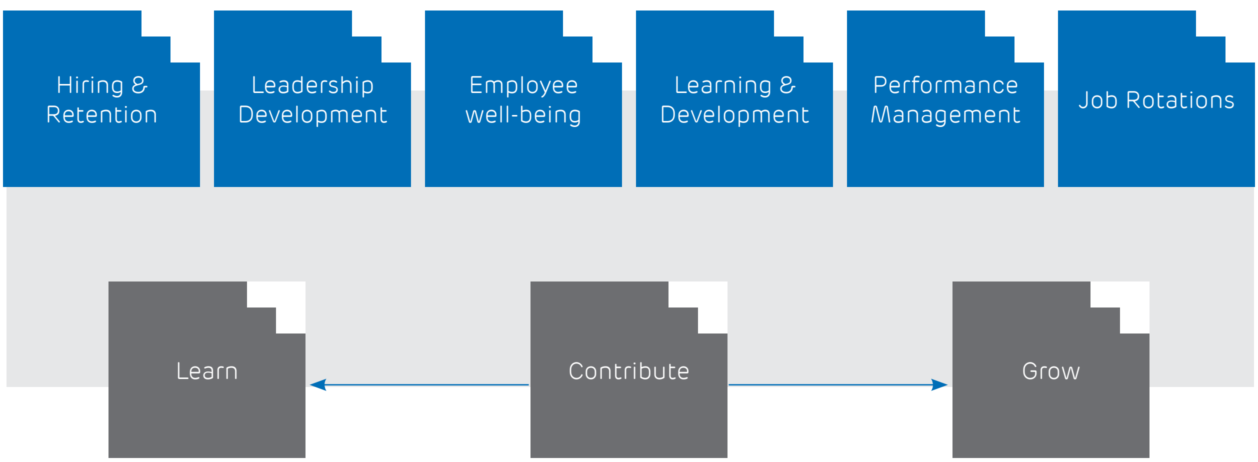
- Recognised as a Great Place to Work for the second year in a row
- **2736** Employee head count
- **1.5%** women in the total workforce
- **20%** Board members were women
- **325** new hires (**39%** Local hiring)
- **10.39%** employee attrition (voluntary)
- **53%** workforce local as per the state of domicile
- **42%** new positions filled by internal employees
- **28.33** average training (person-hours)
- **3.54** average training person-days
- **77498.75** total training person-hours
- **53%** workforce local as per the State of domicile
- **85%** workforce professional degree holders
- **Mandatory training on POSH, IT & Cyber Security, Risk Management, Insider Training**
- **510** executives covered under D&I Sensitisation programme

Material issues

Human Capital development

Human Rights

Diversity and inclusion



Hiring and retention

The principal driver of APSEZ's talent management approach was to attract, retain and develop talent. The Company's aim was to develop a capability mix, comprising the right number of professionals with desired competencies at the right locations. In FY 2021-22, all hiring managers were trained in interviewing capability to hone their interviewing skills so that they could probe candidates for required competencies and cultural fitment.

A pool of 347 executives were developed in 16 batches across APSEZ from O2 to JP level, skilled in conducting structured interviews to assess candidates on job-related competencies, workplace behaviours and motivation for job and organisation.

In FY 2021-22, the Company attracted specialised talent from adjacent sectors with relatable challenges (scale, complexity, project execution and timeliness) similar to the port & logistics businesses. The Company deployed multiple means of sourcing talent like website career portal, social media, recruitment consultancies etc.

from a large pool of candidates. Psychometric tools assessed candidates in personality traits, drivers, potential derailers and agility. These psychometric assessments were anchored around the Adani Behavioural Competency Framework (ABCF). For Vice President and above levels, Senior Management Due Diligence (SMDD) was carried out for extensive background checks, credibility, feedback and market reputation.

Besides, importance was given to talent assimilation. During induction, the interface of new hires with senior management professionals was facilitated, which helped new hires build internal networks and understand the organisation culture. Every new hire was allocated a Sahyogi- a buddy to whom the new hire could reach out during the settling-in phase. Feedback was provided at intervals of 7, 30, 60 and 120 days.

Total workforce

Headcount: Age group split	Male	Female	Headcount : management position	Male	Female
<= 30 years	346	11	Senior	131	0
31-50 years	2031	27	Middle	488	5
>50 years	318	3	Junior	2076	36
Total	2695	41	Total	2695	41

New hires: Age and gender split	<=30 years		31-50 years		>50 years		Grand total
	Female	Male	Female	Male	Female	Male	
Top management	0	0	0	0	0	2	2
Senior management	0	0	0	20	0	8	28
Middle management	0	7	0	56	0	5	68
Junior management	8	111	5	103	0	0	227
Total	8	118	5	179	0	15	325

New hires: Region in India	Numbers
North	69
Central	20
East	56
West	147
South	33
Total	325

New hires: internal candidates	FY 2018-19	FY 2019-20	FY 2020-21	FY 2021-22
Total new hires	225	323	121	325
Open positions filled by internal candidates	-	82%	44.23%	42%

Workforce turnover

Turnover: Age split	Involuntary	Voluntary	Total
<=30 years	28	172	201
31-50 years	29	99	127
>50 years	39	23	62
Total	96	294	390

Turnover: Management positions	Involuntary	Voluntary	Total
Junior management	57	208	265
Middle management	28	58	86
Senior management	5	8	13
Top management	1	0	1
Total	96	294	390

Turnover: Gender split	Involuntary	Voluntary	Total
Female	0	6	6
Male	96	288	384
Total	96	294	390

Diversity and inclusion

Senior APSEZ leaders champion workplace diversity

Target: **5%** women in the workforce by 2025

Performance: **1.5%** women in workforce in FY 2021-22

Inclusion of diversity

At APSEZ, diversity of our workforce continued to be predominant. It enhanced continued to be our productivity and promoted a sharing and inclusion of innovative ideas. Though the nature of our operations posed a challenge to attract and retain diverse talent, our Company remained open to recruit potential candidates irrespective of gender, age, disability, ethnicity, sexual orientation, family status and religious beliefs. Considering the importance of building diversity in every form, an extensive D&I (Diversity & Inclusion) programme was deployed, nurtured by design, encouraged and leveraged. APSEZ, as an equal opportunity employer, was committed to provide a welcoming environment for people from all backgrounds, experience, equality and fairness. Diversity & Inclusion guidelines provided a clear direction in this regard. Besides, guidelines on employment of differently-abled were in place to be followed in letter and spirit.

During the year under review, APSEZ constituted a Diversity & Inclusion Council in line with D&I guidelines to follow through on the D&I agenda and track progress. The D&I Council included members from senior management cadre to own and implement the D&I agenda. This Council met on a pre-decided frequency to discuss, debate, identify and implement initiatives, and action areas for pursuing the D&I agenda. Sensitisation programme on promoting diversity, inclusion & equity at workplace, covering all people managers across the Company, were carried out. Some 510 executives across APSEZ, from O1 and above level, were covered under the D&I Sensitisation programme. APSEZ's gender gap decreased by 0.07% in FY 2021-22 compared to the previous year. In FY 2021-22, 4.61% of the 325 new recruits were added to the managerial team.

Workforce breakdown: Female	Percentage/ Number
Share of women in total workforce (as % of total workforce)	1.5%
All management positions	1.66%
Women in junior management positions **Note:** we have considered JMC & MMC here	1.77%
Women in top management positions	0%
Women in management positions in revenue-generating functions	0.54%
Women in STEM-related positions	1.23%

[5] https://www.adaniports.com/-/media/Project/Ports/Investor/corporate-governance/Policies/Diversity-and-Inclusion-Guidelines.pdf

Workforce breakdown: Ethnicity	Numbers			
Management position	Asian (Indian)	British	American	Australian
Junior	2112	0	0	0
Medium	492			1
Senior	127	1	2	1
Total	2731	1	2	2

**Senior management numbers include TMC and SMC executives*

**Junior management numbers include JMC and SUP executives*

In FY 2021-22, the Company promoted workplace diversity through the following initiatives:

- **D&I training:** Training Need Identification process was carried out. The Company conducted regular D&I sensitisation sessions to cover all Junior Management Cadre (JMC), Middle Management Cadre (MMC) and Senior Management Cadre (SMC) executives with at least one direct reported under programme - Workplace Diversity, Equity and Inclusion in Action.
- **Sensitisation:** Sessions were organised for the management cadre to help leverage the potential of a diverse workplace and employ an inclusive approach.
- **Mentoring:** Mentoring was aimed at developing executives for leadership roles by leveraging the experience of senior personnel. The programme fostered diversity by selecting mentees from different backgrounds, nationalities, castes, creeds, genders, ages, religious beliefs, family status, perspectives and other ideologies.
- **Grooming leaders:** Efforts were made to identify critical and capable employees from a diverse strata of people for mentoring and career development. Based on the demonstrated contribution and potential, employees were provided opportunities to grow and learn. Through this engagement, mentors worked in fostering an environment where employees of diverse backgrounds were nurtured, mentored and coached to become leaders. APSEZ welcomed and assimilated employees to be coached and mentored with differences included (but not limited to) nationality, caste, creed, gender, age, religious beliefs, family status, perspectives and other ideologies.

Performance management

The Company's Performance Management System aligned individual aspirations with organisational goals. The performance of each employee was evaluated bi-annually at two levels - with the reporting manager and with the reviewer (department head / unit head). multi-level and multi dimensional appraisal (including 360 degree feedback) ensured systemic fairness and transparency. Rigorous mid-term reviews assessed whether individuals were on track in achieving their goals and what training was required.

The process included self-appraisal and identification of developmental needs followed by an assessment by the reporting manager on 'results', 'approach' and 'competencies'. The tenet of this exercise was the feedback session between the appraiser and the appraised covering all performance-related and 'employee wellbeing' aspects. The Company followed the rationalisation process and followed a three rating scale, which differentiated between high, medium and low performers. Performance Management was linked to HR processes and process effectiveness was measured by a third party audit with an impact on productivity by promoting Organisational Citizenship Behaviour.

A critical aspect of the performance management was transparent promotion, instilling employee confidence and commitment. All nominations for promotion process underwent a combination of assessment tools:

- Psychometric behavioural assessment [O3 (Deputy manager) to E3 (DGM)]
- Psychometric behavioural assessment, Situation judgement test and case study [E4 (AGM) & above]
- BEI and role play [AVP & above]
- Leadership interaction (AGM, GM & AVP) and APEX interaction (VP & above)
- Executives in O2 and below grades nominated were promoted based on recommendations and review by respective site head/ BU CEO, functional heads-HO.

Results of the assessments were examined for promotion recommendation, based on a combination of scores obtained by individuals against success profiles required for the role and availability of positions in the higher grade (or enlarged responsibilities in the existing role). The individual assessment reports were shared with individuals and interpretation sessions were organised to integrate feedback.

In FY 2021-22, the Company rolled out **ENRICH** talent intervention for developmental planning of promoted employees to enable them to move swiftly into enhanced roles and enlarged responsibilities. APSEZ ensured that every employee received periodic actionable feedback for improvement.

Performance and career development reviews: Workforce breakdown						
Category	FY 2021-22			FY 2020-21		
	Total (A)	No. (B)	% (B / A)	Total ©	No.(D)	% (D / C)
Employees						
Permanent	2150	2067	96%	1908	1796	94%
Other than permanent	75	56	75%	84	51	61%
Total employees	2225	2123	95%	1992	1847	93%
Workers						
Permanent	510	508	100%	469	464	99%
Other than permanent	1	1	100%	1	1	100%
Total workers	511	509	100%	470	465	99%

XCeed: Quarterly reward programme

A variable reward programme to identify and reward individual performance in the achievement of organisational goals was to strengthen performance-reward-career-growth of employees in the long-term to enhance their workplace engagement

Performance-linked compensation

The Company encouraged talent through a variable compensation structure across all management levels. The employees in O1 to E1 grades had 10% CTC component as a performance-based incentive; employees in E2 to E4 grades had 15% of CTC component.

This component was paid as per individual ratings on a 3-point scale of the Performance Management System. For GM and above, performance-based pay was based on organisational and individual performance. Performance on ESG parameters was also a factor that determined variable rewards of GM-and-above employees. Qualitative adjustments on account of ESG and safety were incorporated as a part of this exercise. The Company's Performance Pay was determined by the summation of two factors - Individual Performance (70%) comprised individual goals; ESG performance and organisation performance (30%); business goals and financial performance with a weightage of revenue (50%), EBITDA (25%) and RoCE (25%).

ESG-linked performance

Executive compensation was tied to safety and ESG performance, including performance on climate change metrics. Further, the compensation was also linked to specific targets on financial and operational performance. Specific functions comprised compensation linked to other components like IT, customer satisfaction etc. as well.

Specific functions also had compensation linked to other components such as IT, customer satisfaction etc. In case of a fatality or safety incident, the performance incentive was materially impacted.

Focus on equal pay

APSEZ remained an equal opportunity organisation, following the same performance evaluation and compensation criteria for men and women. The Company followed a strict equal pay for men and women according to the roles and responsibilities. It performed a periodic review of the compensation structure to ensure that it was aligned with the objective of equal gender pay. The Company checked its compensation structure with peers to provide a competitive salary.

Management position	Male (base salary)	Female (base salary)
Executive level	277.47	-
Management level	9.00	6.18
Non-management level	6.97	2.45

Note: We conduct equal pay assessment verification (including gender pay gap) through third party.

Training and development

APSEZ believes continuous learning is essential for individual and business growth. Employees were encouraged to learn from training modules on E-Vidyalaya. Relevant policies and guidelines pertaining to human rights were uploaded on the Company's website for easy access.

New joinees were supported during the induction with resources. APSEZ mandated POSH online training for employees.

Leadership programmes	Technical training
MMC and SMC cadre executives	Employees from O1 and above (covers junior, middle and senior management cadres)
Leadership transition: High-performing senior management professionals identified and progressively mapped for roles in different aspects of operations to groom them to take up (Chief Operating Officer) roles at operating locations in 2-3 years. Development and placement into target roles on target dates was a responsibility of the internal mentors assigned from the leadership team. Formal assessments were done on the completion of each assignment (learning, readiness and contributions for timely refinements).	**eVidyalaya – Percipio (Self-Paced Learning):** Employees can browse and select through plethora of learning material available on eVidyalaya-Percipio, our internal e-learning platform, in the form of certification courses, byte-sized videos, books, audio books etc. **iGrow:** Employees of Grade O1-E4 fill iGrow Cards mentioning details of behavioural areas they want to be trained in during the current year. These iGrow e-Cards are based on discussions and collective need identification between the employee and reporting manager. L&D SPoCs designed training programs as per inputs from these cards. **Risk management capability drive:** Developed capabilities of all employees towards managing risks in three steps. **Knowledge Sharing Program:** A cohort of middle management executives was selected through a robust process comprising psychometric behavioural assessment, performance track record and personal interviews. These executives were groomed for the next role level under the leadership of senior experienced leaders. **EDGE mission:** Launched in June 2021 to foster a culture of peer learning and continuous knowledge sharing. Function-specific Communities of Interest (CoIs) were constituted at every location or business units. Team members belonging to that community scheduled knowledge sharing sessions among themselves every month wherein they discussed/ideated identified topics relevant to their work areas.
The intervention helped create a leadership pipeline by creating leaders confident and ready to take up bigger challenges. A batch of 13 executives was completed in February 2022; another batch of 17 executives started from March 2022.	The training programmes fostered cross-learning, improved technical skills and enhanced productivity

APSEZ mandated annual trainings on POSH, cyber security , risk management and insider trading for all the employees.

Training on skill upgradation: workforce breakdown	
Employees	
Permanent	99.8%
Other than Permanent	96%
Total employees	99.6%
Workers	
Permanent	34.9%
Other than Permanent	0%
Total workers	34.8%

Overall training hours					
Training programmes: workforce	**Behavioural**	**Technical**	**Self-paced**	**Safety**	**Total**
Employees' training person hours	20649	11638	28568	16644	77499
Contractors' training person hours	1158	767598	-	92544	170300

Training hours (age group & gender split)*	
Gender	**Training hours**
Gender split	
Female	876
Male	48340
Age group split	
<30 years old	8646
30-50 years old	35761
>50 years old	4809

** Split provided for behavioural and e-learning*

Average training hours: management positions	Numbers
Top management	8.49
Senior management	24.82
Middle management	36.73
Junior management	42.79

ICEBERG

Scope: All employees from O1 to SVP (junior, middle and senior management cadres)

Details: ICEBERG is as a long-term structured intervention to identify talent with leadership potential, understand needs and develop targeted capabilities to prepare them for leadership positions (for n-1, n-2 and n-3 positions where 'n' is the CEO).

Impact: This program helped individuals grow their careers. It establish institutional processes and systems for long-term succession planning and leadership development, which were imperatives of organisational growth.

Listening to our employees

APSEZ has an open-door culture to listen to employee concerns and feedback. We believe listening and responding to our people is important as this provides a sense of importance/confidence. We encouraged our employees to speak up if anything within the Company affected/concerned them.

Speak-Up is APSEZ's online Grievance Redressal system, wherein employees can raise their concern, which is taken up by our Grievance Redressal Committee (GRC) to be resolved within 14 working days. Detailed communication pertaining to this was shared with employees.

Provisions were there to raise anonymous concerns as protected disclosures, along with procedure and key personnel details, are provided in Whistle Blower Policy.

Employee engagement

Employees made decisions and took actions every day that affected the workforce and organisation. The way we treated employees and how employees treated one another positively affected their actions - or could place our organisation at risk.

To understand the views of our people, we rolled out periodic Gallup assessment surveys. APSEZ analysed the surveys filled by employees on 12 elements to create a structure for interactions with employees - casual conversations, meeting agendas, performance evaluations and team goal-setting. The results were analysed on a scale of Highly engaged, Engaged, Disengaged and Highly disengaged. In FY 2021-22, 87.65% of the workforce participated in the annual engagement survey.

Gallup people engagement score

4.11 of 5.0
(Gallup) engagement score

49th
percentile in India peer set

6.63:1
Engaged: Disengaged ratio

Employee engagement	Unit	FY 2017-18	FY 2018-19	FY 2019-20	FY 2020-21	FY 2021-22
Employee engagement	5-point scale	4.3	4.3	4.1	4.1	4.11
Data coverage	% of total employees	100	100	100	100	100

Employee Engagement Results (Age & Gender Split)

	Survey sent to	Respondents
Age Split		
<30 years old	295	274
30-50 years old	2153	1891
>50 years old	362	298
Gender Split		
Male	2772	2431
Female	38	32

Employee engagement results (management level split)		
Management Level	Survey sent to	Respondents
Senior management	75	66
Middle management	390	337
Others	2345	2060

Employee support programmes

APSEZ developed best-in-class benefits and wellness programmes to help the workforce deal with work pressure, support family and enjoy their leisure. During the crisis (pandemic), we encouraged our people to take care of their health and wellbeing. We supported our people and their families through the following initiatives:

Medical: The Company undertook first-aid and health emergency management through its dedicated health centre/hospital/ day care centre, comprising qualified medical practitioners at its corporate and site offices for permanent and contractual employees. Health care facilities included hospitals/health centre/ day care centre, first-aid centre that varied according to the size of the facility/business unit.

The Company facilitated mandatory health checks at regular intervals for all employees (age group wise (<35 years: once in 3 years; 35-45 years: once in 2 years; 45 years and above: once a year). All employees at APSEZ were covered under Adani Group Mediclaim policy which covered the employee plus spouse and 2 dependent children for medical treatment/reimbursement as applicable with provision for adding parents. Parents of all employees were covered under Critical Illness Policy to provide support/financial assistance to employees in the case of critical illnesses.

Flexible working hours: APSEZ believes in holistic approach of its people's well-being, aligned to our working hour guidelines. The Company recognises the significance of work life balance in our people's lives. Therefore, statutory limit was48 hours per week for India offices. The Company provided flexible working conditions for certain departments since the pandemic. Since the advent of pandemic, the Company transitioned to work-from-home arrangements, formalised through a policy.

Flexible working conditions: The Covid-19 made us realise that a flexible work environment can actually be effective across various levels of operations. However, due to the Company's nature of business, it could not completely work remotely. The Company's administrative department had a provision to work remotely due to the nature of their work. This flexibility at work place benefitted employees during the pandemic.

Childcare facilities or contributions: APSEZ had Employees Children Education Scholarship Policy, Employee Children Education Loan Interest Subsidy Policy in place. This helped create a bright future for employees' children.

Welfare policy: APSEZ had provisions under the following employee welfare policies/plans as applicable – Retirement Benefit Plan, Loan Policy, Housing Loan Interest Subsidy Policy, Telecom Policy and Marriage Gift Policy. Furthermore, in the case of demise of an employee, there a Death Benevolent Fund (DBF) provided financial assistance to the family of the deceased. All employees could access these policy documents from the internal Adani portal.

Retirement Benefit Plan: All employees were covered under the APSEZ retirement benefit plan.

Facilities provided to employees with disability: The Company is an equal opportunity employer and strongly endorses the right of equal opportunity for differently-abled employees. Inclusion and consideration for employees with disability was covered by APSEZ's Diversity and Inclusion Guidelines and Policy for Employment of Differently-abled People. The Company continued providing necessary facilities, amenities and training to support them.

All the Company's corporate offices have special provisions for differently abled employees and workers in accordance with Rights of Persons with Disabilities Act, 2016. The Company strongly promoted equal opportunities for everyone and acknowledged the importance of a diverse and equitable work environment. APSEZ designed workplaces for providing assistance or making changes to a position or workplace to enable employees with disabilities carry out their roles.

All the Company's corporate offices comprised ramps at entry locations and lobbies to facilitate wheelchairs. It dedicated toilets for differently abled employees. The Company's elevators comprised Braille signs, designed for the blind or visually impaired. The Company's other locations also complies with all the national/local requirements to accommodate differently-abled person and their needs. APSEZ's existing and new infrastructure implemented a comprehensive plan to address the accessibility of workplaces for differently-abled employees. Work areas, rest rooms, common areas and areas for movement in and around facilities were designed with all accessibility aspects in mind.

Ethical practices

At APSEZ, our human capital approach was rooted in a firm two-pronged belief system – a) every individual had the right to dignity, fairness and equity b) We conducted our business with integrity and the highest of ethical standards.

Our policies, guidelines, processes and systems emanated from this belief system. The Company had well-designed labour management policies and guidelines with provisions in compliance with Indian Labour Laws, UN-ILO conventions on labour matters and UN Global Compact Principles. The policies and guidelines were aligned with the relevant laws of the land and international standards as applicable. The purpose of this comprehensive policy architecture was to foster a work climate and environment is conducive to uphold human dignity and matching global workplace standards. APSEZ's Code of Conduct, Human Rights Guidelines, Whistle blower Policy, Anti-bribery and Anti-corruption Guidelines were fundamental to how it conducted business. These guidelines were published on APSEZ's website for easy access of all stakeholders - https://www.adaniports.com/Investors/Corporate-Governance. Besides, these guidelines were published on notice boards at each operating port locations to promote greater awareness among workforce members. All employees and stakeholders were required to conform to these guidelines in day-to-day work. They were also encouraged to report any actual or suspected violations to these applicable guidelines without fear of any reprisal or discrimination.

New joinees at all levels were given training on these guidelines during their induction. All employees of the Company recorded their acknowledgement of understanding and adherence of the guidelines. Periodic awareness surveys were rolled out to all employees in the organisation. Mandatory annual trainings on POSH, cyber security and insider trading were carried out with utmost rigor and sincerity. Any deviation was dealt with as per applicable procedures laid out in relevant guidelines and policies.

Human rights

APSEZ fostered an inclusive culture free from discrimination and powered by diverse employee capabilities. The Company remained committed to free and fair employment practices free of any harassment based on race, religion, colour, age, sexual orientation, national origin, disability or any other classification as mandated by local laws. The Company's commitment to human rights was reflected in its governance, procurement and social strategy.

APSEZ remained committed to uphold human rights across its value chain and its commitment was reflected in due diligence and implementation framework governed by the following policies:

- Adani Group Policy on Human Rights
- Human Rights Guidelines
- Supplier Code of Conduct
- Corporate Social Responsibility Policy
- Stakeholder Engagement Policy
- Guidelines for employment of Differently abled people
- Business Responsibility Policy
- Group Guidelines on Prevention of Sexual Harassment of Women at Workplace
- Adani Group Code of Conduct Policy

The Company formalised its Human Rights Policy aligned to UN Guiding Principles on Business and Human Rights. The Human Rights Policy applied to all stakeholders, including permanent and contractual employees, communities, consultants, trainees, subsidiaries and business partners. The Company had a zero-tolerance approach to human rights abuses and instituted mechanisms for remediation.

To prevent child labour in the Company's business, it installed a system-based entry (Cronos) and Aadhar checks for workers. The Company provided awareness and training on human rights guidelines to suppliers.

Governance and accountability

- At the Board level, Corporate Responsibility Committee ensured a strategic alignment of sustainability and human rights with the business.
- Risk Management Committee oversaw the potential and actual risk pertaining to human rights at every stage of the project including the merger and acquisition through human rights due diligence.
- Ultimate oversight for human rights resided with the Board of Directors who were briefed on a quarterly basis by the ESG Head.

Human rights assessment and due diligence

APSEZ developed a human rights due diligence process to identify and assess impacts and risks relating to human rights of employees, suppliers, customers and communities. The human rights risk identification process covered our operations, value chain and new relations (mergers, acquisitions, joint ventures etc). Human rights issues comprised child labor, forced labor, human trafficking, discrimination, equal remuneration, freedom of association and collective bargaining. The due diligence extended to employees, children, women, local communities, third party contracted workers, local communities, indigenous people and migrant workers.

All the Company's ports and offices were assessed on the basis of child labour, forced/involuntary labour, sexual harassment, discrimination at workplace and wages.

APSEZ's human rights focus areas

Labour rights
Health and safety
Forced labour and human trafficking
Fair working and living conditions
Non-discrimination

Security
Respectful interaction between workforce, community

Rights of people in communities
Livelihoods and local employment
Indigenous people's rights

Human rights mitigation & remediation
We completed the human rights assessment of employees, suppliers, customers and community and are now developing a plan to implement the key takeaways from the survey (for details of assessment and survey refer Stakeholder Engagement section)

Say 'no' to harassment

APSEZ provided a working environment free from any discrimination and harassment, which included sexual harassment and prohibition of any type of exploitation. To improve gender diversity and inclusion of a safe working culture, the Company aligned with a zero tolerance policy in line with provisions of Sexual Harassment Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. This policy extended to employees (permanent and contractual). If any employee felt uncomfortable, he/she could raise it to the line manager or directly raise it to GMC, a centralised monitoring committee at the Group level, or ICC for each region/location. The committee would carry out inquiry and if a person was found guilty, he/she would face disciplinary action that could lead to termination from the post.

The Company sensitised employees on the prevention of sexual harassment at the workplace through workshops, group meetings, online training modules and awareness programs. All employees were mandated to undergo training related to discrimination and harassment, which also formed a part of the Code of Conduct. In FY 2021-22, 2736 employees were trained.

The Company comprised zero instances of child labour and forced labour, discrimination and sexual harassment during the year under review.

Any form of harassment, physical, verbal or psychological was prohibited. 'Prevention of sexual Harassment (POSH)' law and company policy was adhered and complied with. As per the requirement of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and rules made thereunder, APSEZ constituted ICC, responsible for the redressal of complaints related to sexual harassment.

Group Monitoring committee (GMC)

- Provides oversight and ensures the rightful implementation of the policy; provides required guidance/advice for continual compliance and necessary facilities to the Internal Complaints Committee (ICC)
- Monitors and reviews functions of ICC and provide avenues for aggrieved person to register/escalate their complaints in case the same is not attended to by local ICC
- If deemed necessary, may suo moto, review an investigation/ inquiry proceeding conducted by the ICC
- GRC includes Site head, HR Head, HSE Head, Head of security, Head of Corporate affairs, employee representatives

GRC at each site with more than 20 on roll employee

Grievance mechanism

The Company understood the significance of effective operational level grievance reporting mechanism for its stakeholders. The Company had an active 24x7 grievance reporting mechanism available on its website and dedicated telephone numbers and drop boxes at prominent locations.

An online grievance redressal mechanism was designed to redress the grievance within a defined timeline of 14 working days. The grievances were resolved in a fair and time-bound manner, maintaining utmost confidentiality. In addition, grievance registers, complaint boxes were available at sites/ locations, wherein complaints could be registered. Workers engaged on a contractual basis could report their grievances to their respective contractor representative or the Company supervisor. The contractor was expected to take the required action to address worker grievances, and ,if required, could raise the grievance to the HR and respective functional heads.

Suppliers, consultants, retainers,

clients or any other parties that were engaged on a project / periodic basis were governed could raise their complaints with the concerned HR business partners and respective functional heads. Several people across its site (supervisors, seniors and department heads) could be reached directly for reporting any grievance. The Company provided communities with a system for reporting grievances, which were recorded, reviewed, escalated and actioned upon within a stipulated time frame. To increase transparency, a grievance dashboard will implemented for the aggrieved to view status, resolution and provide feedback.

Freedom of association

Rights of employees and associates to exercise their freedom of expression during their work is to be respected and encouraged. For the workforce, right of association, negotiation and collective bargaining were recognised and protected within the provisions of relevant laws and regulations. The organisation will continue to respect the rights of workers to form or join a trade union without the fear of intimidation or reprisal, in accordance with the law.

3
Collective bargaining agreement (no trade unions)

Occupational Health and Safety

In APSEZ, our endeavour is to ensure that every employee or partner personnel who enters our workplace returns back home safely to their family every single day.

Our values: We strictly imbedded safety in the DNA of our operating management system

Our safety motto: Zero Harm, Zero Injuries, and Zero Excuses

Target: To achieve Zero Harm by 2025

Highlights, FY 2021-22

- 0.23 LTIFR
- Fatality rate reduction from 0.09 to 0.04
- All ports certified for ISO 45001: 2018 Occupational Safety Management System
- OHS Policy and STRAP objectives
- Safety Culture Assessment by JMJ Consultant
- Robust OHS governance
- Six Safety Task Force

Material issues

Occupational Health & Safety

Targets for 2023

Goals	Benefits outcome
1. Zero fatality and 50% reduction LTI incidents	Zero harm
2. Develop reward and recognition policy covering the best TF member, OHS trainer, staff, contractor, SRFA team and department achieved a high score in SPIS and effective implementation of CMP	Excel team engagement in OHS Activities
3. Develop a personal safety action plan for individual staff and integrate in VRP and PMS	Individual responsibilities for fixing and empowerment
4. Achieve >80% in SPIS and Skill level in Safety Maturity level Assessment	Improvement in the safety culture

Goals	Benefits outcome
5. Improve quality of SRFA audits to eliminate maximum 4s and 5s through SRFA. Strengthen AICs and line function, creating a competitive environment (target electrical safety standards)	Safe workplace
6. Conduct a study of structural stability / integrity, take the maximum benefit of VSR audits tool to minimise vulnerabilities	Elimination of vulnerable safety risk
7. Samwad: Achieve minimum 4 UA /hr and 100% assignment to all port employees through the monthly Samwad assessment through KPI and 90% actual achievement	Engaging workmen in OHS activities
8. Horizontal deployment of incidents CAPA, SRFA based on a monthly trend for the business and monitor compliance 100%	Proactive approach to Prevent reoccurrence in other sites
9. Introduce task force KPI scorecard for 6 task forces and increase effective involvement of members through tracking, micro tasking and measuring. Review SSC and BSSC meetings	Line Management Engagement
10. Capture, share and collaborate on best OHS practices, Life saved lesson across ports through central data collection Digitally	Best practices implementation

Our approach

As per the materiality assessment, Occupational Health and Safety is a key material issue significant in the Company's value chain. APSEZ prioritised a safe working environment across operations. The Company is committed to international standards in health, safety and wellness for its workforce. The Occupational Health and Safety (OHS) Policy includes key stakeholders: Employees, shareholders and community are aligned to national rules and regulations and Good International Industrial Practices (GIIPs).

APSEZ has a Board-approved reward and disciplinary Consequence Management Policy applicable to positive and negative consequences. Whenever Incident Investigation Committee identifies reckless decision-making as one of the significant causes for an incident, consequence management is applied. A contractor may face temporary suspension or permanent blacklisting if he or she fails to meet APSEZ's safety expectations. The Company's monthly reward and recognition programme ranks all ports based on its scoring methodology.

APSEZ deployed a comprehensive OHS framework (Safety Governance) covering all manufacturing sites and employees. The Company received OHSAS 18000/ISO 45001 certification for all of its ports in India. As a part of the certification, regular OHS management and improvement plans are drawn and executed. The sites are audited and certified through third-party agencies. The Company's PDCA (Plan, Do, Check, Act) cycle is used for periodic evaluation and improvement. Safety audits as per the Factories Act are also conducted at intervals. APSEZ revised operating procedures to implement its OHS system, covering essentials, personal safety, vehicle safety, process safety management, health and environment. An unsafe behaviour correction system named Suraksha Samwad (Safety Interaction) was implemented across ports. Data analysis of observations were conducted to run appropriate safety programmes.

OUR BIBLE FOR SAFETY

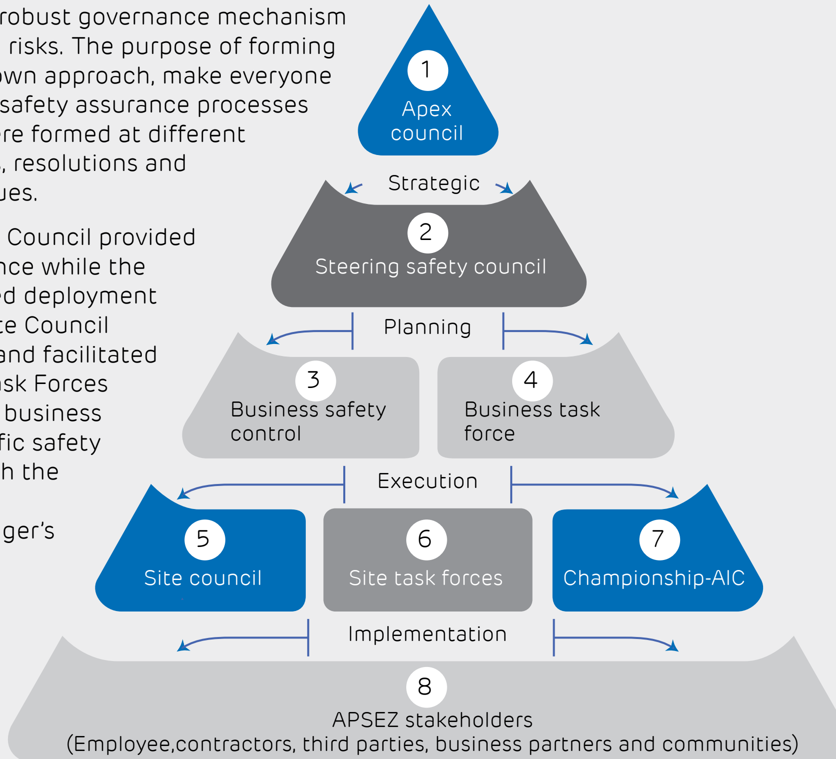
A comprehensive manual - Adani Safety Management System - covers Group Occupational Health and Safety (OHS) Policy, Business OHS policy, Site OHS policy, Safety Governance Process, Felt Leadership, Standard Operating Procedures (SOPs), RACI (Responsibility, Accountability, Consulted and Informed), Goals & Objectives and 10 Life Saving Safety Rules, roles and responsibilities of employees, associates and vendors.

Suraksha-Samwad was employed as a behaviour correction technique.

OHS governance oversight

Along with the policies and standards to aim for zero-incident operations, APSEZ instituted a robust governance mechanism to enhance safety and mitigate risks. The purpose of forming governance was to set a top-down approach, make everyone accountable for safety and set safety assurance processes in place. Safety committees were formed at different levels for guidance, discussions, resolutions and escalation of safety-related issues.

The Company's Safety Steering Council provided strategic and technical assistance while the Business Safety Council ensured deployment and resources planning. The Site Council implemented safety measures and facilitated safety excellence. Six Safety Task Forces (TF) were formed at the Group, business and site levels to oversee specific safety aspects. Committees, along with the establishment of six Task Force teams, enhanced the line manager's accountability and ownership in each on-site individual. The safety teams at the corporate, function and line managers monitored safety priority, while systems and practices were certified with Safety Management System (ISO 45001:2018).



Safety committee representation			
	Management	**Non-management**	**Frequency of meetings**
Site level	CEO and HODS	Departmental heads, Task forces	Monthly
Business level	Business unit head, CEOs and safety heads	Taskforce heads and safety heads	Monthly
Corporate level	Committee chairman, BU heads and invitees	Taskforce heads and safety heads	Once in two months
Board level	BU heads and Chairman	Special invitees	Quarterly

Process safety

The Company had a structured process for QRA, HAZID, HAZOP, PSM, PSSR for all expansion and projects and Hazard Identification and Risk Assessment (HIRA) for all operations. A dedicated team of process safety engineers routinely conducted HIRA of all new and existing processes. Additionally, third party process safety consultants undertook process safety gap assessment to identify and close gaps and mitigate risks through appropriate strategies.

The Company had a fully equipped emergency healthcare facilities at all its sites. All employees and contractors underwent pre-employment and periodic medical assessments to monitor their health. Employee health-related information was kept confidential and securely maintained. It appointed a doctor to lead occupational and individual health initiatives for employees.

Process to identify work-related hazard

- Safety handholding and assessment done by a third party
- Monthly self-assessment carried out by a task force team
- Vulnerability Safety Risk Assessment by a site task force team (TF2 Contractor Safety Management) to identify and comply with SOP updating/ refining
- Safety Risk Field Audit (SRFA) carried out at the site level by a task force team (TF2 Contractor Safety Management) on a regular basis

HAZOP ↔

Hazard operability : A detailed, systematic study of the design and outline operating and maintenance procedures to identify the consequences of deviation from design intent

Consideration of potential exposure of employees to harmful effects during routine operations including maintenance, decontamination, etc.

During the year under review, all project expansions were supported with HAZOP studies across APSEZ ports. The Company deployed a solution that provided a common platform for comprehensive process hazard assessment and defined controls to harmonise risk assessments. It investigated incidents, reported and aimed to learn from them to improve the safety performance. Learnings from incidents were communicated as safety alerts to all ports, and CAPAs were monitored for horizontal deployment through critical vulnerable factors. Hazardous locations were equipped with technological-based real-time monitoring through CCTVs to enable 24x7 timely action and alerts. This was supported by continuous audio safety announcements at locations in regional languages. Simulation training was developed and made available at the entry gate for all visitors including employees who entered the premises.

GenSuite digital incident tracking system

The Company's workmen interacted on health and safety matters through Samwad, a platform to engage, share experiences and learn from others. They were encouraged to report concerns through the online portal. Therefore, APSEZ incorporated incident reporting and response management through an online platform - 'Adani GENSUITE'. This platform provided a quick reporting of safety concerns, near-misses and incidents observed by any individuals including contractors in any operations in 40 seconds, using only a smart phone. On the other hand, there was a provision of anonymous reporting at the workplace.

Employees, including workmen report safety events including near misses and observations like unsafe acts and conditions

Triggers Incident Investigation and Root Cause Analysis

Recommends Corrective and Preventive Actions (CAPA) based on findings

Applied hierarchy of controls

Generated email alerts at every stage to relevant stakeholders

Safety training

To embed health and safety in the APSEZ's business, it prepared and educated its workforce for unforeseen scenarios. The safety training needs of employees and contractors were assessed based on the nature of their job and workplace-specific hazards. They underwent regular safety training by external and in-house experts. Mock drills were conducted at regular intervals to test the effectiveness of the emergency management system.

APSEZ developed e-Vidyalaya, an online learning platform where safety e-learning modules were available for the workforce to create awareness, ownership and educate implementation of safety procedures. Train the Trainer (TtT) was developed on each safety procedure for the implementation and enhancement of the safety culture. Basic audio-visual-based safety induction training at the port entrance was made mandatory.

Simulator based trainings: Training simulators for all critical equipment were placed in training centres before one touched the machine.

Training and capability building

Health and safety trainings were mandatory for APSEZ employees

525,962 training person-hours were invested in health and safety in FY 2021-22

Safety during Covid-19

The pandemic continued to affect lives and livelihoods. APSEZ supported recovery efforts. Despite continuous Covid-19 cases during FY 2021-22, APSEZ maintained its safety commitment. The Company endeavoured to abide by its robust safety governance system. The tough period called for managing the health of every worker. The Company developed effective quarantining rules and operational measures for the workforce at sites directly aligned with the country's Covid-19 rules.

Employee wellbeing

The pandemic prioritised the need for employee mental wellbeing. APSEZ promoted the mental wellbeing of its workforce. It developed a 24x7 support assistance for employees. In FY 2021-22, 2259 person hours sessions conducted for employees on health and wellness, including mental health.

The Company covered employees and families under its health and medical insurance plan. APSEZ provided free medical assistance to its workforce.

As an employee-friendly company, the Company listened and understood employee wellbeing, perception on work culture, comfort with managers through online surveys/meeting and discussions. This approach helped identify health and wellbeing risks and develop mitigation plans.

Staying healthy and positive

APSEZ facilitated a majority of its administrative workforce to work from home during the pandemic. The Company supported the purchase of proper ergonomics equipment for employees. The Company provided Virtual Private Network and internet access.

Yoga and physio programmes

Scope: All employees

Details: Yoga classes, both intermediate and advanced, are conducted on virtual sessions. Dedicated yoga and physio centres were commissioned within the office premises. Expert consultations for employees was made available. In case of detailed interventions, professional help was enlisted.

Impact: Promoted physical and emotional wellbeing of employees leading to increased productivity in the professional and personal spaces.

APEX wellness programmes (emotional & mental well-being)

Scope: All employees

Details: At APSEZ, we see our people as holistic individuals who bring their whole self to work. This capability building was not just on competencies but also on emotional and mental resilience. Wellness programs imparted practical techniques (meditation, yoga, breathing exercises etc.) to reduce stress facilitated by Art of Living experts.

Impact: The Company conducted 10 small Group wellness programs covering 209 employees. Some 10 large group wellness sessions were conducted and streamed on Youtube to which employees and family members were invited.

Operations safety

During the year under review, OHS processes and systems were extended to cover port operations, logistics business and safety of warehouses and road safety. The Company ran sensitisation and capability building drives. The Company focused on road safety, defensive driving, vehicle safety, warehouse safety, office safety and electrical safety.

Road safety: The driver-focused road safety initiatives included practical road safety training programmes. Speed radar guns across multiple locations warned drivers and reduced the possibility of accidents. Besides, the entire facility was covered by CCTVs with video-analytic capability to generate advance warning. The Company educated drivers in respecting the speed limit. It trained to enhance awareness and mitigate of risks among employees and their families.

Infrastructure design and condition: Considering relevant health and safety risks associated with poor infrastructure, the Company conducted structural stability assessments at our facilities. A specialised team conducted assessment and provided recommendations related to infrastructure stability and access. During FY 2021-22, the highest priority recommendations raised by the team were completed to ensure that all structures remained safe, secure and accessible.

Contractor safety management: As primary operations were handled by contractors, workmen safety remained integral to health and safety management. A dedicated taskforce was formed at the Group level (strategic and technical assistance), Business level (deployment and resource planning) and site level (deployment) to implement Contract Safety Management (OHS 08). Monthly meetings were conducted at the Group level, Business level and Site level for the implementation of Contractor Safety Management at sites.

The Company managed contractor safety through an online contractor safety management (CSM) portal, which required all contractors who worked on our sites, to provide evidentiary proof of their safety culture (pre-qualification), practices and documents before work initiation. Contactors were familiarised about safety procedures at the site including the layout of size and peculiarity to workplace requirements through regular toolbox discussions and continuous workplace monitoring. For managing extreme event possibilities, team members were authorised to stall operations if any unsafe act was observed. In addition, effective visual tools were deployed across all sites for worker benefit.

Six-step contractor safety management program

1. Contractor Identification
2. Pre-Bid Meeting on ESG requirements including Safety
3. Pre-award HSE meeting
4. Post award safety orientation and training
5. Performance monitoring
6. Evaluation for future contract and renewal

Emergency response programme

APSEZ implemented an Emergency Preparedness & Response Plan (EP&RP) this at port locations and was in the process of instituting at the newly acquired ports of Dighi and Gangavaram. The plans covered response process, escalation hierarchy and controls to be deployed in an event of extreme disaster situation during construction, operation, maintenance, decommissioning and associated facilities of the port sites. Emergency Preparedness & Response Plans and associated procedures, practices were periodically tested through simulations, involving relevant interested parties as appropriate.

Fire safety was maintained through a provision of fire-fighting equipment, sensors for the early detection and information on fire, fire safety audits, training and information sharing on fire safety, and the identification of areas with fire hazards through placards.

- Identification of manmade and natural emergencies and associated risk for employees, community, and infrastructure
- Identification of probable effect of on site and off site
- Inspection and maintenance requirement
- Emergency evacuation procedure, including type of evacuation and exit route assignments such as floor plans, workplace maps, and safe or refuge areas.
- Emergency communications system
- Managerial responsibilities for emergency preparedness, response and investigation
- Identification and collaboration with mutual aid partners and government authorities
- Continuous training of emergency response teams, all employees and community
- Mock drill and EPRP review
- Recording and reporting requirement during and after the emergency.

Security

Security risks for workers, community and infrastructure, arising out of geopolitical developments, were assessed through the risk management framework. APSEZ comprised a three-layered security system (physical security, patrolling and drone technology-based monitoring) and collaborated with Indian Coast Guards to monitor maritime security. To check preparedness, a Sagar Kawach exercise was periodically conducted with the Indian Navy, Coast Guard and Marine Police. The Company provided timely warnings to local communities and fishermen on safety hazards.

Our OHS performance in FY 2021-22

At APSEZ, physical and mental well-being of the workforce is important. The Company continued efforts to improve its operational safety management system of various health and safety data points to identify concern areas/hot spots. This enabled the Company to plan preventive measures, provide training and support employees.

During FY 2021-22, 117,780 concerns were raised online through Adani GENSUITE. The automatic notification of site/ department and leveraging charting and reporting features were embedded to identify trends and leading health and safety indicators. Unfortunately, in FY 2021-22, APSEZ observed three fatalities of contract workers at Mundra, Hazira and Dhamra. The Company conducted a detailed investigation to examine the root cause and develop mitigation plans to prevent recurrence. The learnings were shared with employees and contractors to ensure there were no further lapses. APSEZ reduced 50% fatality of contract workers by implementing critical vulnerable factors audit and safety risk field audits. There were no fatalities among APSEZ's permanent employees in four years.

Critical safety areas

- Traffic lane management
- Material handling
- Working at height activities

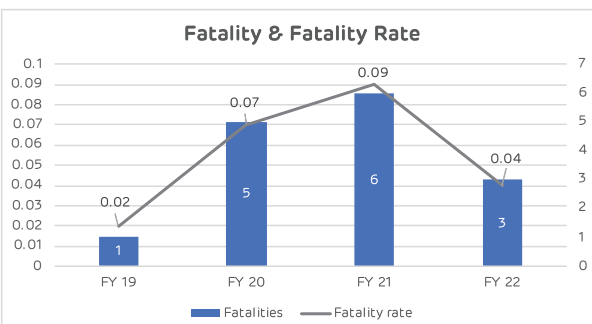
Safety incidents occurred in FY 2021-22

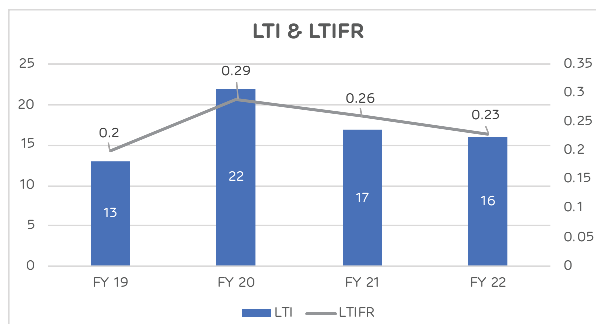
- Road Traffic
- Material handling
- Working at height

Safety incident description	Actions taken to strengthen safety
Road incident: One fatal incident at Mundra port	• Hard controls provided for lane management from main gate to Y-junction to prevent lane jumping. • Re-designed Y-junction to ensure orderly traffic flow to prohibit human intervention for traffic control. • No U-turns at Y junction/ junctions • Prohibited U-turn of HMVs inside Mundra port • Unidirectional traffic flow across Mundra port. • Review/ risk audit of port traffic management plan with a specific focus on lane discipline and eliminated manual interventions.
Machine handling: One fatal incident during demobilisation activity at Hazira Port, project phase.	• Permit to work system reviewed with respect to routine and non-routine work. • Implementing works without SOP (Standard Operating Procedure), WI (Work Instruction) and TBT (Tool Box Talk) not allowed for routine activities. PTW (Permit to Work) system mandatorily implemented for all non-routine activities. • No PTW, no work' policy implemented in the fabrication yard and non-routine activities.
Fall from heights : One fatal incident at Dhamra during the conveyor belt shut down maintenance work	• Engineer assessment skills and capabilities are carried out to ensure quality supervision through a structured process prior to allocating independent supervision. • Training needs were identified; training was given for improving competence. • All check points in the PTW were ensured for implementation prior to allowing personnel to start work. Any shortfall in resources / infrastructure were discussed with the Area Manager / HOS / HOD for suitable alternate arrangement or solution for reducing risks as low as reasonably practicable based on advice. • A refresher training and awareness program was initiated for all PTW issuers. • On completion of the project, the process of handing over and taking over was reviewed by involving the Centre of Excellence team and pre-start up safety review through a formal team, ensured the requirement of related training and their fulfilment.

The accidents data reported comprised all incidents within SEZ boundaries, which also included accidents suffered by agencies engaged for one-off or short-term assignments - such as truck operators coming for goods delivery, civil contractors engaged in construction work and other agencies. In various cases, these fatalities also implied material fines/penalties for contractor and service providers (as per contractual terms) to ensure that quality OHS practices were adopted.

FY 2021-22 safety performance (GRI 403-9)		FY 2021-22	
		On Roll + FTE on contract	Contractor's workers
Head count	Numbers	2736	31771
Total hours worked	Hours	8218047	61097835
Fatality as a result of work-related injuries	Numbers	0	3
	Rate (per million of person hours worked)	0	0.05
High consequences of work injuries (excluding fatality)	Number	0	0.00
	Rate (per million of person hours worked)	0	0.00
Recordable work-related injuries	Numbers	0 (LTI)	45 (LTI – 16, Fatal -3, MTC – 26)
	Rate (per million of person hours worked)	0.00	0.74





Note: All data in the graphs is based on 1,0,00,000 hours worked

Overall safety performance (On Roll +FTE on Contract + Contractors workers)				
	FY 2021-22	FY 2020-21	FY 2019-20	FY 2018-19
Fatalities	3	6	5	1
LTIFR	0.23	0.26	0.29	0.20

Safety interventions in FY 2021-22

- Institutionalised tarpaulin covering in dumpers using a fall protection system; special tarpaulin covering sites and facilities were developed for trucks and railway wagons.
- Use of technology like GPS-based Vehicle Tracking System, Vahan Analytics and Surveillance Cameras for monitoring speed and unsafe acts
- Strengthened safety culture of the leadership team through safety awakening programme, Suraksha Samvaad and incidents investigation
- Carried out a periodic evaluation every six months (for more than one-year contracts)
- Conducted 'Weekly Safety Risk Field Audit (SRFA)' during the execution of work for tracking the Severity Index Rate
- Implemented Critical Vulnerability Factors (CVF) to avoid similar incidents
- Identified Vulnerability Safety Risks (VSR) by conducting VSR audits to avoid risks
- Horizontal implementation of incident investigation recommendations for all port sites

Corporate social responsibility

Overview

Following a rich experience of working with communities for more than 25 years, the Adani Foundation is focused on growing its integrated development. It believes that everyone, regardless of who and where they are, deserves equitable access to opportunities and a fair chance to a better life quality. Over the years, the Foundation responded to society's changing needs through sustainable livelihoods, health, nutrition, education and environmental concerns – with an enhanced focus on women's empowerment. Today, the Foundation's reach covers 3.7 million people in 2,409 villages across 16 States in India.

The Adani Foundation's work is aligned with the United Nations' (UN) Sustainable Development Goals (SDGs). This fit addresses topical needs like livelihoods and poverty mitigation, whole bringing universal perspectives such as Human Rights and Rights of Indigenous People into focus. As a result, Adani Foundation incorporates the three P's – Planet, People and Prosperity – into its programmes.

APSEZ contributes towards inclusive growth, especially in the areas where it operates. It is committed to build integrated systems to widen the social prosperity circle. In March 2020, the outbreak of coronavirus marked the beginning of an unprecedented phase and the Foundation's relief extended into FY 2021-22 to build a resilient and inclusive society.

APSEZ made ₹33.83 crore of community investments and ₹16.45 crore of charitable donations. Besides, employees spent 804 human hours on community work, which translated to a cost of ₹2,90,832, considering a median employee cost of ₹8.76 lakh.

Education

The Adani Foundation perceives education as a destiny transformer. The Foundation's provides quality education through several free and subsidised schools across India. The Foundation runs 'smart' learning programmes and adopts government schools in remote areas. The replicability and scalability of these models ensures a widening footprint.

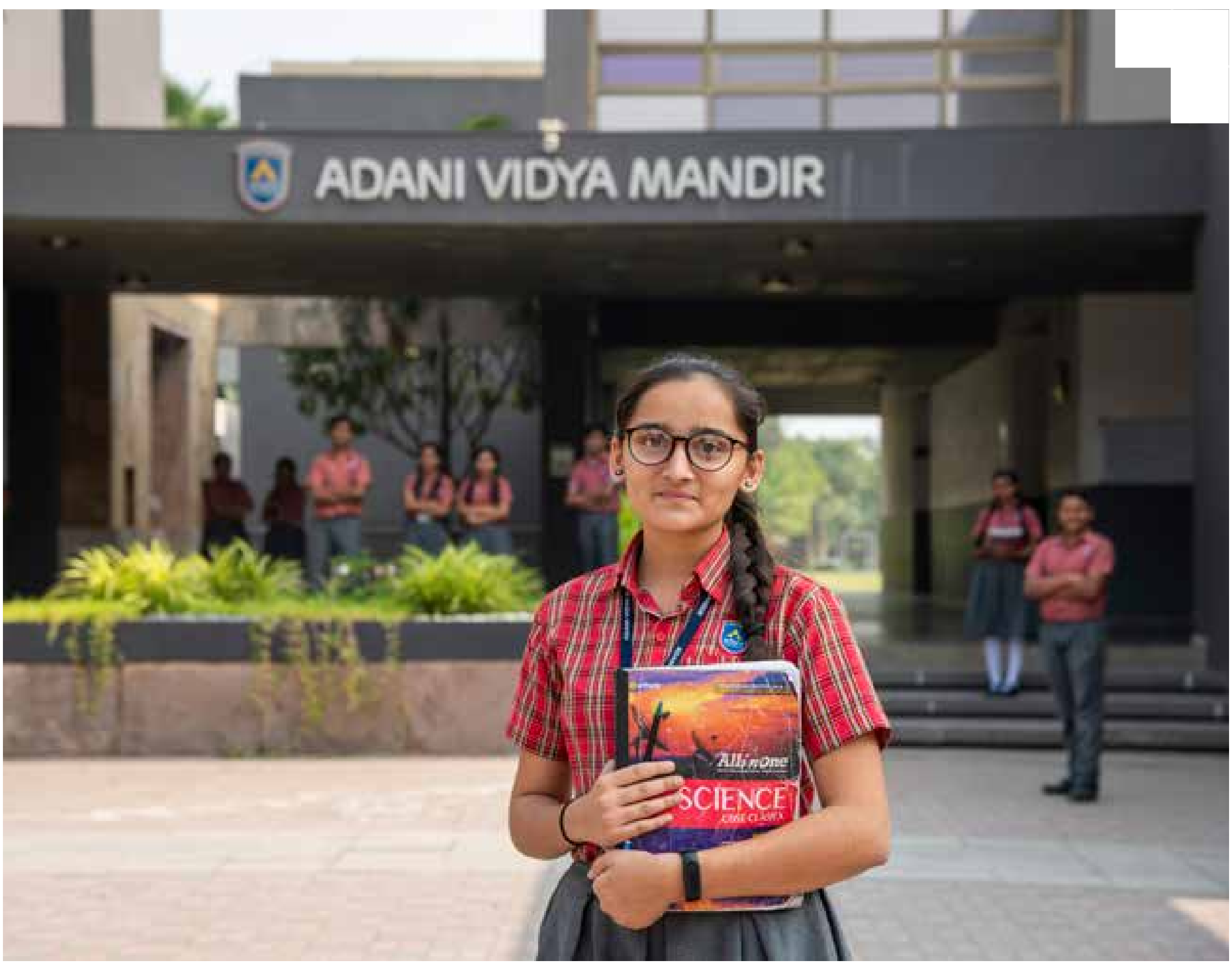
The following comprise major educational initiatives:

Adani Vidya Mandir

The Adani Vidya Mandir schools, operational in Ahmedabad (AVMA – Gujarat), Bhadreshwar (AVMB – Kutch, Gujarat), Surguja (AVMS – Chhattisgarh) and Krishnapatnam (AVMK – Andhra Pradesh), provide free education to more than 3,065 meritorious students from economically weaker sections. AVMA caters to standards 4 to 12, AVMB to standards 1 to 10, AVMS and AVMK from kindergarten to standard 10. The schools provide students with uniforms, books, and stationery. Handpicked staff and training ensure holistic student development. AVM schools adhere to the Adani School Manual aligned with National Accreditation Board for Education and Training (NABET) standards under Quality Council of India (QCI).

During the pandemic, AVM teachers and students accustomed to virtual classrooms. Students, who could not participate in the online classes, were included. For instance, in Bhadreshwar, the designated village coordinators, a majority AVM teachers, visited student homes weekly to provide customised Self-Learning Modules (SLMs).

In 2022, AVMB became the first GSEB affiliated, Gujarati medium school in Gujarat to receive NABET accreditation. Earlier in 2019, AVMA became the first private school in the city to achieve this feat.



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Adani schools

Adani Foundation provided quality subsidised education to 3,289 students through the Adani Public School in Mundra (Gujarat), Adani DAV School in Dhamra (Odisha), Navchetan Vidyalaya in Junagam (Gujarat) and Adani World School in Krishnapatnam (Andhra Pradesh).

Adani Public School (APS), Mundra, catered to 2,192 students from kindergarten to class 10 in the academic year 2021-22. It was accredited by NABET under Quality Council of India, making it the first such school in Saurashtra and Kutch. Grateful alumni – doctors, engineers, Merchant Navy officers, sarpanch, teachers, businessmen and technocrats have become responsible citizens.

Adani DAV School, Dhamra, affiliated to CBSE, New Delhi, is run by Adani Foundation with DAV College Trust. The school, started in 2012 with 80 students, has 491 students today.

Navchetan Vidhyalay Junagam is a Gujarati medium, GSEB-affiliated primary school approved by DPEO, Gujarat, that provides quality education to children from rural areas. Since 2014, it has been sponsored and managed (academically and administratively) by Adani Foundation. In academic year 2021-22, 427 children studied in Navchetan Vidhyalay.

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Utthan

Launched in July 2018, Project Utthan, in collaboration with the district administration, adopts government schools. It strengthens foundational literacy and numeracy among students by tutoring priya vidyarthis (progressive learners), arresting the dropout rate, providing infrastructural support, and collaborating for staff capacity building. With the support from supplementary teachers called Utthan Sahayaks and by creating joyful learning spaces with adequate facilities, the Foundation is committed to all-round child development.

The project was started on a pilot basis in Mundra (Kutch) and has 13,630 students across 103 schools and 16 AWCs. The project is functional in Hazira (Surat), Dhamra (Odisha) and Dahej (Gujarat). Even during pandemic-induced restrictions, the project reached beneficiaries – digitally and through online cum in-person learning.

Support was provided for enrolling in National Means-Cum-Merit Scholarship (NMMS) and Jawahar Navodaya Vidyalay (JNV), covering scholarship and offering admission in Class VI on a merit basis. In FY 2021-22, more than 1000 students were supported through JNV and NMMS.

Merit-based scholarships, Dhamra

To ensure that no deserving student in the vicinity of our operations should miss the opportunity to a pursue higher education due to a lack of financial means, Adani Foundation at Dhamra Port provided merit-cum-means scholarship to 69 students worth ₹8.28 lakh. Started in 2009, this programme has extended scholarship grant to 304 students from the 10 vernacular medium high schools under Odisha Board of Secondary Education for pursuing 10+2 worth ₹12.02 lakh.

Community health

Adani Foundation regards healthcare as a basic human right. Its focus lies in improving access to quality preventive and curative services for financially weaker sections. It runs Mobile Health Care Units (MHCUs) across hospitals and rural clinics, organising general and specialised health camps. During the pandemic, the Foundation safeguarded frontline responders and citizens.

GAIMS, Bhuj

Gujarat Adani Institute of Medical Sciences (GAIMS) is the first Public-Private-Partnership (PPP) endeavor between the Government of Gujarat and Adani Education & Research Foundation. GAIMS is the only Medical College and Multi-Specialty Modern Teaching District Hospital (G.K. General Hospital) in Kutch district. G.K.General Hospital became a designated Covid treatment center, procuring essential equipment like ICUs, ventilators, and extra beds. In FY 2021-22, GAIMS registered 2.56+ lakh OPD footfall 37,615 IPD.

Health cards and camps

Health camps were organised covering gynecology, blood donation, eye check, awareness of government schemes; some 8,401 patients were treated at these camps a year.

Rural clinics and mobile healthcare units

Some 11 rural clinics and one wellness center at various port locations provided timely services and recorded 28,455 patient footfalls in FY 2021-22. The Foundation operated Mobile Health Care Units (MHCUs) that reduced travel time, hardship and expenses, a doorstep boon for women, elderly, and children. In FY 2021-22, five MHCUs provided 69,248 treatments in villages around Mundra, Dhamra and Kattupalli locations.

Adani Hospital, Mundra

Adani Hospital is a 100-bed secondary care hospital catering to the healthcare needs of the local population of Mundra and neighboring areas. It is committed to groom skilled medical professionals and providing clinical services at affordable rates. During FY 2021-22, the hospital provided 29,655 OPD services and 1,636 IPD services.

Project Swasthya in Dahej

Project Swasthya was implemented in Dahej to develop and implement community-based, non-pharmacological lifestyle interventions for diabetes, hypertension, and women's health concerns. Some 584 patients across 23 villages received benefits through Primary Health Centre (PHC), Dahej. 2417 children benefited from polio vaccine campaign.

Potable water

Adani Foundation provides potable water to fisherfolk across different settlements, helping reduce the incidence of water-related diseases such as ascariasis, diarrhea, schistosomiasis, and trachoma. In FY 2021-22, potable water requirement of 1,031 families was fulfilled, which helped reduce women's drudgery and not having to venture to far-off areas to fetch water.

Sustainable livelihoods

Adani Foundation builds social capital by promoting self-help groups, enhancing agricultural and animal husbandry practices, and creating cooperatives and producer companies. Specific skill-development programmes were designed for fishermen communities, farmers, and cattle owners as well as youth and women to assume allied activities.

Agriculture

Adani Foundation works with farmers to upgrade skills to empower them to earn more and sustainably. The Foundation encourages the use of organic farming, natural manure, and irrigation facilities. In Dhamra, Paddy Line Transplanting has increased the yield 41 to 52 % in compared to the traditional practices with an average monetary benefit of ₹18,000 to 21,000 per farmer to 394 farmers. Integrated Crop Management (ICM) paddy demonstration has brought the yield enhancement from 12 to 15 quintal/acre in traditional practice to 31 quintal/ acre to 33 quintal/acre by adopting SRI technology associating 50 farmers. The

adoption of organic practices led 48 farmers in producing 3 – 3.5 quintal onion from 5 acres land with the monetary benefit of ₹80,000 to 1,00,000/ farmer. 117 farmers supported with 150 quintal of hybrid Elephant Foot Yam seeds implanted in 15 acres of distributed land are expected to get a yield of 45 to 50 quintal per acre with a monetary benefit of ₹1,50,000 to 1,60,000/acre. Some 45 farmers who received 6000 papaya saplings are expected to get a yield of 25 to 30 KG of papaya per plant.

In Mundra, 150 farmers prepared JivaMrut and Gaukrupa Amrutam bio-fertiliser used in agri crop. Training was arranged by ATMA and Adani Foundation; more than 700 farmers participated. Four farmers groups were registered with ATMA – Agricultural Technology Management Agency – to capitalise on government schemes. In Kattupalli, 30 model farms were created. In Dhamra, a Farmers' Club was set up to train, facilitate and enhance knowledge sharing. In Dahej, Adani Foundation supported Suva Gaushala for institution building, managed by a youth group to integrate agriculture, horticulture, and cottage industries.

Animal husbandry

The livestock development project supported by Adani Foundation was implemented in Mundra, Dhamra, Dahej and Hazira. Its objective was to create supplementary incomes through animal livestock development. This was achieved through awareness among farmers about socio-economic benefits by improving local animals, training in best animal husbandry practices, cattle development through breeding, fodder development, promoting vermicomposting and running vaccination camps, veterinary camps, and mobile veterinary units.

In Mundra, fodder was cultivated on 25 acres of Siracha village. Some 200 farmers were being supported for maize seed and NB21, which created a revenue of ₹27 lakh. Adani Foundation and Government Animal Hospital organised cattle awareness camps in 22 villages. Foot-and-mouth disease and deworming was done across 1,883 cattle owners benefiting 15,700 cattle.

In Dahej, under the Pashudhaan project, 484 artificial inseminations were performed, 172 dairy animals conceived, and 249 calves born to cows and buffaloes during FY 2021-22.

In Hazira, under the Kamdhenu project, 2261 artificial inseminations were performed, 1114 dairy animals conceived, and 1066 calves born to cows and buffaloes during FY 2021-22. Some 23 animal husbandry training schemes were conducted in Olpad taluka;

386 beneficiaries were present. Some 10,000 vaccinations for Foot & Mouth Disease were done and deworming drugs given to 11,077 animals in 19 villages of Choryasi and Olpad talukas. Some 20 infertility and general health camps were organised in 18 villages of Olpad taluka in which 679 animals were treated.

In Dhamra, 2297 procedures for artificial insemination were carried out and 515 calves born in villages of core GP and port periphery. The mobile veterinary units treated 38,748 animals and treated 9387 animals in 12 livestock treatment camps.

Support to women's Self-Help Groups (SHGs)

Adani Foundation facilitated women's self-help groups (SHG), who helped unorganised SHG members in establishing women producers' groups to increase their income. It linked SHG producers' groups to government schemes.

In Mundra, 15 SHGs benefited 168 women engaged in making tie & dye products, sanitary napkins, FSSAI-certified dry snacks, phenyl and washing powder, generating a turnover of ₹11.5 lakh. In Hazira, four women's SHGs were functional; Adani Foundation collaborated with SEWA, organising marketing exposure visits. The Foundation supported the development of an SHG group called Jagruti Sakhi Mandal, tribal women from Songadh taluka in Tapi district. They were provided machinery and raw material for making sanitary pads. An MoU between ICDS and SHG group was signed for the procurement of sanitary napkins prepared under various schemes with the help of District Development Officer, Tapi district. In Dahej, 5 SHGs benefited 52 women through training and material support, generating a revenue of ₹5.66 lakh through vermicomposting, AMUL parlour, snacks and cloth masks/bag making. In Dhamra, 12 SHGs and FPCs employed 352 members, mostly addressing paddy straw mushroom cultivation and processing, paper plate making.

Project Swavlamban

Project Swavlamban aims to make differently abled people of Mundra financially independent in coordination with Social Welfare Department, Government of Gujarat. The Foundation provided training, playing a key facilitator role through a tie up with Government Scheme for Widows, Senior Citizens, COVID support, children schemes and Handicapped people. Some 667 beneficiaries were linked to the pension schemes, which will give benefit of ₹16.01 lakh. Similarly, 453 beneficiaries linked with government schemes at Kattupalli location and 31 beneficiaries at Dahej location to leverage resources.

Support to fisher-folk

Adani Foundation provided 68 fisherfolk children with educational material, stationery, and cycles. To develop technical and non-technical skills, training was conducted for youth and women covering digital literacy, spoken English classes, sewing training and industry tie-ups to provide livelihood opportunities. More than 1250 fisherfolk participated in awareness sessions on addiction, good hygiene practices and financial independence.

Community infrastructure development

Adani Foundation endeavored to make activities responsive to grassroot requirements. The Foundation facilitated small scale structures, technical facilities, and systems at the community level critical for lives and livelihoods. Adani Foundation also collaborated with beneficiaries and government bodies to implement techniques for collection and storage of rainwater. It promoted user efficiency through drip irrigation, supporting the expansion of horticulture and encouraging reduced water intensity in agriculture.

Mundra

- Adani Foundation (Fisherfolk Development Project) constructed 23 shelters at Randh Bandar
- Four rooms were constructed in Wandi and story's were constructed in Shekhadiya village for community gathering and training.
- Renovation and upgradation of a check dam and river rejuvenation work in Siracha and Bhujpur villages was carried out
- Installation of 50 rooftop rainwater harvesting structures and 83 borewell recharge works was completed.

Dahej

- Pond deepening and development was carried out at Luvara pond, the only one in the village and the only water source for animals. This deepening work will increase water storage capacity of 6000 cum and help to 383 animals of 54 families.
- In Lakhigam High school, Adani Foundation constructed a new toilet block for boys and girls. (162 students)
- Adani Foundation constructed a library building in Eklavya Sadhana school - Thava under tribal district of Netrang, Bharuch (997 beneficiaries)

Hazira

- Pond deepening at Suvali and Damka villages increased storage capacity by 43,634 cum.
- Assisted National Education Society Trust to construct four classrooms in Junapura village, Olpad block.
- Installed 5 KW solar panels at Navchetan School (Junagam) and 20KW capacity at a community hall in Palsana.
- Constructed girls' hostel at Vanraj Uttar Buniyadi Ashram Shala in Umarda village of Umarpada block addressing 150 tribal students
- Constructed the first floor of a community hall in Damka village
- Constructed a mortuary room with two freezers at Primary Health Centre, Suvali village.

Dhamra

- Pond deepening and renovation was carried across two community ponds at Jashipur and Bansada villages, increasing storage capacity by 2,623 Cu.Mt.
- Lack of drinking water is major crisis in the saline zone of Dhamra region. It is very difficult to abstract safe water from deep depth approximately 1200 feet from the ground level. Hence providing hand pump in this region will help people to drink safe drinking water for better health.
- 14 handpumps were installed in core GPs
- Three Cement Concrete roads were constructed in Balimunda, Karanpali and Dhamra and a high mast light was installed in Narasinghaprasad village to ensure rural lighting for safe movement of 2000 villagers.

Kattupalli

- Provided reverse osmosis filter plant of 1000 LPH capacity with borewell and shed at KR Palayam village. It will serve drinking water for 450 families.
- Installed five high mast lights that will benefit to 500 families.
- 3 tractors provided for solid waste collection and transportation serve a population of 7800 in three Gram Panchayats.

Environmental sustainability

Environmental sustainability involves making decisions and taking actions that protect the natural world.

Mangrove Biodiversity Park

Adani Foundation focused on biodiversity conservation around its plant sites. In Mundra, Adani Foundation embarked on programmes for coastal and terrestrial biodiversity.

Mangroves cover in Kutch - the second-largest cover in India - increased from 794.77 km2 to 798.44 km2. For two decades, APSEZ has been actively involved in mangrove conservation and management. Some 12 hectares were developed with mangrove multi-species with a good survival rate. Another 3-hectare coastal stretch was planted with select mangrove species.

Miyawaki forest

Miyawaki technique was pioneered by Japanese botanist Akira Miyawaki to build forests 10 times faster and 30 times denser. It involved planting dozens of native species to become maintenance free after three years in and around the Mundra landscape. Some 4,965 saplings of 42 different species were planted.

Home biogas

Under Gram Utthan Project, Adani Foundation provides home biogas to farmers of Utthan villages. This transition to renewable energy motivates families to use organic waste and reduce their dependence on chemical fertilisers, a departure from charcoal and wood. During FY 2021-22 Adani Foundation supported 106 (cum223) Home biogas systems, with 20% community participation.

SAKSHAM (Adani skill development centre)

ASDC, a not-for-profit company, is India's first skills training centre to impart courses like 3D printing, simulator-based crane operator and welding through augmented reality-based simulator. The major areas in which ASDC imparts training comprise digital literacy, general duty assistant (GDA), self-employed tailor and sewing machine operator, beauty therapist, pedicurist, manicurist and assistant electrician in the IT, Healthcare, Apparel, Beauty & Wellness and Construction sectors.

ASDC trained more than 92,114 people in 45 courses across 10 States. Some 20,000 were trained in port locations with a 65% livelihood ratio. Adani Skill Development Centres ran courses online.

Fortune SuPoshan

Fortune SuPoshan project binds Adani Foundation's three core work areas (education, health, and sustainable livelihoods development). It addresses malnutrition and anaemia among children, adolescent girls, pregnant women, lactating mothers, and women in the reproductive age.

This was made possible by training SuPoshan Sanginis to go door to door to spread awareness, referrals, and behavioural change. During FY 2021-22, 510 SuPoshan Sanginis reached out to more than 3.05 lakh women and adolescent girls, as well as more than 106,000 children.

Comprehensive efforts to combat COVID-19

Adani Foundation engaged in line with the requirements of the government, health agencies, district administration and community members to sanitise villages, provide ration and food packet support and distribute face masks. The Foundation donated ₹122 crore to PM CARES and various Chief Ministers' Relief Funds. In Ahmedabad, more than 800,000 free meals were provided between 29th June, 2021, and 31st March, 2022.

Besides, 11 oxygen plants, 57 oxygen tanks, 9,050 oxygen cylinders (7,100 imported) were installed across India.

Mapping our activities/initiatives with UN SDGs

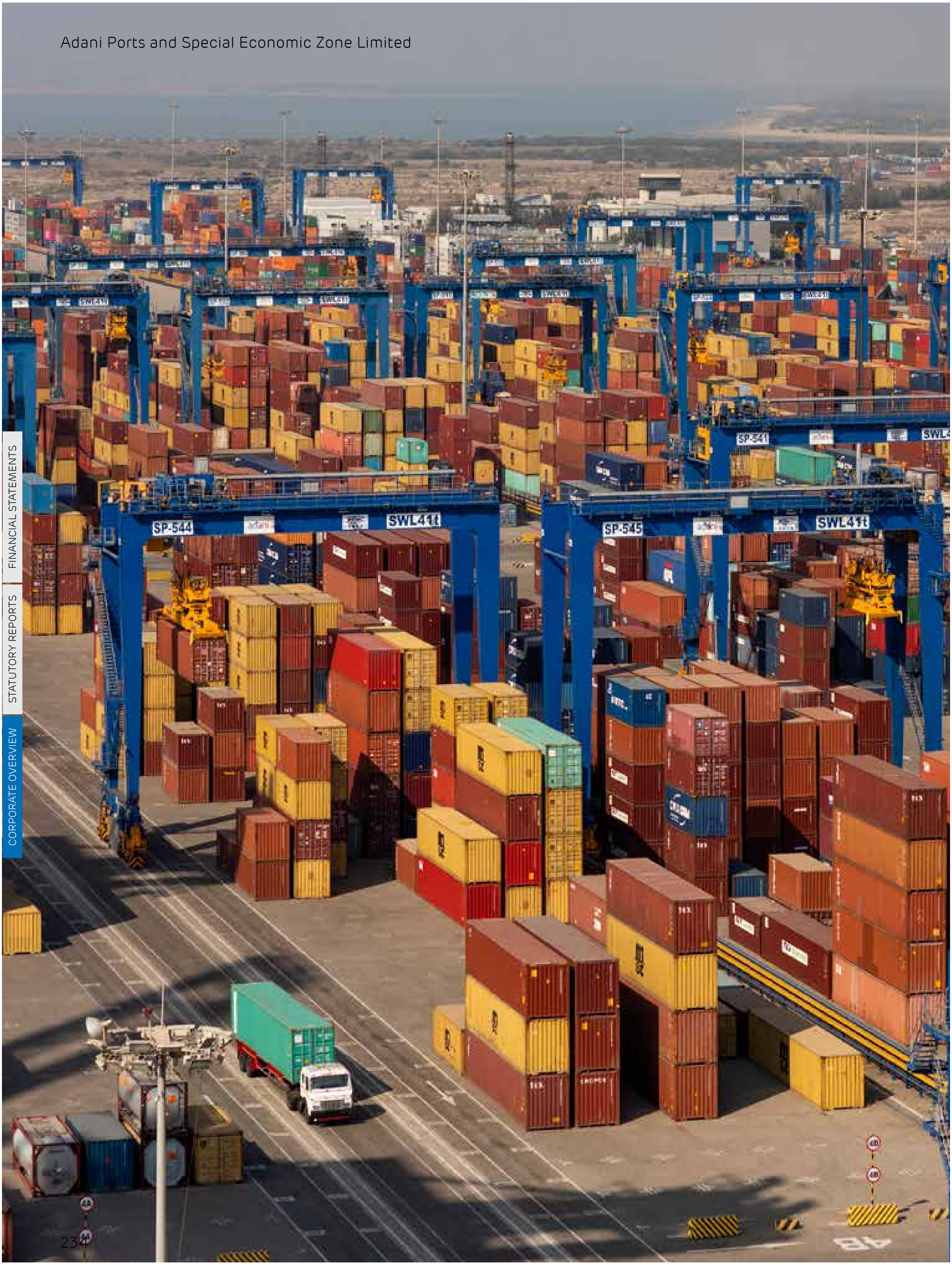
	Business activities	CSR and social initiatives
1 NO POVERTY	• APSEZ's investments in remote locations create critical mass for economic activities and generate employment opportunities • The Company focuses on increasing local sourcing to promote local businesses that help people earn sustainable livelihood	APSEZ-supported Adani Foundation is engaged in: • Creation of critical rural infrastructure such as ponds, wells and rainwater harvesting structures that help build resilience and save people from falling into destitution during extreme weather events • Training and skilling program for locals to improve their employability
2 ZERO HUNGER	• Storage infrastructure (silos) built for agricultural produce by agri-logistics helps in enhancing food security • The Company provides meals to 20,000 laborers at the sites each day • APSEZ with its business activities generates rural income and employment	• APSEZ supports Foundation work in fighting hunger that includes distribution of food packets and community kitchens in Mundra (Gujarat), Dhamra (Odisha) and Vizhinjam (Kerala)
3 GOOD HEALTH AND WELL-BEING	• APSEZ provides healthy work environment to workers and employees and assistance for any major or minor medical needs, including insurance cover • The employees are provided counselling assistance to deal with any mental health issues • Vaccination drives were carried during the COVID outbreak	Our initiatives undertaken includes: • Mobile health care service, dispensaries and hospitals for community and workers to take care of their healthcare needs and spread health awareness • Community-based interventions to fight malnutrition and anemia
4 QUALITY EDUCATION	• Adani Group has invested in providing quality higher education through Adani Institute of Infrastructure Management (AIIM) and Adani Institute of Infrastructure Engineering (AIIE). • APSEZ provides training to its employees and supports them financially for pursuing higher education	• APSEZ's initiatives on making basic education available to communities: • Primary education in cost-free as well as subsidised schools run across India • Training and upskilling programs for the community • For example, at Dhamra Port merit-cum scholarship was provided to 69 students worth 8.28 lakh
5 GENDER EQUALITY	• APSEZ has set a target of 5% women share in the workforce by 2025 • It provides equal opportunity to women for employment and growth within the organisation	• SuPoshan program run by Adani Foundation targets to alleviate malnutrition and anemia among adolescent girls, pregnant women, lactating mothers and women in their reproductive age • Helping in strengthening Women's Self-Help Groups engaged in home based and other entrepreneurial ventures

6 CLEAN WATER AND SANITATION	• APSEZ has a target to reduce its water footprint significantly. It currently uses 56% water from non-competing sources and is targeting to increase to 80% by 2025. • The Company treats the entire wastewater before discharging	• Community initiatives for water infra development like deepening of ponds, building wells and rainwater harvesting infrastructure to improve water availability • It has built around 330 potable water facilities for villagers till now • The Adani Foundation received the 3rd National Water Award from the Ministry of Jal Shakti
7 AFFORDABLE AND CLEAN ENERGY	• APSEZ is targeting 100% renewables in the electricity mix by 2025. It already has 21MW of captive capacity and 22MW of PPA's and targeting another 300+MW of PPA's in 2023. This will help increase the share of renewable energy in the global energy mix	• Under Gram Utthan Project, Adani Foundation provides home biogas to farmers of Utthan villages. This transition to renewable energy motivates families to use organic waste and reduce their dependence on chemical fertilizers, a departure from charcoal and wood. During FY 2021-22, Adani Foundation supported 106 home biogas systems, with 20% community participation.
8 DECENT WORK AND ECONOMIC GROWTH	• APSEZ is helping improve economic productivity by bringing new technology and enhancing efficiency in logistics sector and bringing down cost. • By reducing its dependence on fossil fuel use, APSEZ is helping in decoupling economic growth from environmental degradation and promoting sustainable growth • The Company has put in place strong measures to avoid forced labour, modern slavery and human trafficking and child labor in its operations and supply chain.	• We support sustainable livelihood generation, build social capital by promoting self-help groups, supporting initiatives towards preservation of traditional art and organising skill development training to promote growth and development of all sections of the society • Need assessment of community is conducted to identify and prioritise interventions and impact assessment to measure the positive impacts of implemented projects. This helps us maximise the community benefit through our interventions
9 INDUSTRY, INNOVATION AND INFRASTRUCTURE	• APSEZ is developing sustainable and resilient port and logistics infrastructure that will support economic growth and promote human well-being.	• Our community interventions focus on developing sustainable infrastructure to improve the living standard of common people
10 REDUCED INEQUALITIES	• APSEZ ensures equal opportunity in employment and growth in the organisation • The Company has mechanism in place to identify and eliminate any discrimination on the basis of gender, caste and creed within the organisation and in the supply chain	• We helped more than 800 women from 114 self-help groups (SHGs) in earning their livelihood through various entrepreneurial ventures
11 SUSTAINABLE CITIES AND COMMUNITIES	• APSEZ supports sustainable and positive economic links between various urban centers by providing efficient and resilient port and logistics infrastructure, given that many large cities across the world are major ports and trade centers	• APSEZ supports sustainable community living by building social capital, promoting self-help groups, supporting initiatives towards preservation of traditional art and organising skill development training to promote growth and development of all sections of the society

12	• APSEZ is moving towards sustainable consumption with a target to reduce dependence on fossil fuel and shift to renewable energy. • It ensures environmentally sound management of all wastes and strives to reduce waste generation through prevention, reduction, recycling and reuse • The Company has set a target to reduce its water footprint to source 80% of its water demand from non-competing sources by 2025 • APSEZ has a Sustainable Procurement Policy • It integrates sustainability information into its reporting cycle • The Company utilises the wastewater of other industries to minimise freshwater dependency and conserve natural resource	• Fortune SuPoshan initiative by the Foundation promotes the use of local, seasonal foods to combat malnutrition and anemia in the underprivileged sections of the society based on 3A's – availability, accessibility and affordability. This includes bringing a sustainable change in cooking and food consumption habits through community health initiatives.
13 CLIMATE ACTION	• APSEZ has a target to achieve Carbon Neutrality by 2025 by investing in renewable capacity, electrification of equipment and energy efficiency measures. • Further, based on climate impact assessment it undertakes various adaptive measures for the ports	• We have supported the development of three-acre land near Bhuj in which 90+ species of trees have been planted. The scope of work includes development of the nursery, soil enrichment, plantation of saplings, mulching, biomass application, water supply and maintenance to restore biodiversity • Also carrying out the large-scale mangrove plantation and development project at Mundra in the Kutch region of Gujarat which is a natural protection against storm surge and a large carbon sink
14	• APSEZ adheres to 'zero untreated waste' discharge in the sea. It also provides waste collection facilities for the ships calling the ports. • APSEZ's conservation efforts have resulted in the doubling of average turtle nesting near Dhamra. The reported Dolphin count around Dhamra port has seen a significant jump too.	We have supported in: • Cleaning of beaches, development of sanitation facilities, • Preventing discharge of untreated sewage • Conducting awareness campaigns among communities
15	Our afforestation and ecosystem conservation efforts to support flora and fauna includes; • Terrestrial plantation of 1000 Ha and a target of 1200 Ha by 2025 • Mangrove afforestation of 3239 Ha • Mangrove conservation of 2850 Ha • Development of butterfly park in Dahej	APSEZ supports • Plantation/afforestation activities in community land • Cleaning, deepening of ponds, lakes, canals to support biodiversity

Key KPIs of various activities/initiatives

Business benefit KPIs	Environmental and social KPIs
• Building the reputation and brand of an inclusive and caring business • Creation of healthy community and healthy workforce • Achieving human capital development and access to talent pool in the local region • Improved engagement with customers and stakeholders • Strengthening of the supply chain • Managing risks and assuring the license to operate • Creating new market opportunities	• Building the resilience of poor and highly vulnerable section of community to reduce their exposure and vulnerability to climate-related extreme events and other economic, social and environmental shocks and disasters • Access to quality health-care services and access to safe, effective and affordable essential medicines to the communities in our area of operation at a minimal price. • Socio-economic advancement and empowerment • Providing quality education at a subsidised cost • Ensuring higher education opportunities for deserving students and encouraging entrepreneurial spirit among students through learning-based initiatives • Creating supplementary income through animal livestock development • Upgrading skills and practices of farmers so that they can earn more sustainably out of their lands to take up different agribusiness • Afforestation, conservation, and enhancement of terrestrial and marine biodiversity • Upholding human rights and dignity across value chain • Reduce our climate impacts through low carbon pathway commitments and building resilience through enhancing physical and strategic resilience of both our operation and key stakeholders. • Develop robust system to track and ensure integration of climate change in relevant business activities.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Case studies

Improving farm practices, boosting incomes

Farmers are the mainstay of our economy and Adani Foundation strives to strengthen their prosperity through knowledge sharing and dedicated trainings. 46-year-old Ashesh Kumar Das, a farmer from Kuamara village of Bhadrak district in Odisha, had been cultivating paddy in his 2.25 acres of land using traditional methods till 2020 and his yield was just enough to feed his family for a year. Farmers like him have a limited access to irrigation facilities and agricultural output is completely dependent on the vagaries of monsoon.

In early 2021, Ashesh Kumar came to know about the Foundation's Field School training on Kharif paddy. He attended all 6 trainings on SRI technique – an organic method of paddy cultivation that is low-cost and less water-intensive and in turn gives a higher and high-quality yield. He then cultivated 2 acres of his land through SRI practices during the kharif season. Previously, 25-30 Kg of seed (at the rate of ₹50 per Kg) was required to cultivate one acre of land. Now, under line transplanting through the SRI method, the requirement of seed for 2.5 acres reduced – only 2 Kg of seed was required for 1 acre of land. Similarly, only 8 person-days (labour) was required in 1 acre of SRI paddy transplanting against 12 person-days in traditional method at the rate of ₹550 per man-days. Apart from the reduced input cost, the production in SRI method increased compared. This improved the overall condition of Ashesh Kumar's family, moving it towards a better standard of life.

Education as the cornerstone of development

Mohammed Shakil Manjaliya is a resident of Luni village in Mundra, which is home to many fisherfolk families. His father Osmangani Manjaliya is a Pagadiya fisherman – he practices foot fishing. Mohammed Shakil studied at government primary school until class 6 and was to join his father and enter the family occupation. It was around this time, in 2014, that Adani Foundation's team was visiting fisherfolk settlements to offer schooling at Adani Vidya Mandir, Bhadreshwar (AVMB). AVMB caters to children from socio-economically weaker sections of the society – especially the fisherfolk – in and around the village of Bhadreshwar. It provides free education, books, uniforms, and nutritious meals to all students. This is how Mohammed Shakil enrolled in AVMB in class 7 and became a first-generation learner.

Mohammed Shakil was a bright but quiet student who was groomed over the years. The first milestone for him was securing the first position at the district level running competition at Khel Maha Kumbh. The next one was securing the second position by scoring 77% in the school's class 10 result in the 2017-18 exam. He was not confident about pursuing further studies but upon being counselled, he gave it a shot. It was no surprise then, that he secured admission to pursue a diploma in Mechanical Engineering in Government Polytechnic College, Bhuj; Adani Foundation sponsored his fees. In July 2021, Mamadsakil became the first engineer in Luni's fisherfolk community. Another big moment of pride came in the Manjaliya family when Mohammed Shakil received an offer of employment with the APSEZ in Mundra. In 2022, AVMB became the first GSEB affiliated, Gujarati medium school in Gujarat to receive the NABET accreditation.


EVERGREEN

Governance

How we have built a confidence-enhancing governance platform

Overview

At APSEZ, we believe that governance creates a modern-day context for success. While the subject is one of growing importance in various spaces, it is even more so within our sector. In the ports and logistics business, the Company addresses national priorities like economic growth, job creation, hinterland prosperity, environmental protection and rejuvenation, companies, communities and other stakeholders. These overarching priorities warrant governance comprising vision, strategic clarity, ethical commitment, de-risking discipline, process discipline, stakeholder focus, consistent performance growth (financial and operational), perpetual safety, environment respect, business transparency and shareholder reward.

Direction

At APSEZ, the corporate direction is aligned with national priorities. The Indian government is on the way to emerge as a USD 5 trillion economy by the later part of this decade, catalysed by a range of reforms across sectors. These reforms are expected to enhance the ease of doing business, accelerate consumption, increase incomes and strengthen prosperity.

Larger picture

At the core of our governance priority lies a vision clarity. APSEZ seeks to emerge as the largest and most sustainable port Company in the world and India's largest integrated transport utility by 2030. The Company also intends to achieve 500 MMT of managed cargo by 2025 while becoming the first Company in the world to be carbon neutral for its port operations in that same year. This objective has been communicated to all the Company's stakeholders. The result is a shared vision, energy and collaboration in reaching that target on schedule.

Discipline

APSEZ's governance discipline comprises a commitment to do things in the right way, the gains disproportionately higher than the time, effort and funds. This discipline has helped the Company enhance systemic consistency and outcomes.

Long-term

At APSEZ, we are building our business around long-term relevance with a commitment to build enduring national assets for decades. This long-term approach has influenced investments in assets, technologies, brands, people, locations, products and trade partners. This approach – initially high cost but low cost across the long-term - has translated into capital efficiency, superior margins and quicker payback.

Singular focus

At APSEZ, core competence represents an insurance against downturns. In view of this, we have positioned ourselves not only as a port operations Company but as an integrated logistics organisation offering a single-point solution that empowers the Company to emerge as a global benchmark (construction, operations, management and financing).

Controlled growth

At APSEZ, we balance caution and aggression (strategic aggression and tactical conservatism). We focus on capital investments generating a short payback, maximising cash flows and reinvestments. This approach generates adequate accruals to sustain subsequent growth with owned capital. The Company's funding has been structured around debt at one of the lowest costs and longest repayment tenures.

Benchmarks

At APSEZ, 'good' is not good enough; we invested in a culture of excellence to emerge as a global sectorial benchmark in terms of service and resource productivity leading to continuous cost management and sustainability.

Process-driven

At APSEZ, the promoter charts out a strategic direction and delegates day-today management to professionals. The Company deepened investment in processes and systems, especially information technology. This framework is scalable and is expected to empower the Company to grow profitably with optimal talent.

Predictability

At APSEZ, we believe that there is a premium on long-term predictability. This predictability resides at the heart of our business model where we enjoy stable and predictable business from several customers (almost with an annuity revenue impact).

Knowledge and data-driven

At APSEZ, we are an analytics-driven organisation. We engaged competent professionals who worked in large infrastructure organisations, possessing a rich experience in project management, commissioning and operations. Besides, the Company invested in digitalisation to accelerate workflows, generate rich data (operations) and derive an accurate understanding of ground realities leading to fact-based decision-making.

Board of Directors

At APSEZ, we believe that our strategic direction is largely influenced by our Board of Directors. We have placed a premium on Board composition, comprising professionals of standing. These individuals have enriched our values, experience, multi-sectorial understanding and strategic depth. Our Board members approve APSEZ's policies, purpose, values, vision and overall strategy, goals and targets, which are linked to the national and international framework, commitment and guidelines. The Board is composed of a balanced mix of Executive and Non-Executive Directors, independent professionals to provide independent judgment on APSEZ's strategy and performance and comply with Securities and Exchange Board of India's (SEBI) listing requirements. As of 31st March, 2022, our Board had two Executive Directors, three Non-Independent Directors and five Independent Directors, meeting the requirements of the Companies Act, 2013 and the Listing Regulations. Two of ten Board members were women. The Board was supported by Board Committees (Audit, Nomination and Remuneration, Stakeholders' Relationship, Corporate Responsibility, Corporate Social Responsibility, Information Technology and Data Security, Risk Management, Mergers & Acquisitions, Legal Regulatory & Tax, Reputation Risk). As a step towards better governance practice, for the financial year ended 31st March, 2022, the Board engaged Grant Thornton Bharat LLP, advisory firm for facilitating Board evaluation. The evaluation process focused on Board dynamics and softer aspects. The process involved independent discussions with all Board members. The recommendations arising from the evaluation process were considered by the Board to optimise its effectiveness. This was the second independent Board evaluation and APSEZ intends to conduct these evaluations regularly.

Code of conduct and ethics benchmarks

APSEZ's Code of Conduct serves as an ethical standard that guides the Board and employees in issues related to ethical confusion, corruption, bribery and gender that could affect the Company's public standing. The Company's compliance management system ensures adherence to legal regulations and internal guidelines.

An IT-enabled compliance management system called Legatrix provides compliance status through dashboards and serves as a resource library. APSEZ's operations have been designed by an ethical framework that have spelt out the Company's position on anti-corruption, antibribery, Code of Conduct and Ethics, Whistleblower mechanisms and grievance redressal. The

Company has not suffered any breach of Code of Conduct (corruption and bribery) in its business or legal proceedings.

As a policy we do not allow any political contribution without the approval of the Board of Directors (refer point 9 of Guidelines for Code of Conduct in the Investor section on APSEZ website). In FY 2021-22, APSEZ made no political contributions.

Sustainability governance

Governance

Board Level CRC + Board Level CSRC + Board Level SRC + Board Level RMC

Corporate Level SLC

Site Level SSC

Board of Directors

Executive Directors

Non-Executive (Non-Independent) Directors

Independent Directors

Approach to Corporate Governance

Business values and ethics

Code of Business Ethics Board of Directors and Senior Management Code of Conduct Employees	Policies at Business Level	Systems and Standard Supported by manuals and SOPs
Sets out the principles to be adhered by all	Ensures meeting regulatory compliances, commitments and stakeholder expectations	Internal requirements that guide day-to-day operations

Audit and compliance-driven

At APSEZ, business predictability and stability are derived from a responsible system. The Company strengthened an audit-driven and compliance-driven approach. The Company has not incurred statutory penalties.

Dual class shares: The Company has only one class of equity shares.

CEO to employee pay ratio

- Median annual compensation of all employees, except the Chief Executive Officer: ₹8.76 lakhs
- The ratio between the total annual compensation of the Chief Executive Officer and the median employee compensation: 50:1

Focused responsibility

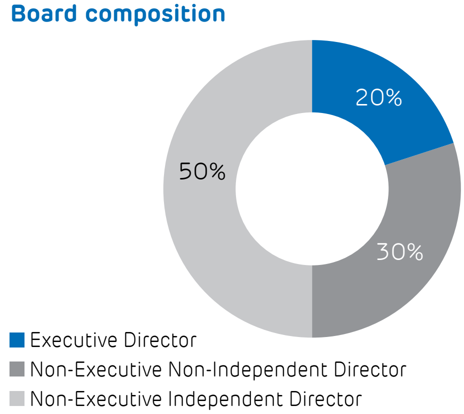
The Board of Directors delegated to the Corporate Responsibility Committee (CRC) matters related to Environment, Social and Governance (ESG) and sustainable management. The CRC has an oversight of all material sustainability topics, including climate, water, human rights, community etc. It addressed risks and opportunities towards sustainability strategy, policy, environmental and social compliance.

Corporate Social Responsibility Committee (CSRC) empowers the Company to be a socially responsible corporate citizen that contributes to the social good by integrating economic and social objectives with the Company's operations. The objective of the committee is to identify areas of Corporate Social Responsibility (CSR) activities, recommending expenditure on CSR activities and monitoring the CSR policy.

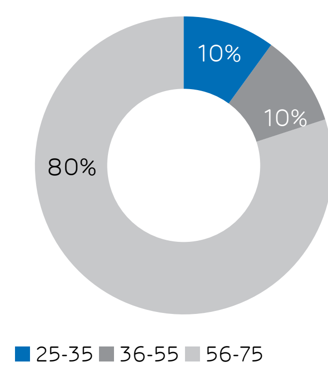
Stakeholder Relationship Committee (SRC) defines the processes, conducts and manages the stakeholder engagement for all functions of the Company. Similarly, Risk Management Committee (RMC) oversees the risk identification and management of Company. SRC in conjunction with these committees performs stakeholder engagement and risk assessment on ESG and sustainability topics. The Company's cross-functional Sustainability Leadership Committee (SLC) ensures the operationalisation of sustainability strategy as a part of the business strategy. The SLC oversees ESG and sustainability strategy, policies and practices coupled with review and reporting to the Board. The Sustainability Leadership Committee (SLC) updates the Board quarterly, and the board provides feedback and direction.

The Sustainability Steering Committee (SSC) is a site-level committee, which ensures that every sustainability item is operationalised at the respective site.

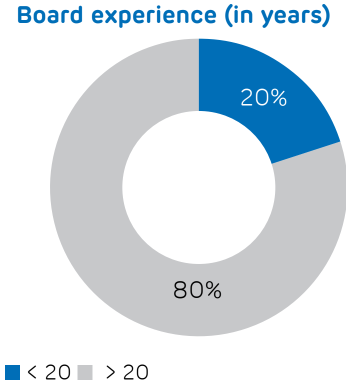
Board composition



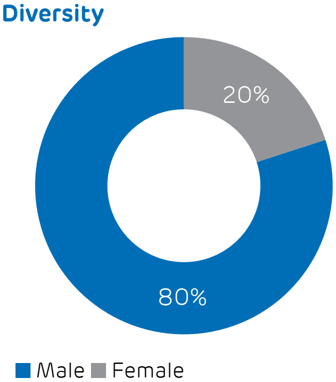
Board age profile (in years)



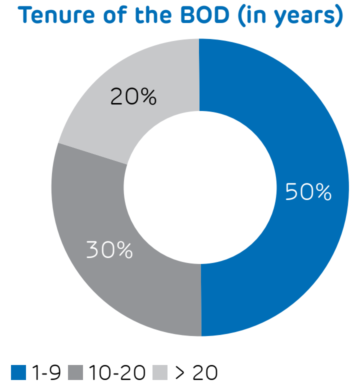
Board experience (in years)



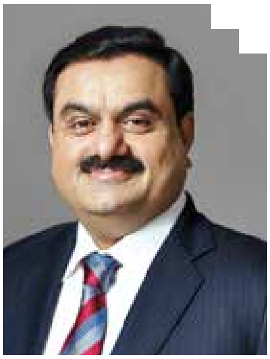
Diversity



Tenure of the BOD (in years)



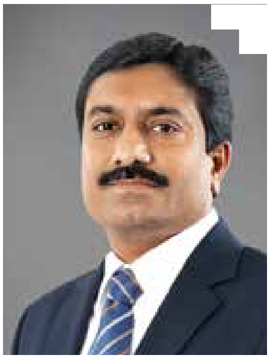
Board of Directors



Mr. Gautam Adani

Chairman and Managing Director

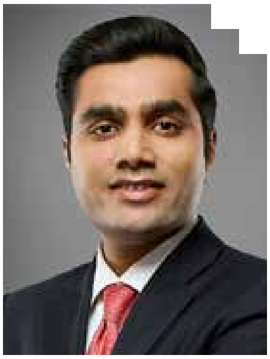
Mr. Gautam Adani has over 36 years of business experience. Under his leadership, the Adani Group has emerged as a global integrated infrastructure player with interests across resources, logistics and energy verticals. His journey has been marked by his ambitious and entrepreneurial vision, coupled with great vigour and hard work. This has not only enabled the Group to achieve numerous milestones, but also resulted in the creation of a robust business model, which contributes to 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 is responsible for developing its business relationships. His proactive, personalised approach to the business and competitive spirit fuels the Group's growth and enables its branching out into various businesses.



Mr. Karan Adani

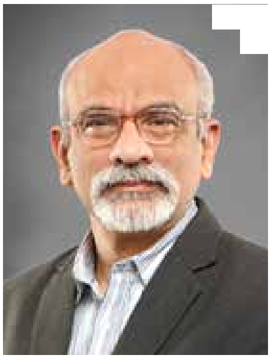
Whole-Time Director & CEO

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

Dr. Malay Mahadevia

Non-Independent and Non-Executive Director

Dr. Malay Mahadevia holds a master's degree in dental surgery from Nair Hospital Dental College. He completed his Doctor of Philosophy in coastal ecology around Mundra area, Kutch District, from the Gujarat University in 2008. He is working with the Company since 1992 and has contributed to the development of the Mundra Port since its conceptualisation. He is also a member of the Gujarat Chamber of Commerce and Industry.



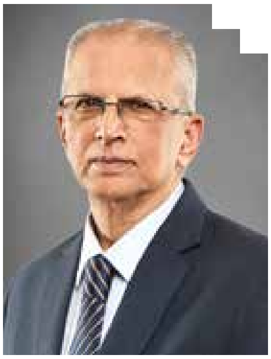
Prof. Ganesan Raghuram

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, USA. He is currently the Principal Academic Advisor of the National Rail and Transportation Institute, and Professor (Emeritus) at the Gujarat Maritime University.

He was earlier Director of the Indian Institute of Management, Bangalore, until his superannuation in July 2020. Prior to taking over as director of IIM Bangalore, he was a professor and chairperson of the Public Systems Group at IIMA. He has also been the Dean (Faculty) of IIMA, Vice-Chancellor of the Indian Maritime University and Indian Railways Chair Professor at IIMA. 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.



Mr. Gopal Krishna Pillai

Independent and Non-Executive Director

Mr. G. K. Pillai is a distinguished alumnus of IIT Madras. He retired from the IAS as Union Home Secretary in 2011. While working for the State Government of Kerala, he held various positions, including that of District Collector, Quilon, Special Secretary Industries, Secretary Health and Principal Secretary to the Chief Minister. For the Government of India, he worked in the ministries of Defence, Surface Transport, Home and Commerce. He was the Chairman of Board of Approvals for SEZ, chief negotiator for India at the WTO and Secretary Commerce, Government of India.

Mrs. Avantika Singh Aulakh, IAS

Non-Independent and Non-Executive Director

Mrs. Avantika Singh, an IAS officer of the 2003 batch, has been appointed Vice Chairman and Chief Executive Officer (VC & CEO) of the Gujarat Maritime Board. With about 17 years of service in Public Administration, Mrs. Singh brings to this position leadership honed by working in different key departments of the State Government. A Bachelor of Engineering in Instrumentation & Control & Mid-Career Masters in Public Administration, Harvard Kennedy School, Mrs Singh started her career in Civil Services as a Sub Divisional Officer (SDO) in Assam. She served as Commissioner, Technical Education and Collector – Ahmedabad. She has worked in Anand, Bharuch and Vadodara as a Collector, as a District Development Officer (DDO) in Gandhinagar and Anand, and as Deputy Secretary – Energy and Petrochemicals Department, Government of Gujarat, earlier in her career. Over the years she has been honoured with prestigious awards and recognitions.

Mr. Bharat Sheth

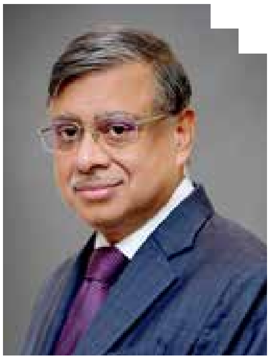
Independent and Non-Executive Director

Mr. Bharat K. Sheth obtained his Bachelor of Science in Economics from St. Andrews University, Scotland. He is Deputy Chairman and Managing Director of The Great Eastern Shipping Company Limited, one of India's premier shipping enterprises. Born in 1958 to India's first family of shipping entrepreneurs, Mr. Sheth joined the industry in 1981. In the initial years of his career, he worked in The Great Eastern Shipping Company, gaining hands-on experience in the business. He was inducted into the Company's Board as an Executive Director in 1989 and became Managing Director in 1999. In August 2005, he was appointed Deputy Chairman & Managing Director. Mr. Sheth was inducted on the Board of Directors of North of England P&I Association Limited in October 2005 and on the Board of Steamship Mutual Association (Bermuda) Limited in February 2006. He is on the Board of Indian National Shipowners Association and International Tanker Owners Pollution Federation Limited. The Company is now an esteemed global shipping company through his ability of timing the markets. Under his active leadership, Great Eastern navigated tumultuous cycles across the last two decades.

Ms. Nirupama Rao

Independent and Non-Executive Director

Ms. Nirupama Rao is a postgraduate in English Literature. She was also a Fellow at Harvard University, Brown University, University of California at San Diego 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. Ms. Rao is currently a Global Fellow of The Wilson Center in Washington D.C. and a member of the Board of the US India Business Council (USIBC). 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.



Mr. P S Jayakumar

Independent and Non-Executive Director

Mr. P. S. Jayakumar is a Chartered Accountant and holds a Post Graduate Diploma in Business Management from XLRI Jamshedpur. Mr. Jayakumar worked for 23 years in Citibank (India and Singapore offices) and his last assignment in Citibank was as Country Head for the Consumer Banking Group. In 2015, Mr. Jayakumar was selected by the Government of India to serve as the Managing Director and CEO for Bank of Baroda, the first person from the private sector to run a large public sector bank. He led a successful transformation of Bank of Baroda and completed three-way merger between Bank of Baroda, Vijaya Bank and Dena Bank. Mr. Jayakumar possesses a rich experience in the banking and financial sectors

Board experience

Name of Director	GICS Level 1 sectors experience/expertise										
	Energy	Materials	Industrials	Consumer Discretionary	Consumer Staples	Healthcare	Financials	Information Technology	Communication Services	Utilities	Real estate
Mr. Gautam S. Adani	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
Mr. Rajesh S. Adani	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
Mr. Karan Adani	✓	✓	✓	✓	✓	✓	✓	✓		✓	✓
Dr. Malay Mahadevia	✓	✓	✓	✓	✓	✓	✓	✓		✓	✓
Mrs. Avantika Singh Aulakh, IAS	✓	✓	✓							✓	
Prof. G. Raghuram	✓			✓	✓			✓	✓	✓	
Mr. G. K. Pillai	✓	✓	✓	✓	✓	✓		✓		✓	
Mr. Bharat Sheth	✓	✓	✓				✓	✓			
Mrs. Nirupama Rao	✓	✓	✓	✓	✓		✓	✓	✓		
Mr. P. S. Jayakumar			✓				✓	✓			✓

Note: The aforesaid skill sets are Global Industry Classification Standard and are different from skillsets mentioned in Corporate Governance Report

Minimum basic requirement for Independent Directors

The Independent Directors meet the requirements of the Companies Act, 2013 read with Rules made there under and SEBI Listing Regulations as amended from time to time, currently, some of the conditionalities included are;

1. The Director must not have been employed by the Company in an executive capacity within the last year.

2. The Director must not accept or have a "Family Member who accepts any payments from the Company or any parent or subsidiary of the Company amounting to two per cent or more of its gross turnover or total income or fifty lakh rupees or such higher amount as may be prescribed from time to time, whichever is lower, during the two immediately preceding financial years or during the current financial year.

3. The director must not be a "Family Member of an individual who is employed by the Company or by any parent or subsidiary of the Company as an executive officer".

4. The Director must not be (and must not be affiliated with a company that is) an adviser or consultant to the Company or a member of the Company's senior management.

5. The Director must not be affiliated with a material supplier, service provider or customer or a lessor or lessee of the Company.

6. The Director must have no material pecuniary relationship with the Company or a member of the Company's senior management, apart from receiving Director's remuneration.

7. The Director must not be affiliated with a not-for-profit entity that receives significant contributions from the Company.

8. The Director must not have been an employee or proprietor or a partner, of the Company's outside auditor and during the past year.

9. Is a person of integrity and possesses relevant expertise and experience, in the opinion of the Board of Directors.

Conversion factors

Grid power	Emission factor (tCO_2/MWh)	0.79	1
	Conversion factor (kWh to GJ)	0.0036	2
Diesel	Net calorifc value (TJ/Gg)	43	3
	Density (Kg/L)	0.8325	4
	Conversion factor (L to GJ)	0.03579	6
	CO_2 emission factor (Kg CO e/TJ)	74100	3
	CH_4 emission factor (Kg CO_2e/TJ)	3.9	7
	N_2O emission factor (Kg CO_2e/TJ)	3.9	7
Petrol	Net calorifc value (TJ/Gg)	44.3	3
	Density (Kg/L)	0.7475	5
	Conversion factor (L to GJ)	0.03311	6
	CO_2 emission factor (Kg CO_2e/TJ)	69300	3
	CH_4 emission factor (Kg CO_2e/TJ)	33	7
	N_2O emission factor (Kg CO_2e/TJ)	3.2	7
Furnace oil	Net calorifc value (TJ/Gg)	40.4	3
	Density (Kg/L)	0.95	8
	Conversion factor (L to GJ)	0.03838	6
	CO_2 emission factor (Kg CO_2e/TJ)	77400	3
	CH_4 emission factor (Kg CO_2e/TJ)	7	7
	N_2O emission factor (Kg CO_2e/TJ)	2	7
Heavy fuel oil	Net calorifc value (TJ/Gg)	40.4	3
	CO_2 emission factor (Kg CO_2e/TJ)	77400	3
	CH_4 emission factor (Kg CO_2e/TJ)	7	7
	N_2O emission factor (Kg CO_2e/TJ)	2	7
Jet kerosene	Net calorifc value (TJ/Gg)	44.1	3
	Density (Kg/L)	0.789	9
	Conversion factor (L to GJ)	0.03479	6
	CO_2 emission factor (Kg CO_2e/TJ)	71500	3
	CH_4 emission factor (Kg CO_2e/TJ)	0.5	7
	N_2O emission factor (Kg CO_2e/TJ)	2	7
Acetylene	Conversion factor (m3 to Kg)	1.1	10
	Net calorifc value (GJ/Kg)	0.0499	10
	Emission factor (Kg CO_2e/Kg)	3.39	10
PNG	Emission factor (Kg CO_2e/MMBTU)	53.06	11
LPG	Net calorifc value (TJ/Gg)	47.3	3
	CO_2 emission factor (Kg CO_2e/TJ)	63100	3
	CH_4 emission factor (Kg CO_2e/TJ)	1	7
	N_2O emission factor (Kg CO_2e/TJ)	0.1	7
R22	Global warming potential	1810	12
R134a	Global warming potential	1430	12
R407c	Global warming potential	1774	11
R410	Global warming potential	2088	11
Air travel	tCO_2e./Pax-Km	0.000121	13
Rail travel	tCO_2e./Pax-Km	0.00000795	14
Rail transport	tCO_2e./Ton-Km	0.000009504	14
T & D losses	T & D Losses percentage	20.66%	15
Methane	Global warming potential	28	12
N2O	Global warming potential	265	12

Reference

1	https://cea.nic.in/wp-content/uploads/baseline/2021/06/User_Guide_ver_16_2021-1.pdf
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3	https://www.ipcc-nggip.iges.or.jp/public/2006gl/pdf/2_Volume2/V2_1_Ch1_Introduction.pdf
4	https://bharatpetroleum.com/Our-Businesses/I&C/Industrial-Fuel-Products/Fuels.aspx
5	https://www.bharatpetroleum.com/our-businesses/industrial-&-commercial/conversion-table.aspx
6	Calculated - (NCV*Density/1000)
7	https://www.ipcc-nggip.iges.or.jp/public/2006gl/
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9	Taken from Fuel Provider
10	https://b8f65cb373b1b7b15feb-c70d8ead6ced550b4d987d7c03fcdd1d.ssl.cf3.rackcdn.com/cms/guidance_docs/pdfs/000/000/469/original/CDP-Scope-3-Category11-Guidance-Oil-Gas.pdf?1479754082
11	https://www.epa.gov/sites/production/fles/2018-03/documents/emission-factors_mar_2018_0.pdf
12	https://www.ipcc.ch/site/assets/uploads/2018/02/SYR_AR5_FINAL_full.pdf
13	https://indiaghgp.org/sites/default/fles/AIR%20Transport%20Emission.pdf
14	https://indiaghgp.org/sites/default/fles/Rail%20Transport%20Emission.pdf
15	https://cea.nic.in/wp-content/uploads/pdm/2020/12/growth_2020.pdf

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1.2	Relevance of biodiversity and ecosystem services for each step in the value chain (own operations, suppliers, use phase, end-of-life, transport)	Biodiversity and Land Use	177
2	**Enhancing awareness on biodiversity within the organisation**		
2.1	Number of trained employees on biodiversity and ecosystem services	Biodiversity and Land Use (Training & Awareness)	178
		• Environment & Sustainability team members at Head Office and Sites are trained on Biodiversity & ecosys-tem services aspects viz. Indian and Global Biodiversity Standards, legal requirements, biodiversity impact as-sessment, and management plans, through institutes of reputes in the field such as IUCN India, Environ-ment Management Centre, EY, NEERI, ERM India etc. • APSEZ has conducted Capacity Building Session on ESG in partnership with EY for all the employees with more than 600 participants. • Training and awareness on Biodiversity & Ecosystem Services is also covered as part of Company's biannual "Environment Shikhar" program for all the Environment and Sustainability professional of the Company.	
2.2	Percentage of employees within organisa-tion who have been sensitised on biodiver-sity	• APSEZ has conducted Capacity Building Session on ESG covering Biodiversity and Land use aspects in partnership with EY for all the employees with more than 600 participants • Through IUCN - Leaders for Nature, we organised three days biodiversity sensitisation programs that were open for all the employees.	
2.3	Activities undertaken to create greater awareness on biodiversity among employees	Biodiversity and Land Use (Training & Awareness)	178
		Other activities include. • Training and capacity Building Session (Classroom, virtual,) • Celebration of important days such as World Environment Day, Wildlife Week, World Ocean Day, Biodiversity Day, World Wetland Day etc • Plantation drives • Seminars, lectures, webinars, workshops awareness sessions • Video screening	

Indicator		Chapter Name	Page No.
3	**Assessing biodiversity risks and opportunities**		
3.1	Assessment of impacts and dependencies with regard to biodiversity and ecosystem services	Biodiversity and Land Use (Biodiversity Impact Assessment)	177
3.2	Assessment of risks and opportunities with regard to biodiversity and ecosystem ser-vices	1. BRSR (24. Overview of the entity's material responsible business conduct issues) 2. How we have created a pro-gressively de-risked operating model ensuring business sus-tainability	359 124
4	**Considering the impacts of business decisions on biodiversity**		
4.1	Organisation-wide policy that addresses biodiversity and ecosystem services	1. Building a Sustainable Future (Guiding Principles) 2.Environment Stewardship (APSEZ's Environment Policy) Biodiversity & related aspects has been covered as part of Environment Policy. In addition, Company has developed Corporate level guidelines for Biodiversity Management and has also developed framework for Biodiversity & Land use aligned with IFC PS6	143, 149
5	**Setting objectives and targets for biodiversity management**		
5.1	Strategy for biodiversity and ecosystem management	Biodiversity and Land Use (Ambition, Indicator) Goals & Targets	147, 177
5.2	Action Plan to avoid, minimise, rehabilitate and offset biodiversity impacts	Biodiversity and Land Use (Ambition, Management of Biodiversity impacts, Goals & Target, Case Studies)	177
6	**Designating an individual within the organisation as biodiversity champion**		
6.1	Name, title and contact details of desig-nated biodiversity champion	Mr. Charanjit Singh, Head – ESG & IR – APSEZ has been entrusted as Biodiversity Champion at Corporate level	
7	**Including the applicable biodiversity aspects in the environmental management systems**		
7.1	Inclusion of biodiversity aspects in environmental management system	Social & Environmental Due diligence- Biodiversity and Land Use (Biodiversity Management Plan)	121, 178
8	**Encouraging relevant stakeholders to support better biodiversity management**		
8.1	Activities undertaken for/with suppliers	How we secured our supply chain leading to a consistent customer experience	187
8.2	Activities undertaken for/with customers and consumers	Engaging Customers in our Green Initiative	184
8.3	Activities for/with other internal and external stakeholders, if any	Biodiversity and Land Use	177
9	**Engaging in policy advocacy and dialogue with Government, NGOs and academia on biodiversity concerns**		
9.1	Engagement through various platforms (e.g. sharing of best practice, research partner, sponsor)	Biodiversity and Land Use (Case Study-2, 3, 4)	179

Indicator		Chapter Name	Page No.
9.2	Participation in policy advocacy at International, national or local level	APSEZ regularly engages with regulatory authorities on matters related to Biodiversity directly and through Industrial Associations/bodies. APSEZ also does policy advocacy through IUCN Leaders for Nature (India), CII, FICCI etc. Head -ESG and team member also engages in policy dialogue as part of various Industrial, academic and NGO/CSO dialogues on Biodiversity matters.at International, national or local level.	
10	**Initiating the valuation of relevant biodiversity and ecosystem services**		
10.1	Valuation of impacts (positive and negative) and dependencies (direct and indirect)	Building a Sustainable Future (Natural Capital)	146

Mapping with Commitments to CEO Water Mandate

Mandate and its pledges	Chapter Name	Page No.
Direct operations		
Company pledges to conduct a comprehensive water-use as-sessment to understand the extent to which the Company uses water in the direct production of goods and services.	Water Stewardship	168
The Company pledges to set targets for their operations related to water conservation and waste-water treatment, framed in a cor-porate cleaner production and consumption strategy.	ESG Targets and performance Water Stewardship	147, 168
The Company pledges to invest in and use new technologies to achieve these goals.	Water Stewardship	168
The Company pledges to raise awareness of water sustainability within corporate culture.	Water Stewardship (Water Strategy, Focus Area)	168
The Company pledges to include water sustainability considera-tions in business decision making – e.g., facility-siting, due diligence, and production processes.	Water Stewardship Water Stewardship Policy	168
Supply chain and watershed management		
The Company pledges to encourage suppliers to improve their wa-ter conservation, quality monitoring, waste-water treatment, and recycling practices.	How we secured our Supply Chain Section	187
	Stakeholder Engagement	110
	APSEZ believes that the development of its suppliers is imperative for its business growth. Therefore, the com-pany is committed to working with suppliers to inculcate APSEZ's Sustainable Procurement policy wherein supplier have been encouraged to continually improve the environmental performance by setting objectives, targets, and processes for efficient use of natural resources, energy, water amongst other. All the suppliers also need to adhere with our Supplier Code of Conduct, which covers adherence with APSEZ's Environment Policy.	

Mandate and its pledges	Chapter Name	Page No.
The Company pledges to build capacities to analyse and respond to watershed risk	Water Stewardship	168
The Company pledges to encourage and facilitate suppliers in con-ducting assessments of water usage and impacts.	How we secured our Supply Chain Section	187
	APSEZ believes that the development of its suppliers is imperative for its business growth. Therefore, the Company is committed to working with suppliers to inculcate APSEZ's Sustainable Procurement policy wherein supplier have been encouraged to continually improve the environmental performance by setting objectives, targets, and processes for efficient use of natural resources, energy, water amongst other. All the suppliers also need to adhere with our Supplier Code of Conduct, which covers adherence with APSEZ's Environment Policy	
The Company pledges to share water sustainability practices – established and emerging – with suppliers.	Water Stewardship APSEZ's Sustainable Procurement Policy & Supplier Code of Conduct	168
	APSEZ believes that the development of its suppliers is imperative for its business growth. Therefore, the com-pany is committed to working with suppliers to inculcate APSEZ's Sustainable Procurement policy wherein supplier have been encouraged to continually improve the environmental performance by setting objectives, targets, and processes for efficient use of natural resources, energy, water amongst other.	
The Company pledges to encourage major suppliers to report regularly on progress achieved related to goals.	Water Stewardship	168
	APSEZ's Sustainable Procurement Policy & Supplier Code of Conduct	
Collective action		
The Company pledges to build closer ties with civil society organisa-tions, especially at the regional and local levels.	Corporate Social Responsibility	220-235
	Water Stewardship	168
The Company pledges to work with national, regional and local governments and public authorities to address water sustainability issues and policies, as well as with relevant international institutions – e.g., the UNEP Global Programme of Action	Water Stewardship	168
The Company pledges to encourage development and use of new technologies, including effcient irrigation methods, new plant varieties, drought resistance, water effciency and salt tolerance.	Water Stewardship	168
The Company pledges to be actively involved in the UN Global Compact's Country Networks.	Water Stewardship	168

Mandate and its pledges	Chapter Name	Page No.
Company pledges to support the work of existing water initiatives involving the private sector – e.g., the Global Water Challenge; UNICEF's Water, Environment and Sanitation Program; IFRC Water and Sanitation Program; the World Economic Forum Water Initiative – and collaborate with other relevant UN bodies and intergovernmental organisations – e.g. the World Health Organisation, the Organisation for Economic Co-operation and Development, and the World Bank Group.	Water Stewardship	122, 168
Public policy		
The Company pledges to contribute inputs and recommendations in the formulation of government regulation and in the creation of market mechanisms in ways that drive the water sustainability agenda.	Advocacy and leadership	114
The Company pledges to exercise 'business statesmanship' by being advocates for water sustainability in global and local policy discussions, clearly presenting the role and responsibility of the private sector in supporting integrated water resource management.	Advocacy and leadership Water Stewardship	114 168
The Company pledges to partner with governments, businesses, civil society and other stakeholders – for example specialised institutes such as the Stockholm International Water Institute, UNEP Collaborating Centre on Water and Environment, and UNESCO's Institute for Water Education – to advance the body of knowledge, intelligence and tools.	Advocacy and leadership Water Stewardship	114 168
The Company pledges to join and/or support special policy- oriented bodies and associated frameworks – e.g., UNEP's Water Policy and Strategy; UNDP's Water Governance Programme.	Advocacy and leadership	114
	Water Stewardship	168
Community engagement		
The Company pledges to endeavor to understand the water and sanitation challenges in the communities where we operate and how our businesses impact those challenges.	Corporate Social Responsibility	220
The Company pledges to be active members of the local community, and encourage or provide support to local government, groups and initiatives seeking to advance the water and sanitation agendas.	Corporate Social Responsibility	220
The Company pledges to undertake water-resource education and awareness campaigns in partnership with local stakeholders.	Corporate Social Responsibility	220
The Company pledges to work with public authorities and their agents to support – when appropriate – the development of adequate water infrastructure, including water and sanitation delivery systems.	Corporate Social Responsibility	220
Transparency		
The Company pledges to include a description of actions and investments undertaken in relation to The CEO Water Mandate in our annual communications on progress for the UN Global Compact, making reference to relevant performance indicators such as the water indicators found in the Global Reporting Initiative (GRI) Guidelines.	Water Stewardship	168
The Company pledges to publish and share our water strategies (including targets and results as well as areas for improvement) in relevant corporate reports, using – where appropriate – the water indicators found in the GRI Guidelines.	Water Stewardship	168
	ESG Targets and performance	147
The Company pledges to be transparent in dealings and conversations with governments and other public authorities on water issues.	Water Stewardship	168
	Compliance Management	152

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Building a better working world

Independent Assurance Statement

The Management and Board of Directors
Adani Ports and Special Economic Zone Limited,
Ahmedabad, India

Scope

We have been engaged by Adani Ports and Special Economic Zone Limited to perform a 'Reasonable assurance engagement for Environmental indicators and Limited assurance engagement for social indicators,' as defined by International Standards on Assurance Engagements 3000 (ISAE 3000), hereafter referred to as the engagement, to report on Adani Ports and Special Economic Zone Limited Integrated Report FY 22 (the "Subject Matter") for the period from 01st April 2021 to 31st March 2022.

Other than as described in the preceding paragraph, which sets out the scope of our engagement, we did not perform assurance procedures on the remaining information included in the Report, and accordingly, we do not express an opinion and conclusion on this information.

Criteria applied by Adani Ports and Special Economic Zone Limited

In preparing the integrated report, Adani Ports and Special Economic Zone Limited applied, The International Integrated Reporting Council (IIRC framework), and Global Reporting Initiative (GRI) Standards, in accordance with Core (Criteria). GRI Standards - Core Criteria were specifically designed for Integrated Report FY 22; As a result, the subject matter information may not be suitable for another purpose.

Adani Ports and Special Economic Zone's responsibilities

Adani Ports and Special Economic Zone's management is responsible for selecting the Criteria, and for presenting the Integrated Report in accordance with that Criteria, in all material respects. This responsibility includes establishing and maintaining internal controls, maintaining adequate records, and making estimates that are relevant to the preparation of the subject matter, such that it is free from material misstatement, whether due to fraud or error.

EY's responsibilities

Our responsibility is to express an opinion on environmental indicators and a conclusion on social indicators on the presentation of the Subject Matter based on the evidence we have obtained.

We conducted our engagement in accordance with the International Standard for Assurance Engagements Other Than Audits or Reviews of Historical Financial Information ('ISAE 3000'), and the terms of reference for this engagement as agreed with Adani Ports and Special Economic Zone Limited on 30 December 2020. Those standards require that we plan and perform our engagement to obtain reasonable assurance on environment indicators and limited assurance on social indicators about whether, in all material respects, the Subject Matter is presented in accordance with the Criteria, and to issue a report. The nature, timing, and extent of the procedures selected depend on our judgment, including an assessment of the risk of material misstatement, whether due to fraud or error.

We believe that the evidence obtained is sufficient and appropriate to provide a basis for our reasonable assurance opinion for environmental indicators and limited assurance conclusion for social indicators.

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Our Independence and Quality Control

We have maintained our independence and confirm that we have met the requirements of the Code of Ethics for Professional Accountants issued by the International Ethics Standards Board for Accountants, and have the required competencies and experience to conduct this assurance engagement

EY also applies International Standard on Quality Control 1, Quality Control for Firms that Perform Audits and Reviews of Financial Statements, and Other Assurance and Related Services Engagements, and accordingly maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards, and applicable legal and regulatory requirements.

Description of procedures performed

Our procedures included:

- Conducted interviews with select personnel at sites and corporate teams to understand the process for collecting, collating and reporting the subject matter as per Global Reporting Initiative (GRI) Standards listed below:
  - Environmental Indicators: Energy (302-1, 302-2, 302-3, 302-4), Water (303-3,303-4, 303-5), Emissions (305-1, 305-2, 305-3 (Category 3,4,5,6,7,9,13,15), 305-4, 305-5, 305-6), Waste (306-4, 306-5);
  - Social Indicators: Employment (401-1), Occupational Health and Safety (403-5, 403-9), Training and Education (404-1), Local Community (413-1).
- Checked that the calculation criteria have been correctly applied in accordance with the methodologies outlined in the Criteria;
- Undertook analytical review procedures to support the reasonableness of the data, Remote verification of data, on a selective test basis, for the following sites, through consultations with the site team and sustainability team;
  - Adani Murmugao Port Terminal Pvt. Ltd.
  - Adani Kattupalli Port Ltd.
  - Marine Infrastructure Developer Pvt. Ltd.
  - Adani Ennore Container Terminal Pvt. Ltd.
  - The Dhamra Port Company Ltd.
  - Adani Kandla Bulk Terminal Pvt. Ltd.
  - Adani Hazira Port Ltd.
  - Adani Petronet (Dahej) Port Pvt. Ltd.
  - Adani Ports and Special Economic Zone Ltd.
  - Adani Krishnapatnam Port Limited
  - Adani Krishnapatnam Container Terminal Private Limited
  - Adani International Container Terminal Pvt. Ltd
  - Adani Logistics Services Pvt. Ltd.
  - Adani CMA Mundra Terminal Pvt. Ltd.
  - Adani Logistics Ltd.
  - Adani Warehousing Services Pvt. Ltd.
  - Adani Agri Logistics Ltd.
  - Adani Agri Logistics (MP) Ltd.
  - Adani Agri Logistics (Harda) Ltd.
  - Adani Agri Logistics (Hoshangabad) Ltd.
  - Adani Agri Logistics (Satna) Ltd.
  - Adani Agri Logistics (Ujjain) Ltd.
  - Adani Agri Logistics (Dewas) Ltd.
  - Adani Agri Logistics (Kotkapura) Ltd.
  - The Adani Harbour Services Ltd.
  - Shanti Sagar International Dredging Ltd.
  - Karnavati Aviation Pvt. Ltd.
  - Mundra International Airport Pvt. Ltd.
  - Adani Hospital Mundra Pvt. Ltd.
  - Mundra SEZ Textile and Apparel Park Pvt. Ltd

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- Execution of an audit trail of claims and data streams, on a selective test basis, to determine the level of accuracy in collection, transcription and aggregation processes followed.
- Review of the Company's plans, policies and practices, pertaining to their social, environment and sustainable development, so as to be able to make comments on the fairness of Integrated Report.
- Review of the Company's approach towards materiality assessment disclosed in the Report to identify relevant issues.
- Review of select qualitative statements in various sections of the integrated report.

We also performed such other procedures as we considered necessary in the circumstances

Emphasis of matter

The assurance scope excludes:

- Data and information outside the defined reporting period (1st April 2021 to 31st March 2022)
- Data and information on economic and financial performance of the Company
- Data, statements and claims already available in the public domain through Integrated Annual Report, or other sources available in the public domain
- The Company's statements that describe the expression of opinion, belief, inference, aspiration, expectation, aim or future intention provided by the Company
- The Company's compliance with regulations, acts, guidelines with respect to various regulatory agencies and other legal matters

Opinion on Environmental indicators: In our opinion, the environmental indicators reported in Integrated Report FY 22 for the period from 01st April 2021 to 31st March 2022 is presented, in all material respects, in accordance with {or based on} GRI Standards – Core and The International Integrated Reporting Council (IIRC) criteria.

Conclusion on Social indicators: Based on our procedures and the evidence obtained, we are not aware of any material modifications that should be made to reported 'social indicators' in Integrated Report FY 22 for the period from 01st April 2021 to 31st March 2022, in order for it to be in accordance with the GRI Standards – Core and The International Integrated Reporting Council (IIRC) criteria.

Restricted use: This report is intended solely for the information and use of Adani Ports and Special Economic Zones Limited and is not intended to be and should not be used by anyone other than Adani Ports and Special Economic Zone Limited

For and on behalf of Ernst & Young Associates LLP

Shailesh Tyagi
22nd June 2022
Mumbai, India

Corporate Information

Board of Directors

Mr. Gautam S. Adani,
Chairman & Managing Director

Mr. Rajesh S. Adani,
Director

Dr. Malay Mahadevia,
Director

Mr. Karan Adani,
Whole Time Director & CEO

Mrs. Avantika Singh Aulakh, IAS,
Director

Mrs. Nirupama Rao,
Independent Director

Prof. G. Raghuram,
Independent Director

Mr. G. K. Pillai,
Independent Director

Mr. P. S. Jayakumar,
Independent Director

Mr. Bharat Sheth,
Independent Director

Company Secretary

Mr. Kamlesh Bhagia

Auditors

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

Registered Office

Adani Corporate House, Shantigram,
Near Vaishno Devi Circle,
S. G. Highway, Khodiyar,
Ahmedabad - 382 421
CIN - L63090GJ1998PLC034182
www.adaniports.com

Committees

Audit Committee

Mr. G. K. Pillai, Chairman

Prof. G. Raghuram, Member

Mr. P. S. Jayakumar, Member

Mrs. Nirupama Rao, Member

Nomination & Remuneration Committee

Mr. P. S. Jayakumar, Chairman

Mr. G. K. Pillai, Member

Mrs. Nirupama Rao, Member

Stakeholders Relationship Committee

Prof. G. Raghuram, Chairman

Mr. G. K. Pillai, Member

Mr. Karan Adani, Member

Corporate Social Responsibility Committee

Mrs. Nirupama Rao, Chairperson

Mr. G. K. Pillai, Member

Prof. G. Raghuram, Member

Dr. Malay Mahadevia, Member

Risk Management Committee

Mr. G. K. Pillai, Chairman

Mr. Bharat Sheth, Member

Dr. Malay Mahadevia, Member

Corporate Responsibility Committee

Prof. G. Raghuram, Chairman

Mr. G. K. Pillai, Member

Mr. P. S. Jayakumar, Member

Information Technology & Data Security Committee

Mrs. Nirupama Rao, Chairperson

Prof. G. Raghuram, Member

Mr. G. K. Pillai, Member

Mergers & Acquisitions Committee

Mr. P. S. Jayakumar, Chairman

Mr. G. K. Pillai, Member

Mrs. Karan Adani, Member

Legal, Regulatory & Tax Committee

Prof. G. Raghuram, Chairman

Mr. P. S. Jayakumar, Member

Mr. Karan Adani, Member

Reputation Risk Committee

Mr. Bharat Sheth, Chairman

Mrs. Nirupama Rao, Member

Mr. Karan Adani, Member

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 N.A.
Barclays Bank PLC
Citibank N.A.
DZ Bank AG
Export-Import Bank of India
HDFC Bank Ltd.
ICICI Bank Ltd.
IDFC First Bank Ltd.
IndusInd Bank Ltd.
Kotak Mahindra Bank Ltd.
Mizuho Bank Ltd.
State Bank of India
JP Morgan Chase Bank, N.A.
Yes Bank Ltd.
Sumitomo Mitsui Banking Corporation
MUFG Bank Ltd.
Bank of Baroda

IMPORTANT COMMUNICATION TO SHAREHOLDERS

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 shareholders. To support this green initiative of the Government in full, the shareholders who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses and in case of shareholders holding shares in demat, with depository through concerned Depository Participants.

Directors' report

Dear Shareowners,

Your Directors are pleased to present the 23rd Annual Report along with the Audited Financial Statements of your Company for the financial year ended 31st March, 2022.

Financial Performance

The Audited Financial Statements of the Company as on 31st March, 2022, are prepared in accordance with the relevant applicable Ind AS and Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and the provisions of the Companies Act, 2013 ("Act").

The summarized financial highlight is depicted below:

(₹ In crore)

Particulars	Consolidated		Standalone	
	2021-22	2020-21	2021-22	2020-21
Revenue from operations	15,934.03	12,549.60	4,206.22	4,377.15
Other Income	2,154.78	1,970.23	2,519.31	2,266.31
Total Income	**18,088.81**	**14,519.83**	**6,725.53**	**6,643.46**
Expenditure other than Depreciation and Finance cost	6,183.03	4,566.16	1,503.28	1,506.27
Depreciation and Amortisation Expenses	2,739.63	2,107.34	599.61	619.18
Foreign Exchange (Gain) / Loss (net)	872.07	(715.24)	895.42	(718.48)
Finance Cost				
- Interest and Bank Charges	2,556.27	2,129.16	2,509.36	2,201.15
- Derivative (Gain)/Loss (net)	(15.69)	126.13	(15.70)	125.70
Total Expenditure	**12,335.31**	**8,213.55**	**5,491.97**	**3,733.82**
Profit before share of Profit/ (Loss) from joint ventures, exceptional items and tax	**5,753.50**	**6,306.28**	**1,233.56**	**2,909.64**
Share of loss from joint ventures	192.85	(14.27)	-	-
Profit before exceptional items and tax	**5,946.35**	**6,292.01**	**1,233.56**	**2,909.64**
Add/(Less): Exceptional Items	(405.19)	-	(611.83)	-
Total Tax Expense	**745.92**	**1,243.27**	**324.17**	**981.71**
Profit for the year	**4,795.24**	**5,048.74**	**297.56**	**1,927.93**
Other Comprehensive income (net of tax)	**(74.00)**	**(15.92)**	**7.78**	**8.18**
Total Comprehensive Income for the year (net of tax)	**4,721.24**	**5,032.82**	**305.34**	**1,936.11**
Attributable to:				
Equity holders of the parent	4,652.48	4,978.82	-	-
Non-controlling interests	68.76	54.00	-	-

1. There are no material changes and commitments affecting the financial position of the Company, which have occurred between the end of the financial year and the date of this report.
2. Previous year figures have been regrouped/re-arranged wherever necessary.

Performance Highlights

Your Company handled record cargo throughput of 312 MMT in FY 2021-22 (FY22). 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 key aspects of your Company's consolidated performance during the FY22 are as follows:

- Highest ever cargo of 312 MMT, which is a growth of 26% year on year (YoY). All-time high handling of containers, coking coal, edible oil, chemicals, crude, POL and steel.
- Accelerated growth for incremental 100 MMT of cargo throughput by achieving it in just 3 years, while the previous 100 MMT was achieved in 5 years and the initial 100 MMT was achieved in 14 years.
- Record Container Volume of 8.2 million twenty-foot equivalent units (TEUs), which is a growth of 14% YoY. For the FY22, the dry cargo share is at 50.5%, container at 38%, liquid including crude at 11% and gas at 0.5%
- Operating ports portfolio expanded to 12 ports with addition of Gangavaram. FY22 has seen a life-time record performance for Mundra, Dhamra, Ennore, Tuna, and Hazira.
- The cargo volume share of non-Mundra ports jumps to 52% from 42% last year. Also, the cargo volume share of east coast ports increased to 38% from 26% last year.
- Consolidated Revenue from operations stood at ₹15,934.03 crore in FY22.
- Consolidated profit after tax for the FY22 stood at ₹4,795.24 crore.

Mundra Port:

- Reached a distinct milestone of crossing 150 MMT of cargo volume in a year, which is the highest among all ports in India.
- Reinforced its premier container terminal position in India by handling 6.5 million TEUs, a growth of 15% YOY.
- Handled record 18,789 trains, a growth of 19% YoY, implying an improved rail co-efficient and environment friendly operations with lower carbon footprint.

Logistics:

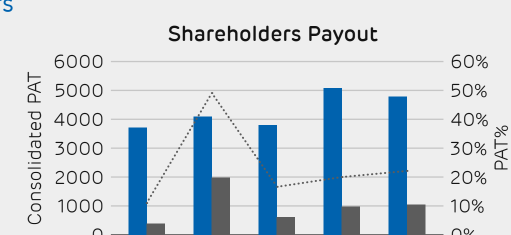
- Highest ever rail volumes of 403,000 TEUs, a growth of 29% YoY.
- Added 14 new rakes taking the total count to 75 rakes.
- Bulk rake movement (under GPWIS) has witnessed strong growth with 8.7 MMT of cargo transported, which is a growth of 98% YoY.
- Six Multi-Modal Logistics Park (MMLP) are now operational, including the new MMLP at Nagpur and resumption of operations at Kilaraipur (Ludhiana). Construction also commenced at three more MMLPs namely Virochannagar, Taloja and Panipat.
- Adani Agri Logistics commenced development of five new projects adding a total of 250,000 MT, a growth of 28% to its overall capacity.

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

Dividend

Your Directors have recommended a dividend of 250% (₹5) per Equity Share of ₹2 each and 0.01% dividend on 0.01% Non-Cumulative Redeemable Preference Shares of ₹10 each for the FY22. The said dividend, if approved by the shareholders, would involve a cash outflow of ₹1,056 crore.

The details of shareholders payout during the last 5 years



	2018	2019*	2020	2021	2022
Consolidated PAT (₹ in crore)	3690	4045	3785	5049	4795
Dividend (₹ in crore)	414	2001	650	1021	1056
PAT%	11%	49%	17%	20%	22%

*Includes buyback amount of ₹1960 crore.

The Dividend Distribution and Shareholder Return Policy, in terms of Regulation 43A of the SEBI Listing Regulations is available on the Company's website on https://www.adaniports.com/-/media/Project/Ports/Investor/corporate-governance/Policies/Dividend-Distribution-and-Shareholder-Return-Policy.pdf.

Transfer to Reserves

There is no amount proposed to be transferred to the Reserves. The closing balance of the retained earnings of the Company for FY22, after all appropriations and adjustments was ₹16,279.96 crore.

Senior Unsecured Notes ('Notes') Issuance - Rule 144A/Regulation S Offerings

During the year under review, your Company has raised USD 750 million of dual tranche 10.5 year and 20 year Senior Unsecured Notes in global capital markets pursuant to Regulation S and Rule 144A of the U.S. Securities Act.

These Notes are rated Baa3 by Moody's, BBB- by S&P and BBB- by Fitch.

Status of Scheme of Arrangement

A) Sarguja Rail Corridor

During the year under review, Hon'ble National Company Law Tribunal, Ahmedabad ("NCLT") vide its order dated 27th January, 2022 sanctioned the Composite Scheme of Arrangement between Adani Ports and Special Economic Zone Ltd. ("Company"/"APSEZ") and Brahmi Tracks Management Services Pvt. Ltd ("Brahmi") and Adani Tracks Management Services Pvt. Ltd ("Adani Tracks") and Sarguja Rail Corridor Pvt. Ltd ("Sarguja") and their respective shareholders and creditors ("Scheme-1") under sections 230 to 232 and other applicable provisions of the Act.

The Scheme-1 was made effective on 17th February, 2022 with effect from the Appointed Date i.e. 1st April, 2021. Pursuant to the Scheme, the Company has allotted 7,06,21,469 Equity Shares of the face value of ₹2 each fully paid up, to eligible shareholder of Brahmi, in the share exchange ratio, as provided in the Scheme-1.

Accordingly, the equity paid up share capital of the Company stands increased from 204,17,51,761 Equity Shares of ₹2 each to 211,23,73,230 Equity Shares of ₹2 each.

B) Gangavaram Port

During the year under review, the Board of Directors of the Company ("Board") at its meeting held on 22nd September, 2021, approved the Composite Scheme of Arrangement between Gangavaram Port Ltd. ("GPL") and Adani Ports and Special Economic Zone Ltd. ("Company") and Adani Gangavaram Port Pvt. Ltd. ("AGPPL") and their respective shareholders and creditors (the 'Scheme-2') under sections 230 to 232 and other applicable provisions of the Act, which provides as under -

a) amalgamation of GPL with the Company with effect from the Appointed Date 1, i.e. 1st April, 2021, pursuant to the provisions of Sections 230 - 232 and/or other applicable provisions of the Act and in compliance with Section 2(1B) of the Income Tax Act ("IT Act").

b) transfer of the Divestment Business Undertaking (as defined in the Scheme -2) as a going concern on a Slump Sale basis, with effect from the Appointed Date 2 i.e. 2nd April, 2021, by the Company to AGPPL, for a lump sum consideration, as provided in Scheme-2, pursuant to the provisions of Sections 230 - 232 and/or other applicable provisions of the Act and in accordance with Section 2(42C) of the IT Act.

c) Various other matters consequential or otherwise integrally connected herewith.

The Scheme-2 has been approved by the shareholders, secured creditors and unsecured creditors of the Company at their meetings held on 14th March, 2022, as per direction of Hon'ble NCLT, Ahmedabad.

The Scheme-2 is subject to approval of Hon'ble NCLT, Ahmedabad and Hon'ble NCLT, Hyderabad.

Changes in Share Capital

Pursuant to approval of Scheme-1 by the Hon'ble NCLT, Ahmedabad, the authorized share capital of the Company has been increased from ₹1,000 crore to ₹1,100 crore.

Further, the equity paid up share capital of the Company stands increased from 204,17,51,761 Equity Shares of ₹2 each to 211,23,73,230 Equity Shares of ₹2 each.

Fixed Deposits

There were no outstanding deposits within the meaning of Section 73 and 74 of the Act read with rules made thereunder at the end of the FY 2021-22 or the previous financial years. Your Company did not accept any deposit during the year under review.

Non-Convertible Debentures

During the year under review, your Company has issued and allotted 10,000 Rated, Listed, Secured Redeemable Non-Convertible Debentures ("NCDs") of face value of ₹10 lakh each aggregating to ₹1,000 crore on a private placement basis. These NCDs are listed on the Wholesale Debt Market Segment of BSE Ltd.

Further, on 27th September, 2021 your Company has redeemed 1,000 NCDs, of face value of ₹10 lakh each which were issued in 2012 on private placement basis.

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 particulars of loans, guarantee and investments made during the year under review are disclosed in the financial statements.

Strategic Acquisition / Divestment

- APSEZ increased its ownership from 75% to 100% in Krishnapatnam Port by acquiring 25% stake from Vishwasamudra Holdings on 8th June, 2021.
- APSEZ acquired 31.50% stake in Gangavaram Port Ltd from Windy Lakeside Investment Ltd. on 16th April, 2021 and 10.4% stake from Government of Andhra Pradesh on 22nd September, 2021.
- Adani Krishnapatnam Port Ltd., wholly owned subsidiary of the Company, acquired 100% stake of Seabird Distriparks (Krishnapatnam) Pvt. Ltd. on 31st January, 2022.
- The Adani Harbour Services Ltd., a wholly owned subsidiary of the Company acquired 100% stake of Savijana Sea Foods Pvt. Ltd. and 97.17% stake of Ocean Sparkle Ltd. on 10th May, 2022.
- APSEZ divested 100% stake of MPSEZ Utilities Ltd. on 16th December, 2021.

Subsidiaries, Joint Ventures and Associate Companies

A list of bodies corporate which are subsidiaries/ associates/ joint ventures of your Company is provided as part of the notes to consolidated financial statements.

During the year under review, following subsidiaries and joint ventures have been formed/acquired:

- HDC Bulk Terminal Ltd.
- EZR Technologies Pvt. Ltd.
- Adani Gangavaram Port Pvt. Ltd.
- Seabird Distriparks (Krishnapatnam) Pvt. Ltd.
- AYN Logistics Infra Pvt. Ltd.
- Adani International Ports Holdings Pte Ltd., Singapore
- Colombo West International Terminal (Private) Ltd., Sri Lanka

The Adani Harbour Services Ltd., a wholly owned subsidiary of the Company has acquired 100% stake of Savijana Sea Foods Pvt. Ltd. and 97.17% stake of Ocean Sparkle Ltd. on 10th May, 2022.

The Company has entered into a binding Share Purchase Agreement (SPA) for sale of its investments in Coastal International Terminals Pte Limited, Singapore, which has investments in Myanmar Project. The management has concluded that the net realizable value is higher than the carrying value. Accordingly, assets and liabilities of this entity which includes: non-current assets (including capital work-in-progress) ₹1,640.30 crore, cash and cash equivalent ₹23.03 crore, other current assets ₹0.80 crore and other current liabilities ₹257.81 crore are classified as held for sale.

Pursuant to the provisions of Section 129, 134 and 136 of the Act read with rules made thereunder and Regulation 33 of the SEBI 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, which forms part of this Integrated Annual Report.

The Annual Financial Statements and related detailed information of the subsidiary companies shall be made available to the shareholders 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 shareholders 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 of the Company (www.adaniports.com).

Pursuant to Section 134 of the Act read with rules made thereunder, the details of developments of subsidiaries and joint ventures of the Company are covered in the Management Discussion and Analysis section, which forms part of this Integrated Annual Report.

Management Discussion and Analysis

The Management Discussion and Analysis for the year under review, as stipulated under the SEBI Listing Regulations, is presented in a section forming part of this Integrated Annual Report.

Directors and Key Managerial Personnels

As of 31st March, 2022, your Company's Board had ten members comprising of two Executive Directors, three Non-Executive and Non-Independent Directors and five Independent Directors. The Board has two Women Directors. The details of Board and Committee composition, tenure of directors, areas of expertise and other details are available in the Corporate Governance Report, which forms part of this Integrated Annual Report.

Mr. Gautam S. Adani (DIN: 00006273) has been re-appointed as Chairman and Managing Director for a period of five years w.e.f 1st July, 2022, subject to approval of shareholders of the Company, at the ensuing Annual General Meeting ("AGM").

Mr. Karan Adani (DIN: 03088095) has been re-appointed as CEO and Whole Time Director of the Company for a period of five years w.e.f 24th May, 2022, subject to the approval of shareholders of the Company, at the ensuing AGM.

In accordance with the provisions of Section 152 of the Act, read with rules made thereunder and Articles of Association of the Company, Mr. Rajesh S. Adani (DIN: 00006322) is liable to retire by rotation at the ensuing AGM and being eligible offers himself for re-appointment.

Pursuant to the provisions of Section 149 of the Act, Mr. Bharat Sheth (DIN: 00022102) was appointed as an Independent Director of the Company for a period of three years w.e.f 15th October, 2019. The Board, on the recommendation of Nomination and Remuneration Committee and after taking into account the performance evaluation of his first term and considering the business acumen, knowledge, experience, skills and contribution, have re-appointed him as an Independent Director for a second term of three consecutive years w.e.f 15th October, 2022, subject to approval of shareholders at the ensuing AGM. In the opinion of the Board, he possesses requisite expertise, integrity and experience (including proficiency) for re-appointment as an Independent Director of the Company. The terms and conditions of re-appointment of Independent Directors are as per Schedule IV of the Act and SEBI Listing Regulations, and available on Company's website (www.adaniports.com).

The Board recommends the 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 SEBI Listing Regulations, are provided in the Notice of the AGM.

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

Pursuant to provision of Section 203 of the Act, Mr. Gautam S. Adani, Chairman & Managing Director, Mr. Karan Adani, CEO & Whole-Time Director and Mr. Kamlesh Bhagia, Company Secretary are Key Managerial Personnels of the Company as on 31st March, 2022.

Committees of Board

During the year under review, with an objective of further strengthen the governance standards so as to match with internationally accepted better practices, the Board had reconstituted certain existing Committees to bring more independence; constituted certain New Committees & Sub-Committees; and amended / adopted the terms of reference of the said committees. Most of the Committees consist of majority of Independent Directors.

Details of various Committees constituted by the Board, including the committees mandated pursuant to the applicable provisions of the Act and SEBI Listing Regulations, are given in the Corporate Governance Report, which forms part of this Integrated Annual Report.

Number of meetings of the Board

The Board met 8 (eight) 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 Integrated Annual Report.

Independent Directors' Meeting

The Independent Directors met on 12th March, 2022, without the attendance of Non-Independent Directors and members of the management. The Independent Directors reviewed the performance of Non-Independent Directors, the Committees and the Board as a whole alongwith 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 and familiarization programme

The Nomination and Remuneration Committee engaged M/s Grant Thornton Bharat LLP, external advisory firm, to facilitate the evaluation and effectiveness process of the Board, its Committees and Individual Directors for the FY 2021-22.

A detailed Board effectiveness assessment questionnaire was developed by advisory firm based on the criteria and framework adopted by the Board. Virtual meetings were organized with the Directors and discussions were held on three key themes i.e. strategic priorities, fit-for-purpose/ capability and focus on Environment, Social and Governance ("ESG").

The results of evaluation showed high level of commitment and engagement of Board, its various committees and senior leadership. The recommendations arising from the evaluation process were discussed at the Independent Director's meeting held on 12th March, 2022, Nomination and Remuneration Committee meeting and Board meeting held on 10th May, 2022 and 24th May, 2022, respectively. The same were considered by the Board to optimize the effectiveness and functioning of Board and its Committees.

Policy on Directors' appointment and remuneration

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

We affirm that the remuneration paid to the directors is as per the terms laid out in the Remuneration Policy.

Directors' Responsibility Statement

Pursuant to Section 134(5) of the Act, the Board, to the best of their knowledge and based on the information and explanations received from the Company, confirm that:

a. in the preparation of the Annual Financial Statements, the applicable accounting standards have been followed and there are no material departures;

b. they have selected such accounting policies and applied them consistently and judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;

c. they have taken proper and sufficient care 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. they have prepared the Annual Financial Statements on a going concern basis;

e. they have laid down internal financial controls to be followed by the Company and such internal financial control are adequate and operating effectively;

f. they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

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 section, which forms part of this Integrated Annual Report.

Risk Management

The Board 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. Further, details are included in the separate section forming part of this Integrated Annual Report.

Board policies

The details of the policies approved and adopted by the Board as required under the Act and SEBI Listing Regulations are provided in **Annexure-A** to this report.

Corporate Social Responsibility ("CSR")

The Company has changed the nomenclature of "Sustainability and Corporate Social Responsibility Committee" to "Corporate Social Responsibility Committee" and has approved the revised terms of reference. The brief details of Committee are provided in the Corporate Governance Report, which forms part of this Integrated Annual Report. The CSR policy is available on the website of the Company at https://www.adaniports.com/Investors/Corporate-Governance. The Annual Report on CSR activities is annexed and forms part of this report.

Further, the Chief Executive Officer of the Company has certified that CSR spends of the Company for the FY 2021-22 have been utilized for the purpose and in the manner approved by the Board.

Corporate Governance Report

The Company is committed to good corporate governance practices. The Corporate Governance Report as stipulated by SEBI Listing Regulations, forms part of this Integrated Annual Report along with the required Certificate from a Practicing Company Secretary regarding compliance of the conditions of Corporate Governance as stipulated.

In compliance with Corporate Governance requirements as per the SEBI Listing Regulations, your Company has formulated and implemented a Code of Conduct for all Board members and senior management personnel of the Company (Code of Conduct), who have affirmed the compliance thereto. The Code of Conduct is available on the website of the Company at https://www.adaniports.com/-/media/Project/Ports/Investor/corporate-governance/Policies/Code_of_Conduct.pdf

Business Responsibility & Sustainability Report

The Company has voluntarily provided the Integrated Report, which encompasses both financial and non-financial information to enable the stakeholders to take well informed decisions and have a better understanding of the Company's long-term perspective.

In our constant endeavor to improve governance, your Company has, on a voluntary basis, transitioned to Business Responsibility & Sustainability Report ("BRSR") for the year ended 31st March, 2022, which forms part of this Integrated Annual Report.

Annual Return

Pursuant to Section 134(3) (a) of the Act, the draft annual return as on 31st March, 2022 prepared in accordance with Section 92(3) of the Act is made available on the website of the Company and can be assessed using the link https://www.adaniports.com/-/media/Project/Ports/Investor/Investor-Downloads/Annual-Return/Annual-Return-2022.pdf.

Transactions with Related Parties

All transactions with related parties are placed before the Audit Committee for its approval. An omnibus approval from Audit Committee is obtained for the related party transactions which are repetitive in nature.

All transactions with related parties entered into during the financial year were at arm's length basis and in the ordinary course of business and in accordance with the provisions of the Act and the rules made thereunder, the SEBI Listing Regulations and the Company's Policy on Related Party Transactions.

Your Company has not entered into any transactions with related parties which could be considered material in terms of Section 188 of the Act and SEBI Listing Regulations. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Act, in Form AOC 2, is not applicable.

The Directors / members of the Audit Committee abstained from discussing and voting in the transaction(s) in which they were interested.

The Company did not enter into any related party transactions during the year which could be prejudicial to the interests of minority shareholders.

No loans / investments to / in the related party have been written off or classified as doubtful during the year.

The Policy on Related Party Transactions is available on the Company's website and can be assessed using the link https://www.adaniports.com/Investors/Corporate-Governance.

General Disclosure

Neither the Executive Chairman nor the CEO of the Company received any remuneration or commission from any of the subsidiary of your Company.

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions/events on these items during the year under review:

1. Issue of equity shares with differential rights as to dividend, voting or otherwise.
2. Issue of Shares (Including Sweat Equity Shares) to employees of the Company under any scheme.
3. Significant or material orders passed by the Regulators or Courts or Tribunals which impact the going concern status and the Company's operation in future.
4. Voting rights which are not directly exercised by the employees in respect of shares for the subscription/ purchase of which loan was given by the Company (as there is no scheme pursuant to which such persons can beneficially hold shares as envisaged under section 67(3)(c) of the Act).
5. Change in the nature of business of your Company.
6. Application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016.
7. One time settlement of loan obtained from the banks or financial institutions.

Insurance

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

Statutory Auditors & Auditors' Report

As per Section 139 of the Act read with rules made thereunder, as amended, the first term of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Registration No 117366W/W-100018), as the Statutory Auditors of the Company, expires at the conclusion of the ensuing AGM and they are eligible for re-appointment for a second term of 5 (five) years. Your Company has received letter from M/s. Deloitte Haskins & Sells LLP, Chartered Accountants, to the effect that their re-appointment, if made, would be within the prescribed limits under Section 141 of the Act read with rules made thereunder and that they are not disqualified for such re-appointment.

Your Directors recommend the re-appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants, as Statutory Auditors of the Company to hold office from the conclusion of this AGM till the conclusion of 28th AGM of the Company to be held in the calendar year 2027.

Representative of the Statutory Auditors of the Company had attended the last AGM of the Company held on 12th July, 2021.

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 Integrated Annual Report.

Secretarial Audit Report

Pursuant to the provisions of Section 204 of the Act, read with the rules made thereunder, the Board has re-appointed Mr. Ashwin Shah, Practicing Company Secretary, to undertake the Secretarial Audit of the Company. The Secretarial Audit Report for the FY 2021-22 is provided as **Annexure-B** of this report. There are no qualifications, reservations or adverse remarks or disclaimers in the said Secretarial Audit Report.

As per the requirements of SEBI Listing Regulations, Practicing Company Secretaries of the respective material subsidiaries of the Company have undertaken secretarial audits of these subsidiaries for FY 2021-22. The Secretarial Audit Report confirms that the material subsidiaries have complied with the provisions of the Act, Rules, Regulations and Guidelines and that there were no deviations or non-compliances and forms part of this Integrated Annual Report.

Secretarial Standards

During the year under review, the Company has complied with all the applicable provisions of Secretarial Standard-1 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India.

Investor Education and Protection Fund (IEPF)

During the year, the Company has transferred the unclaimed and un-encashed dividends for the FY 2013-14 (final) amounting to ₹10,44,560. Further, 19,921 corresponding shares on which dividends were unclaimed for seven consecutive years were transferred as per the requirements of the IEPF Rules. The details of the resultant benefits arising out of shares already transferred to the IEPF, year-wise amounts of unclaimed / un-encashed dividends lying in the unpaid dividend account up to the year, and the corresponding shares, which are liable to be transferred, are provided in the Shareholder information section of the Corporate governance report and are also available on our website (www.adaniports.com).

Reporting of frauds by auditors

During the year under review, the Statutory Auditors and Secretarial Auditor have not reported any instances of fraud committed against the Company by its officers or employees to the Audit Committee or the Board under section 143(12) of the Act.

Particulars of Employees

The Company had 2,736 employees (on consolidated basis) as of 31st March, 2022.

The percentage increase in remuneration, ratio of remuneration of each Director and Key Managerial Personnel (KMP) (as required under the Act) to the median of employees' remuneration, as 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 **Annexure-C** of this report.

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, is provide in a separate annexure forming part of this report. In terms of Section 136 of the Act, the Annual Report is being sent to the shareholders and others entitled thereto, excluding the said annexure which is available for inspection by the shareholders at the Registered Office of the Company during business hours on working days of the Company. If any shareholder is interested in obtaining a copy thereof, such Shareholder may write to the Company Secretary in this regard.

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 Committees (ICs), at all relevant locations across India to consider and resolve the complaints related to sexual harassment. The ICs includes external members with relevant experience. The ICs, presided by a senior women, conduct the investigations and make decisions at the respective locations. The ICs also work extensively on creating awareness on relevance of sexual harassment issues, including while working remotely.

During the year under review, the Company has not received any complaint pertaining to sexual harassment.

All new employees go through a detailed personal orientation on anti-sexual harassment policy adopted by the Company.

Vigil Mechanism

The Company has adopted a Whistle Blower Policy and has established the necessary vigil mechanism for directors and employees in confirmation with Section 177 of the Act and Regulation 22 of SEBI Listing Regulations, to facilitate reporting of the genuine concerns about unethical or improper activity, without fear of retaliation.

The vigil mechanism of the Company provides for adequate safeguards against victimization of directors and employees who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee in exceptional cases.

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/-/media/Project/Ports/Investor/corporate-governance/Policies/Whistle-Blower-Policy.pdf.

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 is provided as **Annexure-D** of this report.

Acknowledgement

Your Directors are highly grateful for all the guidance, support and assistance received from the Government of India, Governments of various states in India, Maritime Boards, concerned Government departments, Financial Institutions and Banks. Your Directors thank all the esteemed shareholders, 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)

Date: 24th May, 2022

Annexure-A to the Directors' Report

Sr. No.	Policy Name	Web-link
1	Vigil Mechanism / Whistle Blower Policy [Regulation 22 of SEBI Listing Regulations and as defined under Section 177 of the Act]	https://www.adaniports.com/-/media/Project/Ports/Investor/corporate-governance/Policies/Whistle-Blower-Policy.pdf
2	Policy for procedure of inquiry in case of leak or suspected leak of unpublished price sensitive information [Regulation 9A of SEBI (Prohibition of Insider Trading) Regulations]	https://www.adaniports.com/-/media/Project/Ports/Investor/corporate-governance/Policies/Leak-of-UPSI.pdf
3	Code of Practices and Procedures for Fair disclosure of unpublished price sensitive information [Regulation 8 of SEBI (Prohibition of Insider Trading) Regulations]	https://www.adaniports.com/-/media/Project/Ports/Investor/corporate-governance/Policies/Code_for_Fair_Disclosure_of_UPSI.PDF
4	Terms of Appointment of Independent Directors [Regulation 46 of SEBI Listing Regulations and Section 149 read with Schedule IV to the Act]	https://www.adaniports.com/-/media/Project/Ports/Investor/corporate-governance/Policies/ID-Terms-and-Conditions-of-Appointment.pdf
5	Familiarization Program [Regulations 25(7) and 46 of SEBI Listing Regulations]	https://www.adaniports.com/-/media/Project/Ports/Investor/corporate-governance/Policies/Directors-Familiarisation-Programme.pdf
6	Related party transactions [Regulation 23 of SEBI Listing Regulations and as defined under the Act]	https://www.adaniports.com/-/media/Project/Ports/Investor/corporate-governance/Policies/Related-Party-Transaction.pdf
7	Policy on Material Subsidiary [Regulation 24 of the SEBI Listing Regulations]	https://www.adaniports.com/-/media/Project/Ports/Investor/corporate-governance/Policies/Policy-on-Material-Subsidiary.pdf
8	Material Events Policy [Regulation 30 of SEBI Listing Regulations]	https://www.adaniports.com/-/media/Project/Ports/Investor/corporate-governance/Policies/Material-Events-Policy.pdf
9	Website content Archival Policy [SEBI Listing Regulations]	https://www.adaniports.com/-/media/Project/Ports/Investor/corporate-governance/Policies/Website-Content-Archival-Policy.pdf
10	Policy on Preservation of Documents [Regulation 9 of SEBI Listing Regulations]	https://www.adaniports.com/-/media/Project/Ports/Investor/corporate-governance/Policies/PolicyonPreservationofDocuments.pdf
11	Nomination and Remuneration Policy of Directors, KMP and other Employees [Regulation 19 of the SEBI Listing Regulations and as defined under Section 178 of the Act]	https://www.adaniports.com/-/media/Project/Ports/Investor/corporate-governance/Policies/Remuneration-Policy.pdf
12	CSR Policy [Section 135 of the Companies Act]	https://www.adaniports.com/-/media/Project/Ports/Investor/corporate-governance/Policies/CSRPolicy.pdf
13	Dividend Distribution and Shareholder Return Policy [Regulation 43A of the SEBI Listing Regulations]	https://www.adaniports.com/-/media/Project/Ports/Investor/corporate-governance/Policies/Dividend-Distribution-and-Shareholder-Return-Policy.pdf
14	Code of Conduct [Regulation 17 of the SEBI Listing Regulations]	https://www.adaniports.com/-/media/Project/Ports/Investor/corporate-governance/Policies/Code_of_Conduct.pdf
15	Policy on Board Diversity [Regulation 19 of the SEBI Listing Regulations]	https://www.adaniports.com/-/media/Project/Ports/Investor/corporate-governance/Policies/Board-Diversity-Policy.pdf

Annexure-B to the Directors' Report

Form No. MR-3
Secretarial Audit Report

for the financial year ended March 31, 2022

[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

We 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 us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our 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 authorized representatives in the conduct of secretarial audit during the pandemic of COVID 19 situation across the country, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2022 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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2022 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;

   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

We 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.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. During the year under report, the erstwhile Chief Financial Officer (CFO) resigned and the process of appointment of new CFO is underway.

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.

We 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.

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

1. Passed a special resolution for enhancing the borrowing limits of the Company not exceed in the aggregate to ₹50,000 crore under Section 180 (1) (c) of the Companies Act 2013.

Place: Ahmedabad
Date: 24th May, 2022

CS Ashwin Shah
Company Secretary
UDIN: F001640D000366862
C.P.No. 1640
Quality Reviewed 2021 PRC:1930/2022

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 Secretarial Audit Report

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. Where ever 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.

Place: Ahmedabad
Date: 24th May, 2022

CS Ashwin Shah
Company Secretary
UDIN: F001640D000366862
C.P.No. 1640
Quality Reviewed 2021 PRC:1930/2022

Form No. MR-3
Secretarial Audit Report

for the financial year ended March 31, 2022

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

To,
The Members,
Adani Krishnapatnam Port Limited
(Formerly known as Krishnapatnam Port Company Limited)

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by ADANI KRISHNAPATNAM PORT LIMITED (FORMERLY KNOWN AS KRISHNAPATNAM PORT COMPANY LIMITED) (CIN: U45203GJ1996PLC128239) (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's 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 authorized representatives during the conduct of secretarial audit by using appropriate Information technology tools like virtual data sharing by way of data room and remote desktop access tools, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2022, 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. The physical Inspection or Verification of documents and records were taken to the extent possible:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2022 according to the provisions of:

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

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made Thereunder: - Not Applicable to the company during the Audit period;

(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. However, there were no instances of Overseas Direct Investment.

(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: Not Applicable to the company during the Audit period;

b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015: Not Applicable to the company during the Audit period;

c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018: Not Applicable to the company during the Audit period;

d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021: Not Applicable to the company during the Audit period;

e. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021: Not Applicable to the company during the Audit period;

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, 2021: Not Applicable to the company during the Audit period;

h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018: Not Applicable to the company during the Audit period; and

i. SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015: 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. Indian Ports Act, 1908

b. The Merchant Shipping Act, 1958

We 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 Listing Agreements entered into by the Company with Stock Exchange(s): - Not Applicable to the company during the Audit period.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above, however the position of Company Secretary was filled after a gap of 28 days.

We further report that, the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. 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, if any, are captured and recorded as part of the minutes.

We 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.

We further report that, during the reporting period Company has passed following Special Resolutions in Annual general Meeting held on 10th July, 2021.

1. Appointment of Mr. Avinash Rai as a Managing Director of the Company for a period of 3 years w.e.f. 27th April, 2021.
2. Adoption of new Articles of Association of the Company.
3. Ratifying the remuneration paid to Mr. G. J. Rao, Managing Director of the Company in FY 2020-21 pursuant to the provisions of Section 197 read with Schedule V of the Companies Act, 2013.
4. Ratifying the remuneration paid to Mr. Chinta Sasidhar, Whole Time Director of the Company in FY 2020-21 pursuant to the provisions of Section 197 read with Schedule V of the Companies Act, 2013.

CS Bhavi Parikh
Partner
Samdani Shah and Kabra
ACS No. 23190
C P No.: 8740

Place: Ahmedabad — UDIN: A023190D000292580
Date: 9th May, 2022 — Peer Review Cer. No.: 1079/2021

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 Krishnapatnam Port Limited
(Formerly known as Krishnapatnam Port Company Limited)

Our Secretarial Audit Report of even date is to be read along with this letter.

Management's Responsibility

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Auditor's Responsibility

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
3. We believe that audit evidence and information obtain from the Company's management is adequate and appropriate for us to provide a basis for our opinion.
4. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.

Disclaimer

5. 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 Bhavi Parikh
Partner
Samdani Shah and Kabra
ACS No. 23190
C P No.: 8740
UDIN: A023190D000292580
Peer Review Cer. No.: 1079/2021

Place: Ahmedabad
Date: 9th May, 2022

Form No. MR-3
Secretarial Audit Report

for the financial year ended March 31, 2022

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

To,
The Members,
The Dhamra Port Company Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by THE DHAMRA PORT COMPANY LIMITED (CIN: U45205OR1998PLC005448) (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's 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 authorized representatives during the conduct of secretarial audit by using appropriate Information technology tools like virtual data sharing by way of data room and remote desktop access tools, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2022, 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. The physical Inspection or Verification of documents and records were taken to the extent possible:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2022 according to the provisions of:

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

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made Thereunder: **Not Applicable to the company during the Audit period**;

(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: **Not Applicable to the company during the Audit period**;

(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: **Not Applicable to the company during the Audit period**;

b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015: **Not Applicable to the company during the Audit period**;

c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018: **Not Applicable to the company during the Audit period**;

d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021: **Not Applicable to the company during the Audit period**;

e. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021: **Not Applicable to the company during the Audit period**;

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, 2021: **Not Applicable to the company during the Audit period**;

h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018: **Not Applicable to the company during the Audit period**; and

i. SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015: 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. Indian Ports Act, 1908

b. The Merchant Shipping Act, 1958

We 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 Listing Agreements entered into by the Company with Stock Exchange(s):- Not Applicable to the company during the Audit period.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above, however the position of the Manager or Managing Director or CEO and in their absence Whole time director was filled after a gap of 89 days.

We further report that, the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. 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, if any, are captured and recorded as part of the minutes.

We 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.

We further report that during the audit period there were no specific events / actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

We further report that, during the reporting period Company has passed following Special Resolution in Annual general Meeting held on 10th July, 2021:

1. Appointment of Ms. Komal Majmudar (DIN: 06956344) as a Women Independent Director of the Company.

CS Dhwani Rana
Partner
Chirag Shah and Associates
ACS No. 43629
C P No.: 21737

Place: Ahmedabad — UDIN: A043629D000293208
Date: 9th May, 2022 — Peer Review Cer. No.: 704/2020

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
The Dhamra Port Company Limited

Our Secretarial Audit Report of even date is to be read along with this letter.

Management's Responsibility

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Auditor's Responsibility

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.

3. We believe that audit evidence and information obtain from the Company's management is adequate and appropriate for us to provide a basis for our opinion.

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

Disclaimer

5. 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 Dhwani Rana
Partner
Chirag Shah and Associates
ACS No. 43629
C P No.: 21737
UDIN: A043629D000293208
Peer Review Cer. No.: 704/2020

Place: Ahmedabad
Date: 9th May, 2022

Form No. MR-3
Secretarial Audit Report

for the financial year ended March 31, 2022

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

To,
The Members,
The Adani Harbour Services Limited
(Formerly known as The Adani Harbour Services Private Limited)

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by THE ADANI HARBOUR SERVICES LIMITED (CIN:U61100GJ2009FLC095953) (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's 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 authorized representatives during the conduct of secretarial audit by using appropriate Information technology tools like virtual data sharing by way of data room and remote desktop access tools, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2022, 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. The physical Inspection or Verification of documents and records were taken to the extent possible:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2022 according to the provisions of:

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

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made Thereunder: **Not Applicable to the company during the Audit period**;

(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:- **Not Applicable to the company during the Audit period**;

(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: **Not Applicable to the company during the Audit period**;

b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015: **Not Applicable to the company during the Audit period**;

c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018: **Not Applicable to the company during the Audit period**;

d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021: **Not Applicable to the company during the Audit period**;

e. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021: **Not Applicable to the company during the Audit period**;

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, 2021: **Not Applicable to the company during the Audit period**;

h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018: **Not Applicable to the company during the Audit period**; and

i. SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015: **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. Indian Ports Act, 1908

b. The Merchant Shipping Act, 1958

We 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 Listing Agreements entered into by the Company with Stock Exchange(s): **Not Applicable to the company during the Audit period**.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above however the position of Company Secretary was filled after a gap of 128 days.

We further report that, the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. 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, if any, are captured and recorded as part of the minutes.

We 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.

We further report that during the audit period there were no specific events / actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

We further report that during the year Company has passed following special resolution in Annual general Meeting held on 10^{th} July, 2021:

1. Appointment of Ms. Shivna Sanjay Majmudar (DIN: 07160746) as a Women Independent Director of the Company

CS Dhwani Rana
Partner
Chirag Shah and Associates
ACS No. 43629
C P No.: 21737
UDIN: A043629D000297278
Peer Review Cer. No.: 704/2020

Place: Ahmedabad
Date: 10^{th} May, 2022

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
The Adani Harbour Services Limited
(Formerly known as The Adani Harbour Services Private Limited)

Our Secretarial Audit Report of even date is to be read along with this letter.

Management's Responsibility

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Auditor's Responsibility

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
3. We believe that audit evidence and information obtain from the Company's management is adequate and appropriate for us to provide a basis for our opinion.
4. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.

Disclaimer

5. 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 Dhwani Rana
Partner
Chirag Shah and Associates
ACS No. 43629
C P No.: 21737
UDIN: A043629D000297278
Peer Review Cer. No.: 704/2020

Place: Ahmedabad
Date: 10th May, 2022

Form No. MR-3
Secretarial Audit Report

for the financial year ended March 31, 2022

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

To,
The Members,
Adani Logistics Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by ADANI LOGISTICS LIMITED, (CIN: U63090GJ2005PLC046419) (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our 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 authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2022, 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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2022 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 there under: **Not Applicable to the company during the Audit period**;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

(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: **Not Applicable to the company during the Audit period**

(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: **Not Applicable to the company during the Audit period**;

b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015: **Not Applicable to the company during the Audit period**;

c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018: **Not Applicable to the company during the Audit period**;

d. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 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: **Not Applicable to the company during the Audit period**;

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**;

h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018: **Not Applicable to the company during the Audit period**; and

i. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015: **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 Indian Railway Act, 1989

b. The Punjab Shops and Establishment Act, 1958

c. The Contract Labour Regulation and Abolition Act, 1970

d. The Food Safety and Standards Act, 2006

e. The Customs Act,1962

f. The Central Excise Act, 1944

We 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 Listing Agreement / SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 entered into by the Company with Stock Exchanges: **Not Applicable to the company during the Audit period**.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

Adequate notices were 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.

All decisions at Board Meetings were carried out unanimously. As per records available in the said minutes there were no dissenting views expressed by any directors during the meetings.

We 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.

We further report that during the year Company has passed following special resolutions in Annual general Meeting held on 10th July, 2021:

1. Ratification of Re-appointment of Capt. Sandeep Mehta (DIN: 00897409) as a Managing Director of the Company

2. Appointment of Mr. Vikram Jaisinghani (DIN: 00286606) as a Managing Director of the Company for a period of 3 (three) years.

For, P.PARIKH & ASSOCIATES

Parthiv Parikh
Proprietor
FCS No. 2692
C P No.: 19200
UDIN: F002692D000276669

Place: Ahmedabad
Date: 10th May, 2022

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'

The Members,
Adani Logistics Limited
CIN:U63090GJ2005PLC046419

Our Secretarial Audit Report of even date is to be read along with this letter.

Management's Responsibility

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Auditor's Responsibility

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.

3. We believe that audit evidence and information obtain from the Company's management is adequate and appropriate for us to provide a basis for our opinion.

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

Disclaimer

5. 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.

For, P.PARIKH & ASSOCIATES

Parthiv Parikh
Proprietor
FCS No. 2692
C P No.: 19200
UDIN: F002692D000276669

Place: Ahmedabad
Date: 10th May, 2022

Form No. MR-3
Secretarial Audit Report

for the financial year ended March 31, 2022

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

To,
The Members,
Adani Hazira Port Limited

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Adani Hazira Port Limited (herein after referred to as "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Due to the current Pandemic situation of COVID-19, Based on our online verification of the Adani Hazira Port Limited 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 authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2022 generally 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:

We have online examined the books, papers, minute books, forms and returns filed and other records maintained by Adani Hazira Port Limited ("the Company") for the financial year ended on 31st March, 2022 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 Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with clients;

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

(v) 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;

(vi) Since the Company is not listed on the stock exchange and does not intent to get its shares listed on the Stock Exchange the Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') are not applicable to the Company.

(vii) There are no laws which are specifically applicable to the Company.

Since the Company is not listed on the stock exchange, provisions of the SEBI (LODR) Regulations, 2015 are not applicable. We have examined compliance with applicable clauses of Secretarial Standards issued by the Institute of Company Secretaries of India for holding Board and General meetings.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

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.

All decisions at Board Meetings and Committee Meetings were carried out unanimously. As per records available in the said minutes there were no dissenting views expressed by any directors during the meetings.

We 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.

We further report that during the audit period of the Company, there are no specific events / actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

For, Ravi Kapoor & Associates

Ravi Kapoor
Company Secretary in practice
FCS No. 2587
C P No.: 2407
UDIN: F002587D000289291

Place: Ahmedabad
Date: 9th May, 2022

'Annexure-A'

To,
The Members,
Adani Hazira Port 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 process 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 process 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 procedure 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.

For, **Ravi Kapoor & Associates**

Ravi Kapoor
Company Secretary in practice
FCS No. 2587
C P No.: 2407
UDIN: F002587D000289291

Place: Ahmedabad
Date: 9th May, 2022

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 2021-22 and the percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary in the financial year 2021-22:

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	49.15:1	64.29
Mr. Karan Adani	47.01:1	106.39
Non-Executive Directors:		
Mr. Rajesh S. Adani[1]	0.85:1	-
Dr. Malay Mahadevia[2]	8.78:1	-
Mrs. Avantika Singh Aulakh	-	-
Prof. G. Raghuram[3]	3.15:1	-
Mr. G. K. Pillai[3]	3.42:1	-
Mrs. Nirupama Rao[3]	2.70:1	-
Mr. Bharat Sheth[3]	2.56:1	-
Mr. P. S. Jayakumar[3]	3.04:1	-
Key Managerial Personnel:		
Mr. Kamlesh Bhagia	N.A.	12.61

[1]Reflects sitting fees

[2]Reflects remuneration upto 31.05.2021 and sitting fees w.e.f 01.06.2021

[3]Reflects sitting fees and commission

ii) The percentage increase in the median remuneration of employees in the financial year: 12.36%

iii) The number of permanent employees on the rolls of Company: 1,125 as on 31st March, 2022.

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: 7%
- Average increase in remuneration of KMPs: 78%
- 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

- LED lights conversion in STS Crane is completed and the utility energy consumption is reduced by 9,488 units annually.
- LED lights conversion in RTG Crane is completed and the utility energy consumption is reduced by 1,120 units annually.
- The installed LED Lights 16 nos. (2 X 200W) with total load of 6,400W in existing HM tower, 2 Nos. HM Towers are now totally replaced and optimized with 16 Nos. (1 X 320W) Fittings. This yielded an energy saving of 11,200 units per year in 2 Nos. HM Tower.
- Average power factor of the system has been maintained up to 0.96 for Multi-purpose Terminal (MPT).
- LED light conversion in Conveyor, WLS and TLS area. Installation 1,514 Nos.30 W LED light in place of 70W HPSV lights and utility energy consumption is reduced by 1,98,939 KWH annually.
- LED light conversion in HM tower. Installation 35 Nos. 325 W LED light in place of 1,000 W HPSV lights and utility energy consumption is reduced by 86,231 KWH annually.
- Air-line tapping for WLS & TLS take from local compressor & reduce power consumption of 36,810 KWH annually.
- Mundra West Basin: Reduction in KWH/Ton from 0.34 to 0.29 KWH/MT in Berth -3 Conveyor Route by increase belt loading capacity. This initiatives has saved 2,78,680 units of energy translating around ₹18.5 Lakh cost saving(considered electricity unit rate ₹6.6 KWH).
- Diesel Saving Initiative - Modification in DMC Tractor: DG Operated compressor removed & TOYO Compressor installed in DMC Tractor. Resulting in to saving of 3,568 Liter Fuel(considered Diesel rate - ₹90/L).
- TLS Chute modification at West Basin: Impact of this modification- average cargo correction reduced from 8.44 MT to 2.14 MT. This will results in saving of 5,381 Liter Diesel used in HEME Equipment's for correction. Estimated annual saving is ₹4,84,290.

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

- Solar alternate energy used and generate 39,33,427 units for Multi-purpose Terminal (MPT).
- Solar alternate energy used and generate 61,71,073 units for West Basin Coal Terminal.

III) Capital investment on energy conservation equipment - Not applicable

B. Technology Absorption

I) Efforts made towards technology absorption

- Three Nos. New STS Cranes are commissioned which has the following new technologies and safety systems in-built, which significantly targets safety of Manpower/Equipment, removal of manpower requirement for repetitive jobs, improve efficiency of operator and better productivity.
  - a) Chassis Positioning System.
  - b) Vessel profiling system
  - c) Optical Character Recognition (OCR) System
  - d) Auto lubrication system
  - e) Online Vibration Monitoring System
  - f) Boom Anti Collision and CCTV Camera System
- Fuel level sensor is installed and hooked up with RTG PLC and mimics developed in SCADA for real time monitoring of Fuel level in RTGs.

- High Tension Breaker operating through Human machine interface screen develop to increase safety by absorbing technology at Multipurpose terminal.
- Fertilizer Cargo Complex Air compressor operation controlling through Central control room SCADA at Multi-purpose terminal.
- Fertilizer Raw Material conveyor system Siemens PLC upgrade from S7-200 to S7-300 at Multipurpose terminal (MPT).
- Idler monitoring demo was successfully done for online monitoring of idler temperature.
- Gear Box (Hold & Close) oil temperature continuous monitoring for 8 Nos of GSU was developed in SCADA graphs.
- Inclinometer installed in HEME equipment.
- SCADA and Servers were upgraded to its latest versions for control room.
- GSU CMS was upgraded to its latest versions.
- Anti-collision sensors were installed in all BWSR to avoid truck collision with boom/bucket.
- Anti-collision camera system trial was done in GSU to prevent collision between grab and HEME equipment.

II) **Benefits derived like product improvement, cost reduction, product development or import substitution:** Not applicable

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	2021-22	2020-21
Foreign exchange earned	93.88	40.49
Foreign exchange outgo	1,554.82	1,198.29

Annual Report on CSR Activites to be included in the Board's Report for Financial Year 2021-22.

1. Brief outline on CSR Policy of the Company. : 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 has identified Education, Community Health, Sustainable Livelihood and Community Infrastructure as the core sectors for CSR activities.

2. Composition of CSR Committee:

Sr. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the tenure	Number of meetings of CSR Committee attended during the tenure
1	Mr. Rajesh S. Adani[1]	Chairman	3	-
2	Mrs. Nirupama Rao[2]	Chairperson	1	1
3	Dr. Malay Mahadevia	Member	4	3
4	Mr. G. K. Pillai	Member	4	4
5	Prof. G. Raghuram[2]	Member	1	1

[1]ceased as Member w.e.f. 27.10.2021

[2]Appointed as Member w.e.f. 27.10.2021

3. Provide the web-link where Composition of CSR Committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company. : https://www.adaniports.com/-/media/Project/Ports/Investor/corporate-governance/Policies/CSR-Plan.pdf

4. Provide the details of Impact assessment of CSR projects carried out in Pursuance of Sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report). : Not applicable during the year under review.

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the Financial year, if any. : Yes. ₹16.00 crore excess spent in FY 2020-21 is available for set-off.

Sr. No.	Financial Year	Amount available for set-off from preceding Financial years (₹ in crore.)	Amount required to be set off for the Financial year, if any (₹ in crore)
1	2020-21	₹16.00	₹16.00
	Total	₹16.00	₹16.00

6. Average net profit of the Company as per Section 135(5). : ₹2494.70 crore
7. (a) Two percent of average net profit of the Company as per Section 135(5).: ₹49.89 crore
   (b) Surplus arising out of the CSR projects or programmes or activities of the previous Financial years. : Nil
   (c) Amount required to be set off for the Financial Year, if any. : ₹16.00 crore
   (d) Total CSR obligation for the Financial year (7a + 7b - 7c). : ₹33.89 crore
8. (a) CSR amount spent or unspent for the Financial year:

Total Amount Spent for the Financial Year (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5).		
	In ₹	Date of transfer	Name of the Fund	In ₹	Date of Transfer
₹34.29 Crore	Nil	-	-	Nil	-

   (b) Details of CSR amount spent against ongoing projects for the Financial Year : Not applicable
   (c) Details of CSR amount spent against other than ongoing projects for the Financial year 2021-22 : As per given below table.

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sr. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act.	Local area (Yes /No)	Location of the Project		Amount allocated for the project (₹ in crore)	Mode of Implementation Direct (Yes/No)	Mode of Implementation Through Implementing Agency.	
				State	District			Name	CSR Reg. number:
1	Empowering youth for employment or self -sustainability through vocational training	(vii)	Yes	Across Gujarat		1.47	No	Adani Skill Development Centre	CSR00000586
2	Education and Social development including Admin expenses	(i) & (ii)	Yes	Across Gujarat		7.00	No	Adani Foundation	CSR00000265
3	Community Health	(i)	Yes	Mundra, Gujarat		3.21	No		
4	Sustainable Livelihood	(iv)	Yes	Mundra, Gujarat		1.88	No		
5	Promoting Health Care	(i)	Yes	Nagpur, Maharashtra		15.00	No	Dr. Aabaji Thatte Seva Aur Anusandhan Sansthan	CSR00012471
6	Promoting Health Care	(i)	Yes	Mumbai, Maharashtra		0.1	No	Yuvak Pratishthan	CSR00012045
7	Environmental Sustainability	(iv)	Yes	Gandhinagar, Gujarat		0.25	No	Environmental Sanitation Institute	CSR00009029
8	Environmental Sustainability	(iv)	Yes	Kutch, Gujarat,		1.00	No	Enviro Creators Foundation	CSR00003641

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sr. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act.	Local area (Yes /No)	Location of the Project		Amount allocated for the project (₹ in crore)	Mode of Implementation Direct (Yes/No)	Mode of Implementation Through Implementing Agency.	
				State	District			Name	CSR Reg. number:
9	Promoting education	(i) & (ii)	Yes	Surat, Gujarat		0.1	No	Takshashila Education and Medical Charitable Trust	CSR00012515
10	Covid -19 initiative	(i)	Yes	Across India		3.86	Yes	-	-

(d) Amount spent in Administrative Overheads : ₹0.42 crore

(e) Amount spent on Impact Assessment, if applicable : Not applicable

(f) Total amount spent for the FY 2021-22 (8b + 8c + 8d + 8e) : ₹34.29 crore

(g) Excess amount for set off, if any

Sr. No.	Particular	Amount (₹ In Crore)
(i)	Two percent of average net profit of the Company as per Section 135(5)	₹49.89 crore
(ii)	Total amount spent for the financial Year	₹50.29 crore (including carry forward of ₹16.00 crore of previous year)
(iii)	Excess amount spent for the financial year [(ii)-(i)]	-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii) – (iv)]	-

9. (a) Details of Unspent CSR amount for the preceding three financial years : Not applicable

   (b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s) : Not applicable

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the Financial Year. (asset-wise details)

    (a) Date of creation or acquisition of the capital asset(s) : Not applicable

    (b) Amount of CSR spent for creation or acquisition of capital asset : Not applicable

    (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc. : Not applicable

    (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset). : Not applicable

11. Specify the reason(s), if the Company has failed to spend two per cent of the average net profits as per Section 135(5) : Not applicable

Gautam S. Adani
(Chairman and Managing Director)

Nirupama Rao
(Chairperson CSR Committee)

Management discussion & analysis

Company overview

Adani Ports and Special Economic Zone Limited (APSEZ / Company), promoted by Adani Group, is India's largest port developer and operator comprising 12 ports and terminals and 538 MMT of operating capacity. APSEZ's domestic ports are in seven maritime states (Gujarat, Goa, Kerala, Andhra Pradesh, Maharashtra, Tamil Nadu and Odisha), which account for around one-fourth of the country's total port capacity, managing large volumes of cargo from coastal areas and the broad hinterland. The Company is creating a transhipment port at Vizhinjam in Kerala. Nearly, 62% of the Company's capacity is on the west coast of India and 38% on the east coast.

The Company aims to evolve as the India's largest integrated transport utility company and the world's largest private port company by 2030. APSEZ pioneered the concept of Science Based Targets Initiative (SBTi) in India, the third port company in the world to do so. APSEZ's vision is to achieve carbon neutrality by 2025, validating its commitment to emission reduction targets to control global warming at 1.5°C above pre-industrial levels and become carbon-positive by 2030.

Adani Logistics Limited (ALL), a wholly owned subsidiary of APSEZ, is the most diversified end-to-end logistic services provider in India with a footprint across all key global markets. ALL administers six logistics parks.

Highlights of FY2021-22 (FY22)

Ports

- Sarguja Rail Corridor Pvt. Ltd. acquisition completed and consolidated in APSEZ books with effect from 1st April, 2021
- Gangavaram Port Ltd. (GPL) acquisition is likely to be completed in all aspects in Q1 FY23; post-NCLT approval, APSEZ FY22 numbers will be restated to include GPL retrospectively from 1st April, 2021
- Acquired remaining 25% stake in Krishnapatnam port for ₹2,800 crore, making it a 100% subsidiary of APSEZ
- Acquired 97.17% stake in Ocean Sparkle Ltd, India's leading third-party marine services provider
- Received LOA from Haldia Port Trust for setting up a 5 MMTPA bulk terminal
- Container terminal at Colombo (WCT I) achieved financial closure in February, 2022 with construction expected to begin soon
- Vizhinjham port is expected to commence operations during FY24
- APSEZ emerged as the highest bidder for the West Bengal government's greenfield deep-sea port project in Tajpur
- The Tribunal adjudicating the legality of the termination of the underlying concession agreement of Adani Vizag Coal Terminal awarded an interim settlement of ₹155 crore, which the Company received from the Vizag Port Trust

Logistics

- Launched Grade-A warehousing business segment by partnering Flipkart for a 534,000 sq. ft. fulfilment center in the upcoming logistics hub in Mumbai
- Initiated the construction of new warehousing facilities at Mumbai, Indore, Palwal, Ranoli, Kochi and Virochannagar totaling 4 million sq. ft., with likely commissioning by Q4FY23
- Construction of Multi-Modal Logistics Parks (MMLPs) initiated at Virochannagar and Taloja; with this ALL, will have eight MMLPs at strategic locations across India
- ALL is constructing five projects of cumulative 250,000 MT capacity at Panipat, Kannauj, Dhamora, Darbhanga and Samastipur. Two of these projects will be commissioned in H1FY23, one in H2FY23 and the rest in FY24.

- ALL placed an order for additional 19 bulk rakes (under GPWIS) to be delivered in FY23

SEZ

- Agreement with IOCL to augment crude oil capacity by constructing nine new tanks at Mundra, thus enabling it to handle and blend additional 10 MMTPA crude oil
- MOU signed with POSCO for setting up a 5 MTPA integrated steel plant in Mundra
- An agreement signed with the Bangladesh Economic Zones Authority (BEZA) to set up an Indian Economic Zone at the Bangabandhu Sheikh Mujib Shilpa Nagar (BSMSN) in Mirsarai, Chattogram

Economic review

Global economic overview

The global economy grew an estimated 6.1% in 2021 compared to a de-growth of 3.1% in 2020. This improvement was largely due to increased vaccination rollout the world over and a revival in economic activity based on catch-up consumption.

The global economy was affected by prohibitive shipping freight rates, a shortage of shipping containers and semiconductor chips in 2021, affecting global economic recovery. Inflation was at its highest since 2011, especially in the advanced economies, catalysed by a run up in commodity prices. Some emerging and developing economies were positioned to withdraw policy support to contain inflation even as the economic recovery was still incomplete.

The prominent feature of the global economic activity during the year under review was a sharp revival in commodity prices to record levels following the drop at the time of pandemic outbreak. The commodities that reported a sharp increase in prices comprised steel, coal, oil, copper, foodgrains, fertilisers and gold.

As per the IMF's World Economic Outlook in April 2022, the global economy is projected to grow by 3.6% in 2022 following the Russia-Ukraine crisis. A higher interest rate environment could affect emerging markets and developing economies with large foreign currency borrowings and external financing needs in 2022.

IMF's world economic outlook projections in April 2022

(% YoY)	2020	2021	2022	2023
World output	–3.1	6.1	3.6	3.6
Advanced economies	–4.5	5.2	3.3	2.4
United States	–3.4	5.7	3.7	2.3
Euro area	–6.4	5.3	2.8	2.3
Germany	–4.6	2.8	2.1	2.7
France	–8.0	7.0	2.9	1.4
Italy	–9.0	6.6	2.3	1.7
Spain	–10.8	5.1	4.8	3.3
Japan	–4.5	1.6	2.4	2.3
United Kingdom	–9.3	7.4	3.7	1.2
Canada	–5.2	4.6	3.9	2.8
Other advanced economies	–1.8	5.0	3.1	3.0
Emerging market and developing economies	–2.0	6.8	3.8	4.4
Emerging and developing Asia	–0.8	7.3	5.4	5.6
China	2.2	8.1	4.4	5.1
India	–6.6	8.9	8.2	6.9
ASEAN-5	–3.4	3.4	5.3	5.9
Emerging and developing Europe	–1.8	6.7	–2.9	1.3
Russia	–2.7	4.7	–8.5	–2.3
Latin America and the Caribbean	–7.0	6.8	2.5	2.5
Brazil	–3.9	4.6	0.8	1.4
Mexico	–8.2	4.8	2.0	2.5
Middle East and Central Asia	–2.9	5.7	4.6	3.7

(% YoY)	2020	2021	2022	2023
Saudi Arabia	−4.1	3.2	7.6	3.6
Sub-Saharan Africa	−1.7	4.5	3.8	4.0
Nigeria	−1.8	3.6	3.4	3.1
South Africa	−6.4	4.9	1.9	1.4

(Source: IMF)

Performance of major economies

United States: The US economy grew by 5.7% in 2021, the highest in almost four decades, against a contraction of 3.4% in 2020 primarily due to strong consumer and business spending and investments, aided by private capex and exports.

China: The Chinese economy grew by 8.1% in 2021, exceeding the government's target of above 6% economic growth. However, the zero-Covid policy caused increased infections further exacerbating economic disruptions amidst muted consumer spending. China's economic outlook is affected by several weaknesses including rising raw material costs, doubtful demand recovery and Russia-Ukraine war. The Chinese government has set a growth target of 5.5% for 2022, which is the lowest since 1991.

United Kingdom: The country's GDP grew 7.4% in 2021 compared to a 9.3% de-growth in 2020.

Japan: The country reported growth of 1.6% in 2021 following a contraction of -4.5% in the previous year.

Germany: The country reported a GDP growth of 2.8% in 2021 compared to a decline of 4.6% in 2020.

(Source: IMF)

Indian economic overview

The Indian economy reported an attractive recovery in 2021-22, its GDP rebounded from de-growth of 6.6% in 2020-21. As per the data released by Central Statistics Office (CSO) of the Government of India, real GDP growth in 2021-22 was 8.7% with private consumption growth at 7.9% and government consumption by 2.6%. Capex as measured by gross fixed capital formation (GFCF) showed a growth of 15.8%. On the supply side, industrial sector including mining, manufacturing, electricity and other utilities and construction saw an accelerated rate of growth at 11.6%, 9.9%, 7.5% and 11.5%, respectively in 2021-22.

By the close of 2021-22, India was among the six largest global economies, its economic growth rate was the fastest among major economies (save China). India is the second most populous country in the world and its under-consumed rural population is arguably the largest in the world.

Y-o-Y growth of the Indian economy

	FY19	FY20	FY21	FY22
Real GDP growth (%)	6.5	3.7	(6.6)	8.7

Growth of the Indian economy

Growth, YoY (%)	Q1FY21	Q2FY21	Q3FY21	Q4FY21	Q1FY22	Q2FY22	Q3FY22	Q4FY22
Private consumption	-23.8	-8.3	0.6	6.5	14.4	10.5	7.4	1.8
Government consumption	13.6	-22.9	-0.3	29.0	-4.8	8.9	3.0	4.8
Gross Capital Formation	-48.3	-6.1	-1.9	11.9	72.3	26.8	8.4	5.2
Fixed Capital	-45.3	-4.5	-0.6	10.1	62.5	14.6	2.1	5.2
Exports	-25.5	-6.5	-8.6	3.7	40.8	20.7	23.1	16.9
Less, Imports	-41.1	-17.9	-5.2	11.7	61.1	41.0	33.6	18.0
GDP	-23.8	-6.6	0.7	2.5	20.1	8.4	5.4	4.1

(Source: Central Statistics Office (CSO), Government Of India)

The Indian economy was affected by the second wave of the pandemic that affected economic growth towards the fag end of the previous financial year and across the first quarter of the financial year under review. The result is that after a growth of 2.5% in the last quarter of 2020-21, the Indian economy grew 20.1% in the first quarter of FY 2021-22 due to low base during the corresponding period of the previous year.

Rainfall was abundant in 2021 as the country received 99.32% of a normal monsoon, lower though than in the previous year. The estimated production of rice and pulses recorded volumes of 127.93 million tonnes and 26.96 million tonnes respectively. The total oilseeds production of the country recorded a volume of 371.47 million tonnes. The agricultural gross value added (GVA) growth in FY22 is 3.0%.

Foreign trade is at an all-time high.

India's merchandise exports and imports finally improved in 2021-22 from the consecutive decline of preceding two years. Apart from volumes growth, there was also a value growth on account of rise in global commodity prices.

Trends in India's trade

(USD billion)

	FY18	FY19	FY20	FY21	FY22
Exports	303.6	330.2	313.2	291.0	422.1
POL	37.5	46.6	41.2	25.7	67.6
Non-POL	266.1	283.6	271.9	265.2	354.6
Imports	465.6	514.3	474.2	393.0	612.6
Crude & POL	108.7	141.1	130.5	82.4	161.8
Gold & Silver	36.9	36.6	30.8	35.1	49.5
Non-POL & Non-Gold & Silver	320.1	336.6	312.8	275.5	401.3

(Source: Directorate General of Commercial Intelligence and Statistics (DGCI&S), Government of India)

At USD 422 billion in 2021-22, merchandise exports were at their highest, growing by 45.1% y-o-y. India's exports surge in FY22 was led by manufacturing of engineering goods, electronic goods, textiles and gems and jewellery. Out of the USD 131 billion incremental exports in 2021-22, USD 81 billion came from manufactured goods and USD 42 billion was from POL. In manufactured goods, engineering goods, textiles and electronic goods accounted for USD 34 billion, 21 billion and 5 billion growth respectively.

India's exports of major commodities

(USD billion)

	FY18	FY19	FY20	FY21	FY22
Petroleum, Oil & Lubricants (POL)	37.5	46.6	41.2	25.7	67.6
Agricultural and allied products	38.4	38.7	35.2	41.3	49.7
Ores & minerals	3.3	3.6	4.6	7.0	6.0
Manufactured goods	221.8	237.9	228.8	213.9	294.8
Leather & leather manufactures	5.4	5.3	4.8	3.5	4.7
Chemicals & related products	38.3	44.5	45.8	49.1	57.3
Engineering goods	74.6	79.2	74.3	72.2	106.3
Electronic goods	7.6	10.0	12.9	12.1	16.9
Textiles (excluding readymade garments)	17.1	18.3	16.8	15.9	23.8
Readymade garments	16.7	16.1	15.5	12.2	16.0

	FY18	FY19	FY20	FY21	FY22
Other manufactured goods	62.1	64.4	58.7	48.9	69.8
Other commodities	2.6	3.3	3.4	3.1	4.1
Total	303.6	330.2	313.2	291.0	422.1

(Source: Directorate General of Commercial Intelligence and Statistics (DGCI&S), Government of India)

India's merchandise imports surged by 56.0% to USD 613.3 billion in 2021-22. Both exports and imports were at an all-time high. India's crude and POL import bill almost doubled to USD 162.1 billion in 2021-22 from USD 82.4 billion in 2020-21 as the prices of crude oil saw a sharp rally. Imports of non-POL items also peaked at USD 451.1 billion during 2021-22, translating into a growth of 45.2% over 2020-21. Of the USD 220 billion incremental imports in 2021-22, USD 108 billion came from manufactured goods and USD 79 billion was from POL. In manufactured goods, USD 23 billion, 24 billion and 20 billion rise was seen in chemicals, engineering goods and electronic goods respectively. Apart from this, gold and silver and precious stones accounted for USD 14 billion and 13 billion respectively.

India's imports of major commodities

(USD billion)

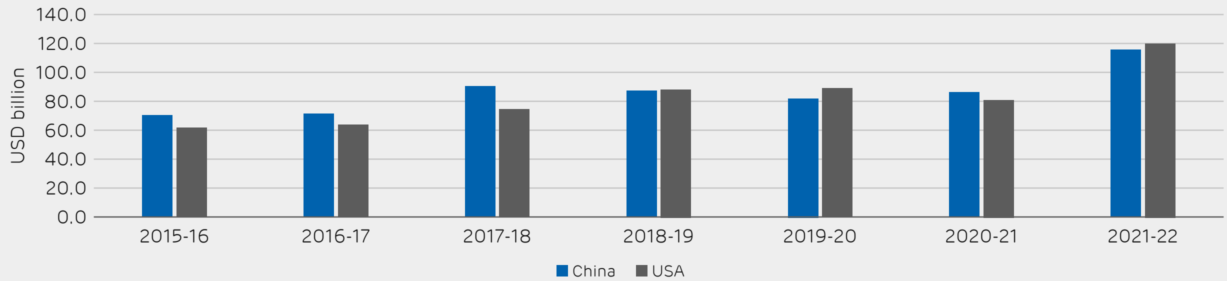
	FY18	FY19	FY20	FY21	FY22
Crude & POL	108.7	141.1	130.5	82.4	161.8
Agricultural and allied products	24.8	20.8	21.8	21.5	32.3
Ores & minerals	31.8	33.6	27.3	20.8	40.9
Manufactured goods	295.4	313.8	289.8	263.8	371.5
Leather & leather manufactures	1.1	1.1	1.0	0.6	0.9
Chemicals & related products	40.9	48.4	44.9	45.4	68.4
Engineering goods	87.3	101.1	97.0	76.2	100.1
Electronic goods	55.8	60.2	57.2	56.6	76.8
Textiles (excluding readymade garments)	4.1	4.5	4.6	3.8	5.4
Readymade garments	0.8	1.1	1.1	0.9	1.3
Other manufactured goods	105.5	97.3	84.0	80.3	118.6
Other commodities	5.0	5.0	4.8	4.5	6.0
Total	465.6	514.3	474.2	393.0	612.6

(Source: Directorate General of Commercial Intelligence and Statistics (DGCI&S), Government Of India)

US surpassed China to become India's top trading partner in 2021-22

Bilateral trade between the US and India stood at USD 119.5 billion in 2021-22 as against USD 80.3 billion in 2020-21. During 2021-22, India's bilateral trade with China aggregated to USD 115.4 billion as compared to USD 86.2 billion in 2020-21. India's trade deficit with China in 2021-22 expanded to USD 73 billion (USD 43.8 billion in 2020-21) while trade surplus with US rose to USD 32.8bn (USD 22.7 bn in 2020-21) indicating adverse terms of trade with the former.

Bilateral trade of India with China and USA



(Source: Directorate General of Commercial Intelligence and Statistics (DGCI&S), Government Of India)

India's global trade share rose to 2.16%. As per preliminary data released by the WTO, India's share in world trade in 2021 rose to 2.16% in 2021 from 1.83% in 2020. India's exports share in global exports touched 1.77% in 2021 as per early data by WTO, possibly led by manufacturing, pharmaceuticals and fuels etc. India's import share at 2.54% in 2021 was led by fuel and manufacturing.

Merchandise trade	2017	2018	2019	2020	2021
India's Share (%)	2.10%	2.13%	2.11%	1.83%	2.16%

(Source: World Trade Organization (WTO), Directorate General of Commercial Intelligence and Statistics (DGCI&S), Government Of India)

There were other positive features of the Indian economy during the year under review.

Foreign direct investments (FDI) in India increased 15% to USD 74.01 billion in 2021 from USD 87 billion in 2020, a validation of global investor confidence in India's growth story. The Indian government approved 100% FDI for insurance intermediaries and increased FDI limit in the insurance sector from 49% to 74% in Union Budget 2021-22.

India surpassed the ₹88,000 crore target set for asset monetisation in 2021-22, raising over ₹97,000 crore with roads, power, coal, mining and minerals accounting for a large chunk of the transactions.

The Indian government launched a four-year ₹6 lakh crore asset monetisation plan (roads and highways, pipelines, power transmission lines, telecom towers, railways station re-development, private trains, tracks, goods sheds, dedicated freight corridor, railways stadiums, airports, projects in major ports, coal mining projects, mineral mining blocks, national stadia, redevelopment of colonies and hospitality assets).

In 2021, India was the largest recipient of global remittances. The country received USD 87 billion during 2021, with the US being the largest source (20%). India's foreign exchange reserves stood at an all-time high of USD 642.45 billion as on September 3, 2021, crossing USD 600 billion in FOREX reserves for the first time.

India's currency weakened 3.59% from ₹73.28 to ₹75.91 to a US dollar through FY22. The consumer price index (CPI) of India stood at 5.5% in FY22. India reported improving Goods and Services Tax (GST) collections month-on-month in the second half of FY22 following the relaxation of the lockdown, validating the consumption-driven improvement in the economy. The country recorded its all-time highest GST collections in March 2022 standing at ₹1.42 lakh crore, which is 15% higher than the corresponding period in 2021.

India ranked 62 in the 2020 World Bank's Ease of Doing Business ranking. The country received positive FPIs worth ₹51,000 crore in 2021 as the country ranked fifth among the world's top leading stock markets with a market capitalisation of USD 3.21 trillion in March 2022.

India's per capita income was estimated to have increased 16.28% from ₹1.29 lakh in 2020-21 to ₹1.50 lakh in 2021-22 following a relaxation in lockdowns and increased vaccine rollout.

(Source: Economic Times, IMF, World Bank, EIU, Business Standard, McKinsey, SANDRP, Times of India, Livemint, InvestIndia.org, Indian Express, NDTV, Asian Development Bank)

Indian economic reforms and Budget 2022-23 (Budget) provisions

The Budget 2022-23 seeks to lay the foundation of the Indian economy over the 'Amrit Kaal' period of the next 25 years leading to 100 years of independence in 2047. The Indian government is emphasizing the role of PM Gati Shakti, Inclusive Development, Productivity Enhancement & Investment, Sunrise Opportunities, Energy Transition and Climate Action, as well as Financing of Investments.

Union Budget 2022-23 for infrastructure and logistics sector

- PM GatiShakti, encompassing a multimodal connectivity and logistics efficiency plan with digital intervention, was one of the four key features of the Budget.
- A masterplan for expressways was proposed to be formulated. The Budget planned for additional 25,000 km to be added to the highways network in FY 2022-23 (FY23).
- 2000 km of rail network is to be brought under the 'Kavach' technology for safety.
- Four multimodal logistics park contracts will be awarded in FY23.
- 400 new-gen Vande Bharat trains and 100 PM GatiShakti cargo rail terminals will be developed over the next three years.
- A unified logistics interface platform (ULIP) to enable data exchange through different modes and to provide real-time information will be set up.
- Data centres and energy storage systems will be included in the harmonized list of infrastructures.

The capital expenditure target of the Indian government expanded by 35.4% from ₹5.54 lakh crore to ₹7.50 lakh crore. The effective capital expenditure for FY23 is seen at ₹10.7 lakh crore. An outlay of ₹5.25 lakh crore was made to the Ministry of Defence, which is 13.31% of the total budget outlay. A boost was provided to India's electric vehicle policy 'Scheme for Faster Adoption and Manufacturing of (Hybrid and) Electric Vehicle in India'. An announcement of nearly ₹20,000 crore was made for the PM Gati Shakti National Master Plan to catalyse the infrastructure sector. An expansion of 25,000 km was initiated for FY23 for the national highways network. To boost the agricultural sector, an allocation of ₹2.37 lakh crore was made towards the procurement of wheat and paddy under MSP operations. An outlay of ₹1.97 lakh crore was announced for the Production Linked Incentive (PLI) schemes across 13 sectors.

Outlook

The Indian economy is projected to grow by 8.2% in FY23 (IMF WEO April 22 estimate), buoyed by tailwinds of consistent agricultural performance, flattening of the COVID-19 infection curve, increase in government spending, favourable reforms and an efficient roll-out of the vaccine leading to a revival in economic activity. Since the onset of the accommodative stance of the RBI and the resulting cumulative rate hikes of 0.9%, the growth outlook has been revised downwards. As per the survey of Professional Forecasters released by RBI, the growth projection for FY23 has been revised down to 7.2%.

Across the next three years, capital expenditure in core sectors - cement, metal, oil refining and power - should be about ₹5 trillion. Besides, the government's production linked incentives (PLI)–led capex should generate an incremental ₹1.4 trillion in sectors like consumer durables, pharmaceuticals and automobiles.

Industry review

Global ports sector review

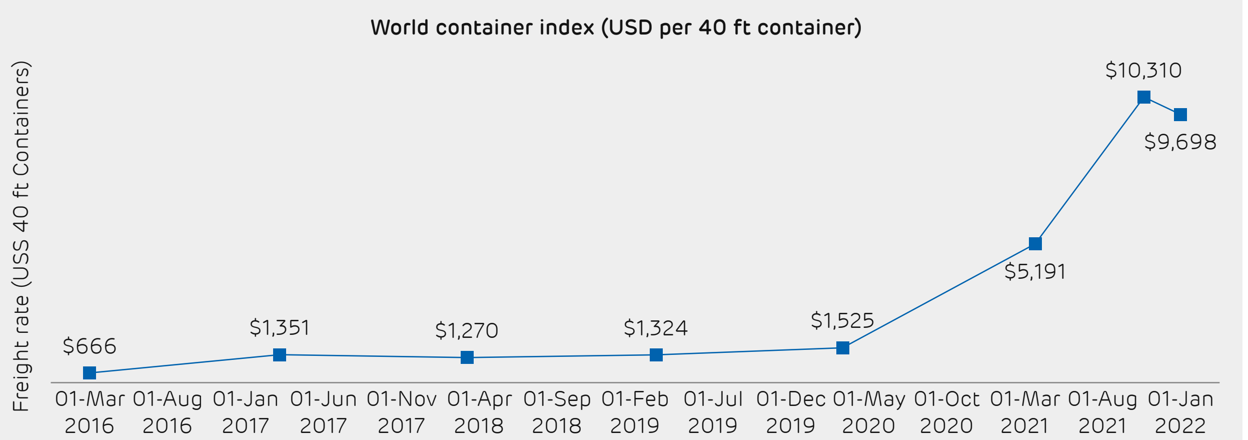
Global maritime trade de-grew 3.8% in the first half of 2020 with global volumes rebounding for containerized trade and dry bulk commodities by the end of 2020 that created a growth platform in 2021. UNCTAD ascribes the improved performance of the maritime trade to the reality that the COVID-19 pandemic unraveled in phases.

In line with the recovery in merchandise trade and world output, maritime trade is estimated to enhance by 4.3% in 2021. The medium-term perspective continues to be positive, even though subject to growing risks and uncertainties, and reduced due to the projected lower growth in the global economy. Compounded annual growth in maritime trade over the past two decades has been 2.9%, but over the period 2022–2026, UNCTAD anticipates that rate to moderate to 2.4%.

Although, the maritime trade took a relatively low beating, one of the major components of the maritime trade that took a severe beating was of seafarers. While the maritime industry recovered from disruption, seafarers were affected on account of an unmatched global crew-change crisis. Owing to the regulations forced on global travel, thousands of seafarers could not sign off from ships to return home for their breaks while an equal number were unable to join ships.

The global fleet enhanced by a comprehensive 3.04% in 2021 across all types except for general cargo ships and other ships. During 2021, global container trade recorded an annual growth rate of 9.3% with volumes reaching 171.1 million twenty foot equivalent unit (TEU). Container volumes saw a sharp rebound as consumer demand enhanced, catalyzed by stimulus packages and steps to strengthen incomes during COVID-19. The recovery in 2021 resulted in a transformation of consumption patterns from services to goods, principally online purchases coupled with health products and pharmaceuticals to counterpoise COVID-19 and home office equipment through increase in work from home.

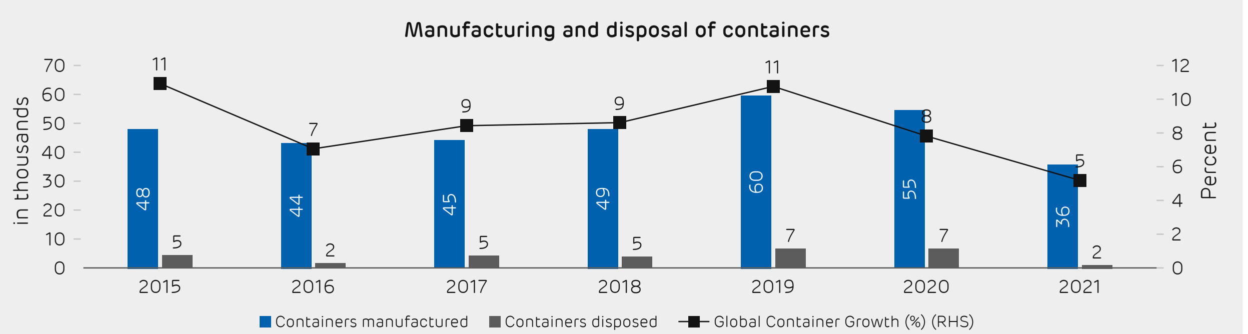
The government's recent Economic Survey noted the container shortage also mentioned in the Drewry's Composite World Container Index. The Index estimates USD 9,698.33 per 40 ft container as of 20th January 2022 which is USD 6,656 higher than the five-year average and remains 82% higher over the previous year. Such a significant rise in price for a prolonged period indicates that the disruptions in the global container market are not yet over and will continue to impact the global sea trade.



Source: Drewery Advisors (2022)

As per the Economic Survey, the shortage of containers also impacted the Indian sea trade. According to the Federation of Indian Export Organization, the lack of containers resulted in upto 300-350% rise in sea freight rates.

According to the 2021 Global Tank Container Fleet Survey, the production new containers slowed since 2019.



Source: 2021 Global Tank Container Fleet Survey, International Tank Container Organization

Simultaneously, a rise in the disposal of containers was observed for the same period. The overall growth in the containers fell from 11% in 2019 to 5% in 2021. The survey opines that unless the production is ramped significantly across the globe, container shortage could remain a problem.

The global compounded annual growth rate for containerized trade is expected to grow 3.2% between 2022 and 2025 and 2.9% in the long-term by 2030. The sector witnessed record freight rates on account of container shortages, reaching its peak in September 2021. The freight rates on most trade lanes are expected to enhance due to replacement demand for the Russia-Ukraine cargo, with backhaul freight rates remaining robust. There must be some relief to the congested supply chain taking place in the second half of 2022, but noteworthy change is expected in 2023 (Source: IHS Markit, UNCTAD).

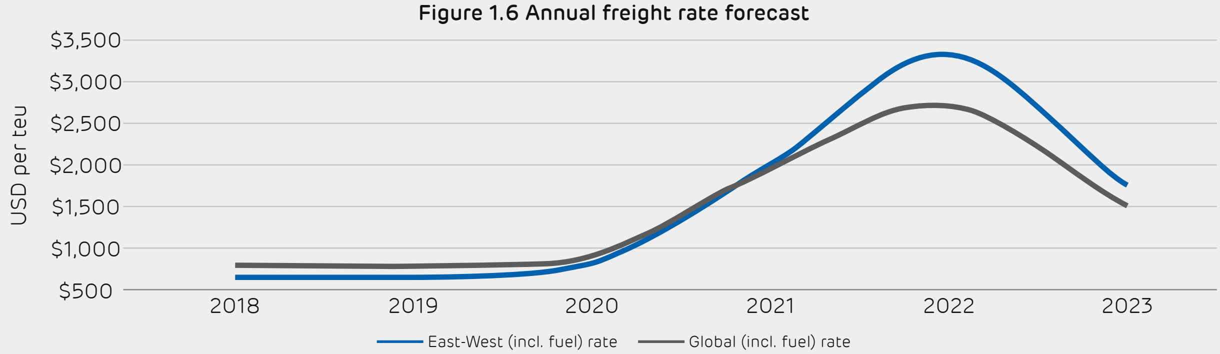
Outlook

As per the latest report from Drewry, an independent maritime research consultancy, the global market is likely to witness sluggish demand in 2022. As per the report by Drewry, global containers are expected to grow at 4.1% in 2022 and 2.8% in 2023. For Asia, container growth was revised from 4.4% in 2022 to 2.8–3.3% in 2023.

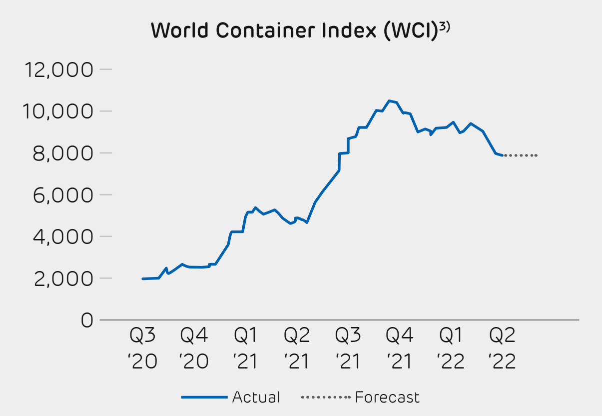
Forecast	Unit	2022			2023		
		Dec 21	Mar 21	FCST Direction	Dec 21	Mar 21	FCST Direction
Port throughput							
World	%change	4.6%	4.1%	⇩	3.5%	2.8%	⇩
Asia	%change	4.8%	4.4%	⇩	3.3%	2.8%	⇩
Europe	%change	6.0%	5.2%	⇩	3.2%	2.4%	⇩
North America	%change	4.4%	2.9%	⇩	3.8%	2.7%	⇩
Latin America	%change	0.6%	1.0%	⇧	3.5%	2.5%	⇩
Middle East	%change	3.8%	3.6%	⇩	3.1%	2.5%	⇩
South Asia	%change	5.7%	5.8%	⇧	6.4%	5.2%	⇩
Africa	%change	4.0%	2.0%	⇩	4.2%	3.4%	⇩
Oceania	%change	3.3%	3.6%	⇧	3.1%	2.5%	⇩

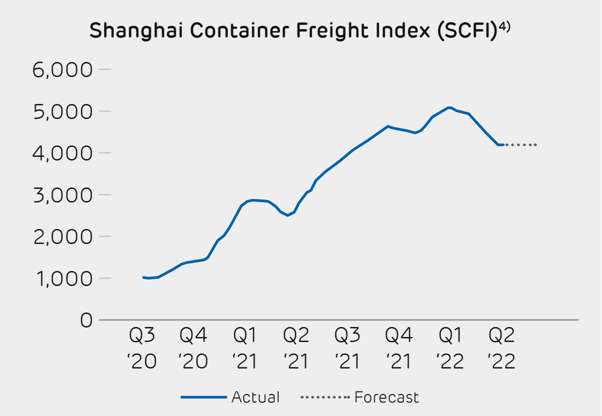
As per Drewry's latest report ocean freight demand is expected to soften. In India, ocean freight market correction was witnessed by 15-20% in major Europe and US trade lanes. Shanghai Containerized Freight Index (SCFI) is also expected to follow a similar trend.

Figure 1.6 Annual freight rate forecast



Source: Drewry Maritime Research

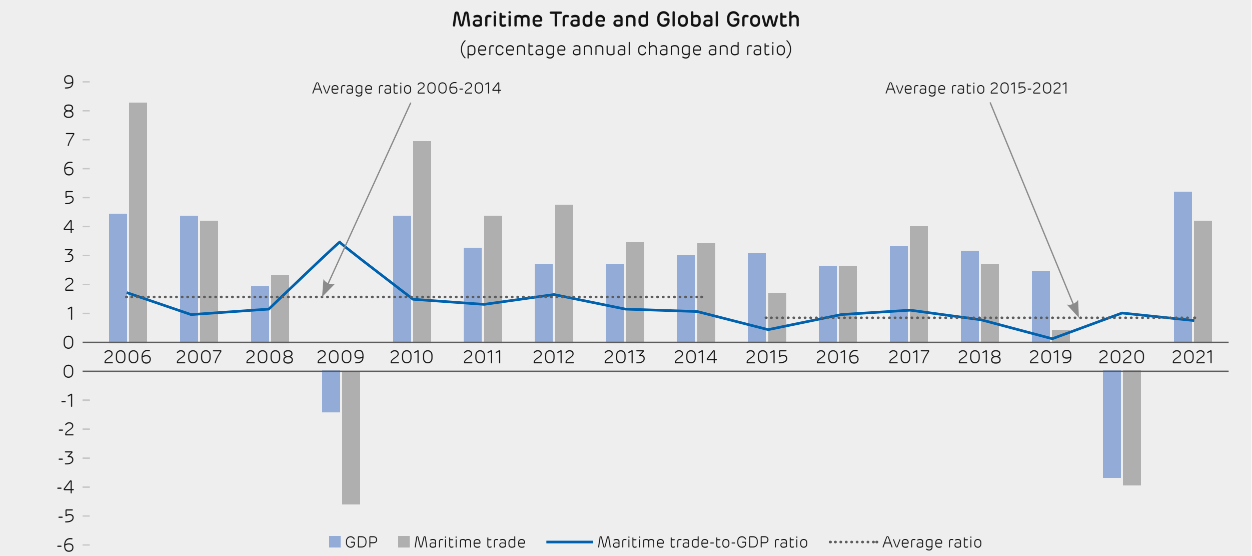




Surcharges related to e.g., equipment & space availability are not reflected in WCI & SCFI

As per industry estimates, by the end of 2022, 50% of all manufacturing supply chains would witness the advantages of resilience, anticipated to result in a 10% moderation in supply chain disruption. By end 2022, shortages of chronic workers could persuade 75% supply chain companies to concentrate investments in automation leading to productivity improvements. Increased use of data and information could be used in 2022 to assess developments and disruptions in the supply chain leading companies to make more data-driven decisions in business. (Source: UNCTAD)

International maritime trade, world gross domestic product and maritime trade to GDP ratio, 2006 to 2021



Source: UNCTAD calculations, based on the Review of Maritime Transport, various issues, data from UNCTAD stat and table 1.1 of the UNCTAD Trade and Development Report 2021. From recovery to resilience: The development dimension

Comprehensive global recovery will be determined through agile, strong and sustainable maritime transport

The COVID-19 pandemic activated a sequence of shocks and waves, each setting off their own spinoff events. The recovery was scattered, with distinctiveness in the quantum and scale of policy support and inequitable access to vaccines. Even though the initial impact on maritime transport was less dramatic than estimated, the outlook is hazy. The duration for a lasting recovery will revolve around the pandemic outcome, scope and duration of vaccination plans as well as the tenure of policy support measures. The recovery is being threatened by supply-chain disruptions and logistical obstacles affecting shipping markets and driving up costs.

The COVID-19 disruption enhanced pre-existing megatrends - geopolitical, technological, and environmental - evolving over time but increased during the pandemic:

Geopolitics: The COVID-19 health crisis connected nations economically and socially through global supply chains and intrinsic maritime transport networks. Due to increased geopolitical risks and heightened trade tensions, countries and enterprises now recognize global interdependency as probable vulnerability, aiming to moderate their dependence on distant foreign suppliers.

Resilience: The COVID-19 disruption stressed supply chains and business models with transport and logistics networks under pressure. Enterprises and governments intend to make supply chains resilient by diversifying their business partners and suppliers. This could create a fresh balance between local, regional and global production. They are re-evaluating inventory and stock management strategies and the trade-offs between just-in-time and just-in-case supply chain models.

Technology: Customs officials, port workers, and transport operators realized the value of digitalization, comprising advanced analytics, on-board sensors, communications technology, port-call optimization, block chains, big data and autonomous ships / vehicles. Technological advances have also influenced online consumer spending, which is expected to reinvent production and consumption patterns.

Shipping market dynamics: Due to probable disruptions, carriers, shippers, ports and inland transport operators could re-evaluate operating models to enhance flexiblility.

Decarbonization: Maritime transport faces increased pressure to decarbonize. Shipping is expected to change its fuel mix; it could change ship design to reduce carbon and environmental footprint. The industry is expected to respond to a reduced demand for oil tankers and coal carriers and deploy more ships for transporting hydrogen, ammonia and alternative fuels.

Climate adaptation: Maritime transport infrastructure and services received acute stress due to the pandemic and the closure of the Suez Canal. This was ancillary to the present dangers of climate change. Extreme weather events enhanced disruptions for coastal infrastructure and hinterland connections. As the present weather estimates are inclined towards surpassing the agreed targets under the Paris Agreement, the maritime industry and governments need to infuse funds to adapt and climate-proof maritime transport infrastructure and services, while increasing the development of related legal, policy or technical measures and capacity building. (Source: UNCTAD)

Indian ports sector review

EXIM trade between various nations drives economic growth. Ports are the entry points for EXIM trade and play a vital part in India's international trade. According to the Ministry of Shipping, around 95% of the nation's trade by volume and 70% by value are transported through maritime transport. In line with the fragile growth in EXIM trade, India's port volumes have not been strong. In spite of the headwind growth potential of cargo volumes, Indian ports reported extraordinary growth.

During FY22, cargo traffic at India's 12 major ports grew by 7.2% to 720.3 MMT from 671.8 MMT in FY21. EXIM cargo at major ports increased by 5.0% from 524.0 MMT in FY21 to 550.1 MMT in FY22. Coastal cargo handled at major ports grew by 15.2% from 147.8 MMT in FY21 to 170.2 MMT during FY22.

Cargo traffic at non-major ports during FY22 rose by 4.1% to 598.6 MMT from 575.0 MMT handled during FY21. Out of this, the EXIM cargo traffic handled at non-major ports increased by 1.7% to 508.6 MMT from 500.00 MMT in FY21. The coastal cargo traffic handled at non-major ports during FY22 increased by 20.0% to 90.0 MMT from 75.0 MMT in FY21.

Key ports performance

Among major ports during FY22, Ennore port recorded the highest growth of 49.3% in traffic handled within the group of major ports followed by JNPT at 17.3%, Mumbai port at 12.3%, Chennai port at 11.5%, Cochin port at 9.7%, Kandla port at 8.7%, New Mangalore port at 7.7%, VOC port at 7.3% and Paradip port at 1.4%. Major ports including Mormugao port (16.0%), SMP Haldia dock (5.7%), Vizag port (1.2%) and SMP Kolkata (0.8%) recorded negative growth in cargo traffic during FY22 over FY21.

Amongst the major ports, Kandla port handled the maximum cargo of 127.8 MMT with a share of 17.7% closely followed by Paradip port at 16.1%, JNPT at 10.6%, Vizag port at 9.6%, Mumbai port at 8.3%, Chennai port at 6.7%, SMP Haldia dock at 6.0%, NMPT at 5.5%, Ennore port at 5.4%, Cochin port at 4.8%, VOC port at 4.7%, Mormugao port at 2.6% and SMP Kolkata at 2.1% during FY22.

Amongst the leading ports, Paradip port handled the maximum coastal cargo of 41.8 MMT with a share of 24.5% followed by Mumbai port at 14.2%, Vizag port at 12.4%, Ennore port at 9.6%, Deendayal port at 8.9%, Cochin port at 7.0%, VOC port at 6.2%, New Mangalore port at 5.8%, Chennai port at 4.2%, SMP Haldia at 3.4%, JNPT at 2.4%, Mormugao port at 1.2% and SMP Kolkata at 0.2% during FY22.

At a broad commodity level, food grain excluding pulses recorded the highest growth in cargo throughput during FY22 at 169.9% followed by pulses at 148.7%, other ores at 52.2%, project cargo at 35.3%, thermal coal at 26.0%, container at 16.1%, POL-products at 12.9%, FRM-cry at 12.7%, edible oil at 12.4%, other commodities at 11.4%, LPG/LNG at 7.1%, POL-crude at 5.9%, other coal at 4.4%, iron & steel at 3.5% and FRM-liquid at 3.4%. Fertilizers recorded the most negative growth of 29.6% followed by iron ore pellets/fine at 28.2%, cement at 14.2%, sugar at 13.6% and coking coal at 8.5% in FY22.

For non-major ports, among the State Maritime/ State Directorate, Gujarat Maritime Board handled the maximum cargo of 404.9 MMT with a share of 67.6% followed by Andhra Pradesh Maritime Board at 14.7%, Maharashtra Maritime Board at 8.0%, Directorate of Ports, Odisha at 6.9% part from Tamil Nadu Maritime Board at 1.3%, Directorate of Ports, Puducherry at 1.0%, A&N Islands at 0.3% and Directorate of Ports Karnataka and Kerala Maritime Board at 0.1% each in FY22.

For non-major ports during FY22, food grains excluding pulses record highest growth of 56.6% followed by building material at 36.6%, sugar at 20.9%, project cargo at 20.1%, other coal at 14.7%, iron and steel at 12.6%, FRM dry at 12.1%, coking coal at 9.1%, other commodities at 9.0%, POL products at 8.0%, POL crude at 7.1%, containers at 6.8%, cement at 5.5% and iron ore at 0.8%. Thermal coal recorded highest negative growth of 33.9% in traffic during FY22 followed by other ores at 28.1%, pulses at 17.7%, FRM liquid at 14.4%, LPG or LNG at 12.6%, edible oil at 6.7% and fertilizer at 0.8% over FY21.

Cargo throughput at all Indian ports (major and non-major) in FY22 was 1319 MMT, a growth of 5.8% over 1246 MMT in FY21. Of this, EXIM cargo grew 3.4%, from 1024 MMT in FY21 to 1059 MMT during FY22. Coastal cargo in FY22 grew 17.0%, from 222.5 MMT in FY21 to 260 MMT in FY22.

Trends in all India cargo handling (2017-22)

All India Cargo (in MMT)		FY17	FY18	FY19	FY20	FY21	FY22	CAGR
Major ports	EXIM	514.1	524.7	532.8	537.8	524.1	550.1	1.4%
	Coastal	134.4	154.7	166.4	166.7	147.7	170.2	4.8%
	Total	**648.5**	**679.5**	**699.2**	**704.6**	**671.8**	**720.3**	**2.1%**
Non-major ports	EXIM	418.5	450.8	486.3	522.6	500.0	508.6	4.0%
	Coastal	66.7	78.3	96.3	90.6	75.0	90.0	6.2%
	Total	**485.2**	**529.1**	**582.6**	**613.2**	**575.0**	**598.6**	**4.3%**
All India ports	EXIM	932.6	975.5	1019.1	1060.4	1023.7	1058.6	2.6%
	Coastal	201.1	233.0	262.7	257.3	222.5	260.3	5.3%
	Total	**1133.7**	**1208.6**	**1281.8**	**1317.7**	**1246.2**	**1318.9**	**3.1%**

Source: Transport Research Wing (TRW), Ministry of Ports, Shipping and Waterways, Government of India

At pan-India level, food grains recorded the highest growth in cargo handling at 104.6% followed by project cargo at 31.7%, other minerals at 26.3%, containers at 12.2%, POL products at 10.2%, other cargos at 9.0%, thermal and other coal at 7.8%, edible oil at 7.5%, iron and steel at 7.0% and crude at 6.4%.

Trends in all India commodity-wise cargo handling (2017-22)

Commodity (in MMT)	Major ports		Non-major ports		All-India ports	
	FY21	FY22	FY21	FY22	FY21	FY22
POL crude	136.6	144.6	84.3	90.3	220.9	234.9
POL products	54.1	61.0	67.2	72.6	121.2	133.6
LPG or LNG	14.7	15.7	25.2	22.0	39.8	37.7
Edible-oil	10.0	11.2	3.4	3.2	13.4	14.4
Iron ore pellets / fine	71.4	51.3	41.6	42.0	113.0	93.2
Other minerals	5.3	8.1	2.5	1.8	7.8	9.9
Thermal and other coal	94.6	114.2	110.9	107.3	205.5	221.5
Coking coal	37.3	34.1	33.8	36.8	71.0	71.0
Fertilizers and FRM	24.1	22.2	15.1	14.8	39.2	37.0
Foodgrain	2.7	7.2	3.2	4.8	5.9	12.0
Iron and steel	11.0	11.4	6.6	7.5	17.6	18.9
Project cargo	0.6	0.8	0.2	0.2	0.8	1.1
Container (tonnes)	143.7	166.9	105.0	112.2	248.7	279.0
Container (mTEUs*)	9.6	11.2	8.0	8.3	17.6	19.5
Others	65.9	71.6	76.1	83.2	142.0	154.7
Total	671.8	720.3	575.0	598.6	1246.9	1318.9

Source: Transport Research Wing (TRW), Ministry of Ports, Shipping and Waterways, Government of India

Mechanisation and efficiency: The ports industry is witnessing rapid transformation due to increased priority in efficiency and mechanisation. Along with non-major ports, key ports are also concentrating on efficiency improvements. The Sagarmala program is a prime initiative in this direction for major ports.

Capacity utilisation at key ports: Capacity utilisation at key ports is witnessing a downward trajectory over a period of time. In FY22, capacity at major ports stood at around 49 MTPA.

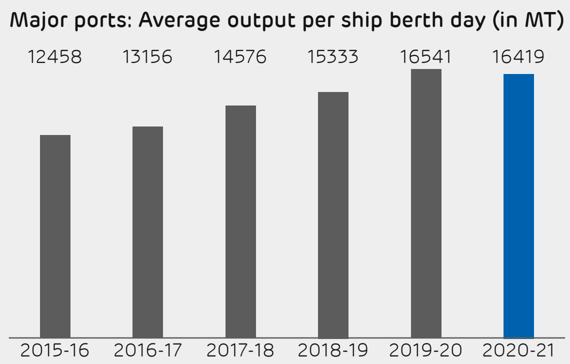
Key ports: Capacity utilisation

Year	Capacity utilisation in (%)
FY2014-15	67
FY2015-16	63
FY2016-17	61
FY2017-18	47
FY2018-19	48
FY2019-20	48
FY2020-21	49
FY2021-22	49

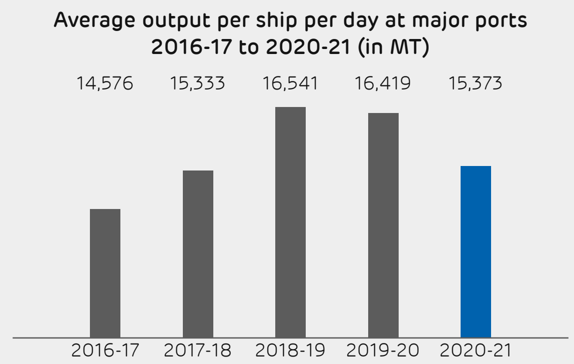
Source: Ports in India 2022 by India infrastructure and MakeinIndia.com, internal estimates

Average output per ship berth day in tonnes at major ports: Technological advancements and increased efficiency at key ports under the Sagarmala initiative (project UNNATI) enabled key ports to increase efficiency in berth productivity. On an average, output per ship berth day witnessed substantial growth from 12,458 Tonnes in FY 2014-15 to 17,476 Tonnes in May 2022.

Major ports: Average output per ship berth day (in MT)



Source: Ports in India 2021 by India infrastructure



Prospects of the Indian ports sector

- The Covid-19 outbreak offers an opportunity for the Indian ports sector as companies shift their plants from China to less-developed countries, generating a new wave of industrialization.
- The extension of the manufacturing hub associated with global supply chains could enhance demand for the ports sector industry for cargo commodities like iron ore and fertilizers. Iron ore and finished fertilizers shipments have seen a growing trend, ensuring that major ports tide over decreasing volumes in coal and miscellaneous cargo.
- The Union Government permitted Foreign Direct Investment (FDI) of up to 100% under the automatic route for port and harbour construction and maintenance projects.
- New business opportunities are being generated in the natural gas segment and managing of container traffic at the domestic level.
- Better rural connectivity, port advancements, moderation of logistics costs and lower turnaround time are anticipated to enhance revenues.
- Increasing demand for port infrastructure owing to rising import (crude/coal) and containerization could make public ports inadequate, an opportunity for private ports.
- Operation and maintenance services such as pilotage, dredging, harbouring and provision of marine assessments such as barges and dredgers are anticipated to grow. Growing investment and cargo traffic marks a healthy prospect for port support services.

Government initiatives

The Indian government undertook various initiatives to improve infrastructure development linked to ports, vital to fulfill growing trade requirements.

Gati Shakti National Master Plan for multimodal connectivity will provide integrated and seamless connectivity for the movement of people, goods and services from one mode of transport to another.

Objective of GCT Policy	Boost investment from industry in development of additional terminals for handling rail cargos
	To promote proliferation of new cargo terminals and improve existing cargo terminals for accelerating the growth in railways' cargo traffic.
New terminals	All new as well as under-construction/under-approval cargo terminals covered by this 'Gati-Shakti Multi Modal Cargo Terminal GCT Policy'.
Existing Terminals	Existing siding/terminals can also migrate to this new GCT Policy by submitting requests to the division.

Key aspects of the Gati Shakti policy for terminals

Key aspects					
Commodities permitted	Provision of weighbridge	Installation of FOIS and TMS	C & W maintenance facilities	Engine-on-land (EOL) scheme	Charging of commercial staff
Can handle all traffic including coal and coke.	All GCT planning to deal with outward cargo (loading) shall have a provision of Electronic in-motion Weighbridge (EIMWB)	FOIS and TMS with limited access as prescribed by Indian railways shall be installed at the GCT at the cost of GCTO. All RRs will be prepared through TMS. Complete maintenance of FOIS and TMS will be done by the railways at its own cost.	Normally C & W facilities shall not be constructed at GCTs. If C & W facilities are required at any GCT, only one-time capital cost for setting up these facilities shall be borne by the GCTO.	All new GCTs shall be set up on charging on through distance basis as per the instructions contained in Rates Master Circular on Freight on Through Distance Basis issued on 24.09.2014.	No cost of commercial staff will be charged from the GCTO from the date of issue of this policy. For existing terminals where the cost of commercial staff has already been deposited by the GCTO, there shall be no refund.

Maritime India Vision (MIV) 2030: Maritime India Vision 2030 was prepared by the Ministry of Ports, Shipping and Waterways, with the goal of graduating India to leadership in the global maritime sector. Over 150 initiatives, encompassing 515 major activities across 10 themes, covering all the aspects of maritime sector, were recognized.

MIV 2030 foresees a comprehensive investment of ₹3,00,000 - 3,50,000 crore across the ports, shipping, and inland waterways categories (Sagarmala Project excluded from this amount). This vision is expected to unlock ₹20,000+ crore potential annual port revenue.

Model Concession Agreement: The Ministry of Ports, Shipping and Waterways issued a revised Model Concession Agreement in November 2021 to attract PPP projects and enhance PPP operator flexibility.

Maritime India Summit, 2021: On March 2021, The Prime Minister inaugurated the Maritime India Summit 2021; 486 MoUs were signed by 22 Maritime Ports/Agencies/Authorities for ₹3.39 lakh crore or USD 47.02 Billion across sub sectors.

Major Ports Bill: Major Ports Authorities Bill 2020 (Bill 2020) facilitates quicker decision making, benefitting stakeholders and improved project implementation. The Bill 2020 envisions rebuilding the governance model in central ports to the landlord port model conforming with successful global practice. The key characteristics of the Bill 2020 are as follows:

- The decision-making process is to be decentralized.
- The port authorities are able to fix their tariffs, acting as a reference tariff for the purposes of bidding for public-private partnership (PPP) projects.
- The PPP operators are free to fix tariffs based on market fluctuations.
- Autonomy in the creation of a port masterplan (independent from ULB).

Sagarmala Pariyojana: Launched in 2015, Sagarmala Pariyojana aims at improving the performance of the logistics sector in India by establishing new mega ports, initiating modern advancements of existing ports and creating 14 Coastal Employment Zones (CEZs) and Coastal Employment Units. The objective of Sagarmala project is to achieve port modernization and new port development, port connectivity enhancement, port-led industrialization and coastal community development. On the seventh anniversary of Sagarmala project, government announced that it has identified a total of 802 projects (123 under the PPP framework) under the program at an estimated cost of ₹5.48 lakh crore. The government executed 194 projects worth ₹99,000 crore under the project till now of which 29 were under PPP framework. During the remaining tenure of the current government, it aims to complete 218 on-going projects worth ₹2.1 lakh crore of which 31 are under the PPP framework. Projects under the PPP model are to be executed at an estimated cost of ₹50,000 crore.

Stage	Amount (₹ crore)	Number of projects	Number of PPP
Completed	99,000	194	29
In progress	212,801	218	31
Sanctioned	104,947	157	13
Detailed project report	56,429	138	25
Under concept	76,004	95	25
Total	**549,181**	**802**	**123**

Source: Ministry of Porsts, Shipping, and Waterways

By 2024, more than half of Sagarmala projects in numbers and in value would have been completed. Over the next stage of Sagarmala, the government is targeting to build 14 new ports worth ₹1.25 lakh crore.

Digitization of ports: Major steps have been taken at the key ports towards the digitization of major EXIM processes. The government digitized processes such as Electronic Invoice (e-Invoice), Electronic Payment (e-Payment) and Electronic Delivery Order (e-DO) for physical release of cargo by custodians. Moreover, the process of generation of electronic Bill of Lading (e-BL) and enabling the Letter of Credit (LC) process to be conducted digitally have already been implemented. Complete integration is expected to be established between PCS 1x (a cloud based new generation technology) and Indian Customs EDI Gateway (ICEGATE). Moreover, the Radio Frequency Identification Device (RFID) solution has been executed at all key ports to ensure uninterrupted movement of traffic across port gates, comprising significant moderation in documentation checks. An Enterprise Business System (EBS) has been set up at 5 key ports (Mumbai, Chennai, Deendayal, Paradip and Kolkata, including Haldia Port, with an estimated outlay of ₹320 crore) to offer a digital port ecosystem that will adopt leading international practices without losing alignment with local needs. A total of 2474 processes were standardized to arrive at a final redesigned process count of 162 processes.

Dedicated freight corridor: The Ministry of Railways is executing the Dedicated Freight Corridor (DFC) project under which it aims to commence planning and development, mobilisation of financial resources and construction, maintenance and operation of the rail corridors dedicated for freight transportation across the country. The primary mission of the Dedicated Freight Corridor Corporation of India Ltd. comprises:

- Constructing a corridor with relevant technology that enables Indian railways to recapture their market share of freight transport by developing additional capacity and ensuring effective, dependable, secured and economical options for mobility to their customers.
- Building multimodal logistic parks along the DFC to offer comprehensive transport solution to customers; and
- Supporting the Government's initiatives toward ecological sustainability by promoting users to adopt railways as the most environmentally friendly mode for their transport requirements.

The project includes two corridors, the Eastern Corridor and Western Corridor. The two routes encompass 3,360 kilometers with the Eastern DFC extending from Ludhiana in Punjab to Dankuni in West Bengal and the Western DFC from Jawaharlal Nehru Port in Mumbai to Dadri in Uttar Pradesh.

Tariff Authority for major ports: On July 11, 2019, The Tariff Authority for major ports generated fresh guidelines for the execution of Tariff Policy, 2019

LNG facility at major ports: On March 2019, Ministry of Shipping (MoS) issued guidelines for setting up a floating storage regasification unit for operating liquefied natural gas at key ports.

Ship Recycling Bill: In December 2019, the Hon'ble President of India gave the consent on the Recycling of Ships Bill 2019. This outlines vast business opportunities to Indian ship recyclers (green ship recycling yards) as per the Hong Kong ship recycling convention.

Gujarat Revised Port Policy: The Gujarat government declared a fresh ports policy to offer benefits to the current and prospective jetties players and other players. According to the new policy, 32 operational captive jetties were allowed to handle third-party cargo. They were also permitted to increase the number of cargo handling facilities and enhance and up-grade their jetties as well. Captive jetty holders were permitted to handle the cargo of other companies by giving double wharfage charges.

Jal Marg Vikas Project (JMVP) on NW-1: The Indian government is executing the Jal Marg Vikas Project at an estimated outlay of ₹5369.18 crore for increasing navigation capacity on the National Waterway -1 (NW-1) on the Haldia–Varanasi stretch of Ganga-Bhagirathi-Hooghly River System with the guidelines and economic aid offered by the World Bank. The project is expected to be completed in FY23.

Free Trade Warehousing Zones (FTWZs): The Indian government allowed up to 100% FDI in the creation and development of free trade warehousing zones in their infrastructure facilities

Tax holiday: The Indian government provided a 10-year tax holiday to enterprises that develop, maintain and operate ports, inland waterways and inland ports.

Niti Aayog's Export Preparedness Index (EPI) 2021 evaluates states on different parameters of export preparedness and suggests remedial measures. Evaluation is based on four main pillars of export policy, business ecosystem, export ecosystem and export performance and is broken down into 11 sub-pillars, such as export promotion policy, infrastructure, transport connectivity and business environment.

Top five states as per 2021 survey include Gujarat, Maharashtra, Karnataka, Tamil Nadu followed by Haryana. Top states in the four main pillars are: Madhya Pradesh for export policy, Delhi for business ecosystem, and Gujarat for export ecosystem and export performance.

Roles of states are important in the export policy framework. Top six states in India, including Maharashtra, Gujarat, Karnataka, Tamil Nadu, and Telangana, contribute 75% of India's overall exports on an OD basis. Niti Aayog suggested States to design strategies in capitalizing on India's comparative advantage in low-skill manufacturing exports and drawing up a roadmap for future so that they are ready to leverage the effectiveness of FTAs/RTAs under upcoming foreign trade policy.

Rank	States	EPI Score
1	Gujarat	78.9
2	Maharashtra	77.1
3	Karnataka	61.7
4	Tamil Nadu	56.8
5	Haryana	53.2
6	Uttar Pradesh	51.1
7	Madhya Pradesh	51.0
8	Punjab	51.0
9	Andhra Pradesh	50.4
10	Telangana	47.9

Rank	States	EPI Score
11	Rajasthan	47.1
12	Delhi	43.7
13	Odisha	42.0
14	Goa	42.0
15	Assam	41.6
16	Kerala	40.9
17	Uttarakhand	40.8
18	Himachal Pradesh	40.4
19	West Bengal	39.8

Way forward

The ports sector catalyzes socio-economic transformation. The industry witnessed substantial transformation following new policies, amendments to existing policies, growth in cargo traffic, surge in private participation and creation of greenfield ports.

Logistics industry

The logistics industry is fragmented, controlled by unorganised players. Organised players contribute approximately 10% of the total logistics market share. The logistics industry requires substantial investments due to its large customer base. An enunciated logistics policy is required to accelerate approvals, coordination with multiple agencies leading to a tech-driven approach that strengthens India's logistics sector.

Opportunities

Strategic monetisation by Government of India

The total estimated capex of 31 identified port projects considered for monetisation was estimated at ₹14,483 crore for FY 2022-25. Out of 31 projects, 13 projects with an expected capex of ₹6,924 crore was envisioned to be tendered in FY 2022, followed by another 10 projects with an expected capex of ₹4,680 crore are envisaged to be tendered out in FY 2023.

(Source: niti.gov.in)

Port projects to be monetised, FY22-FY25

Sl. No.	Port	Total no. of projects	FY22	FY23	FY24	FY25
1	Paradip port	4	2			2
2	Deendayal port	4	2	2		
3	JNPT (Mumbai)	3	1	2		
4	Mormugao port	3	1	2		
5	Mumbai port		2			
6	Shyama Prasad Mukherji port Kolkata (Khidderpore)	4	1		1	2
7	Shyama Prasad Mukherji port Kolkata (Haldia)	3	1	1	1	
8	Visakhapatnam port	4	1	2	1	
9	V.O. Chidambaranar port (formerly Tuticorin)	3	2	1		
10	New Mangalore port	1				1
	Total	31	13	10	3	5

Performance overview

During the year under review, the performance of the Company was promising. The Company dominated all phases; Mundra port retained its position as the largest commercial port in India, handling 150 MMT of cargo in FY22. The total cargo handled across all Adani ports was 312 MMT. Dry volume crossed 126 MMT, increasing 15% YOY and container volume reached 8.2 million TEUs, a growth of 14%% YOY. The Company outperformed the industry and reported 14% growth in cargo volumes in FY22.

The performance of the other ports was as follows: Dhamra Port handled cargo of 33 MMT, growing 3% YOY; Ennore Port handled cargo of 7 MMT, growing 140% YOY; Tuna Port handled cargo of 7 MMT, with a degrowth 3% YOY; Hazira Port handled cargo of 25 MMT, growing 13% YOY; Krishnapatnam port handled cargo of 40 MMT, growing 5% YOY (considering last year full cargo); Murmugao Port handled cargo of 4 MMT, growing 8% YOY and Kattupalli port handled a cargo of 7 MMT, degrowing 16% YOY.

Operational highlights

Port business

- APSEZ continued to outperform the market during the year under review. During FY22, it handled 312 MMT of cargo versus 247 MMT in FY21, registering a growth of 26% compared to a 5% growth in all-India cargo volume.
- The growth in cargo volume was led by dry cargo (+42% increase), followed by containers (+14%), and liquids (+19%).
- In the container segment, APSEZ continued its growth journey and handled 8.2 million TEU's, implying a growth of 14% versus 11% growth achieved at all-India container volume.
- APSEZ continued to focus on achieving east coast versus west coast parity. Cargo volumes on the eastern ports grew by 84% and those on the west grew by 6%, improving the cargo ratio between the west coast and east coast to 62:38 (from 74:26 earlier).
- Non-Mundra ports in the portfolio grew faster and contributed 52% to the cargo basket, growing by 10%.
- Mundra continued to be the largest container handling port with 6.5 million TEUs which was 0.83 million TEUs higher than JNPT.

Logistics business

- ALL, the largest and most diversified private rail operator in India, registered a 29% growth in rail volume to 403,737 TEUs and a 19% growth in terminal volume to 301,483 TEUs.
- ALL expanded its rolling stock and added 14 new bulk rakes under the GPWIS scheme, taking the total number of rakes to 75.
- In the warehousing segment, ALL added 0.43 million. sq. ft. during the period which was a growth of 108%

Financial highlights

Revenue

- Consolidated revenue (excluding Gangavaram) grew by 27% to ₹15,934 crore on the back of well-rounded growth registered by three key business segments - port, logistics and SEZ.
- Cargo volume growth, improved realization, and addition of SRCPL enabled port revenue increase of 21% to ₹12,964 crore
- Revenue from the logistics business stood at ₹1,208 crore, a growth of 26% on account of improving container and terminal traffic with an increase in available rolling stock, both for container and bulk cargo.

EBITDA

- Consolidated EBITDA grew by 22% to ₹9,811 crore on the back of a 27% growth in revenue.
- Port EBITDA grew 21% to ₹9,120 crore on the back of growth in port revenues.
- Logistics business EBIDTA grew by 41% and the margin expanded by 283 bps to 26%. This was aided by cargo diversification, elimination of loss-making routes and operational efficiency measures.

Balance Sheet and cash flow

- FY22 net debt-to-EBIDTA stood at 3.4x, within the guided range of 3-3.5x. After adding the Gangavaram port, the EBITDA ratio would be 3.0x.
- Free cash flow from operations after adjusting working capital changes, capex and net interest cost was ₹5,261 crore compared to ₹5,800 crore in FY21. This was due to capex increasing by ₹1,796 crore in FY22.
- Free cash flow of Gangavaram Port in FY22 was ₹1,293 crore, including the opening cash balance of ₹637 crore.
- The Board recommended a dividend of ₹5 per share, a payout of around ₹1,056 crore, and 22% of the reported PAT.

ESG highlights

- **Achievement against FY22 ESG targets:** On renewable share of electricity, emission intensity and water intensity, APSEZ outperformed its FY22 targets.
- **Progress on fuel switch:** Actions undertaken for changing the energy mix included electrification of RTGs and quay cranes, purchase of electric ITVs and some other equipment.
- **Progress on renewable energy sourcing:** While APSEZ added renewable generation capacities at select ports; the Company also discussed a larger tie-up for additional 350 MW of renewable capacity.
- **Carbon offsetting:** APSEZ enhanced its ambition for a new mangrove plantation to 2000 hectares, of which 250 Ha mangrove plantations was already completed.
- **Stakeholder engagements:** Different levels of engagement conducted with customers, employees, suppliers and communities on ESG-related matters ensured the adoption of best practices and global standards.
- **Net-zero planning process:** The Company is now formulating its net zero plan, which will be announced in the second half of the year. This was in line with the commitment made to the science based target initative (SBTi).
- **Climate risk vulnerability assessment:** Based on the assessment performed, more vulnerable ports were identified and adaptation plans developed for implementation across these ports.

Special economic zone

The cross-functional SEZ at Mundra remained the largest SEZ in India, with a current notified area of 8,282 hectares. Exports from Mundra SEZ up to March 2022 stood at ₹31,519 crore (cumulative). Mundra SEZ was expected to attract investments on account of its multi-modal connectivity.

In line with the 17 co-developers permitted by the Government of India for providing various infrastructure facilities as of March 31, 2022, 65 entities received permissions for setting up units in Mundra SEZ. The approach of cluster-based development attracted investments with a greater investment potential within the Mundra SEZ. An electronics manufacturing cluster, a textile park and a chemical cluster were developed in Mundra SEZ.

Strategy

- Constant increase in shareholder yield, market leadership and growth, through improved capital allotment, cargo diversification, long-term contracts, superior efficiency, increased capacity utilisation, creation of new capacities and ports network
- Emerge as a one-point customer centric transport utility across the port and hinterland with a pan-India integrated logistics footprint, widening the logistics portfolio into rail, logistics parks, warehouse, cold-storage, air freight stations, grain silos, inland waterways and trucking.
- Anchoring world-class facilities, skills, technology and digitised logistics value chain through visibility, analytics and automation.
- Dedicated to improve environment conservation, helping create a safe society through Environment, Social and Governance (ESG) and safety initiatives.

Risks and concerns

APSEZ created an ERM framework for risk identification, assessment, evaluation and management. It identified risks, examined consequences, introduced mitigation strategies and implemented corrective actions. The scope of ERM framework at APSEZ was as follows:

Strategic and economic risk: Economic ambiguity, slowdown, government policies and excess concentration of business with few shipping lines / customers, geographical extension.

Operational risk: Penalty, theft of shipment, turnaround in dimension of cargo, damage to assets etc.

Growth risk: Acute global / domestic competition furnishing pricing & commercial terms to be inconsistent, clashing allied infrastructure, implementation of projects, M&A and integration.

Reputational risk: Cynical perspective of stakeholders due to any unforeseen event, accident / hazard.

Profitability & liquidity risk: Risk of forex fluctuations, interest rate, inability to procure funds at right cost, capital intensive & lofty incubation period projects etc.

ESG risk: Risks arising on account of increasing sea levels, natural calamities, fatalities and non-compliance to foreign standards of governance.

Technology risk: Data recovery, interruption in the operation of the system, cyber security breach, utilizing artificial intelligence and robotic-led process automation.

People risk: Retaining the existing promising talent and hiring new talent, labour strikes and excessive dependence on contractual workforce.

Projects completion-related risks: Regional crisis, pandemic, material and manpower availability issue.

The APSEZ Audit Committee evaluated the report on risk management on a quarterly basis and suggested corrective actions. The risk evaluation developed at APSEZ as per OHSAS 18001 standards was periodically evaluated when transformations in systems and processes occurred or any event took place. APSEZ is progressing in managing risks and threats through cargo diversification, strategic capacities, long-term customer contracts, increasing operational efficiencies, cost optimisation and integrated logistics services.

Human resource development

At APSEZ, people and culture represent our competitive advantage. Our human assets offered a superior proposition for customers. Enhanced businesses and new areas widened career opportunities. APSEZ offered a conducive work environment.

The organisation created capacities at three levels (organisation, team and individual). Related systems, processes and people management practices were continuously enhanced. The Company aimed to improve employee capabilities through relevant practices.

The Company's average employee age was 40, marked by youth, energy and dynamism. 85% of workforce were engineers or specialized /professional degree holders. The Company motivated employees through continuous re-learning; improved performance was rewarded.

For the second year in a row, APSEZ has adjudged as Best Place to Work in Nation Builder Category. The organization offered its talent a superior career proposition, with a myriad of talent and capability building intervention. Empowerment in all prospects and decision-making nurtured professional growth, enhancing business responsiveness.

Financial overview

Consolidated financial performance

The Company recorded a total income of ₹18,089 crore during FY22 compared to ₹14,520 crore in the previous financial year.

The Company generated Earnings before Interest, Depreciation and Tax (EBIDTA) (excluding foreign exchange gain/loss) from operational income of ₹9,811 crore during FY22, compared to ₹8,063 crore in the previous year.

Profit before Tax (PBT) for FY22 stood at ₹6,292 crore. Net profit for FY 2021-22 was ₹4,795 crore compared to ₹5,049 crore in the previous financial year.

Total comprehensive income attributable to equity holders of the parent for FY 2021-22 was ₹4,652 crore, compared to ₹4,979 crore in the previous financial year.

Earnings per Share (EPS) stood at ₹22.39 on a 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:

Particulars	Current FY ended March 31, 2022	Previous FY ended March 31, 2021	Changes between current FY and previous FY
Debtors' Turnover	52	72	(28%)
Inventory Turnover	16	19	(16%)
Interest Coverage Ratio	4.69	4.41	6%
Current Ratio	1.57	2.07	(24%)
Debt Equity Ratio	1.04	1.06	(1%)
Operating Profit Margin (%)	61%	64%	(2%)
Net Profit Margin (%) or Sector-specific equivalent ratios, as applicable	27%	35%	(8%)
Return on Net Worth (%)	14%	17%	(4%)

Notes:

a. The above ratios were based on Consolidated Financial Statements of the Company.

b. Debtors' Turnover: Reduction in the Debtors' Turnover (Days) was on account of better realizations from customers.

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

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 who carry out audits through the year across all functional areas and submit reports to Management and Audit Committee about the compliance with internal controls and efficiency and effectiveness of operations and key processes risks.

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

- Adequate documentation of policies and guidelines.
- Preparation & monitoring of Annual Budgets through monthly reviews of all operating & service functions.
- MA&AS department prepared Risk-Based Internal Audit scope with the frequency of audit being decided by risk ratings of areas / functions. Risk-based scope is discussed amongst MA&AS team, functional heads / process owners / CEO & CFO. The audit plan is formally reviewed and approved by Audit Committee of the Board.
- The entire internal audit processes are web-enabled and managed on-line by Audit Management System.
- The Company has a strong compliance management system, underpinned by an online monitoring system.
- The Company practices delegation of power with authority limits for approving revenue & capex expenditure
- The Company uses Enterprise Resource Planning (ERP) System (SAP) to record data for accounting, consolidation and management information purposes
- The Company engages external experts to conduct independent reviews of the effectiveness of business processes
- The Internal Audit is carried out in accordance with auditing standards to review design effectiveness of internal control system & procedures to manage risks, operation of monitoring control, compliance with relevant policies & procedure and recommend improvement in processes and procedure.

The Audit Committee reviews the execution of audit plan, adequacy and effectiveness of the internal audit systems; it monitors the implementation of internal audit recommendations, including those relating to strengthening the Company's risk management policies & systems.

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 is likely to cause a 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 because of new information, future events or otherwise

Corporate Governance Report

1. Company's philosophy on Corporate Governance

Corporate Governance is about meeting our strategic goals responsibly and transparently, while being accountable to our stakeholders. Adani Ports and Special Economic Zone Ltd. ("Company"/ "APSEZ") 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 ("SEBI Listing Regulations"), as applicable.

2. Board of Directors ("Board")

The Board, being the trustee of the Company, is responsible for the establishment of cultural, ethical, sustainable and accountable growth of the Company, is constituted with a high level of integrated, knowledgeable and committed professionals. The Board is at the helm of the Company's Corporate Governance practice. It 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 2 (two) Directors are Executive Directors, 3 (three) are Non-Executive, Non-Independent Directors and remaining 5 (five) are Independent Directors. Independent Directors are Non-Executive Directors as defined under Regulation 16(1)(b) of the SEBI 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 SEBI 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.

The Independent Directors have included their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment & Qualification of Directors) Rules, 2014.

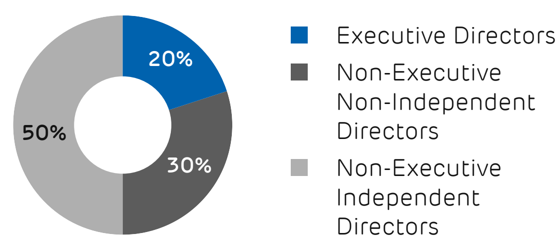
No Director is related to each other except Mr. Gautam S. Adani and Mr. Rajesh S. Adani, who are related to each other as brothers and Mr. Karan Adani who is son of Mr. Gautam S. Adani.

In compliance with Regulation 26 of the SEBI Listing Regulations, none of the Directors is a Director of more than 10 (ten) companies or acts as an independent director in more than 7 (seven) listed companies. Further, none of the Directors on the Company's Board is a member of more than 10 (ten) committees and chairperson of more than 5 (five) committees (committees being, audit committee and stakeholders' relationship committee) across all the companies in which he/she is a Director. All the Directors have made necessary disclosures regarding committee positions held by them in other companies.

The composition of the Board is in conformity with the Regulation 17 of the SEBI Listing Regulations, which requires that for a company with a chairman, who is a promoter, at least half of the board shall consist of independent directors and the board of directors of the top 1,000 listed companies, effective 1st April, 2020, shall have at least one independent woman director.

The composition of Board as on 31st March, 2022.

Board Composition



The details of the Board of Directors and the number of other Directorship and Committee positions held by them as on 31st March, 2022, are as under:

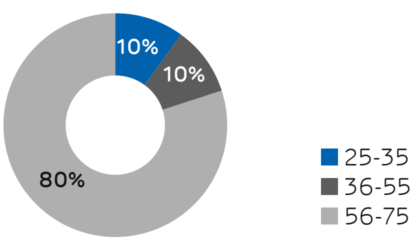
Name, Designation & DIN of Director	Age & Date of Appointment	Category of Directorship	No. of other Directorship held[1] (other than APSEZL)	Details of Committee[2] (other than APSEZL)	
				Chairman	Member
Mr. Gautam S. Adani, *Chairman & Managing Director* DIN: 00006273	59 years, 26-05-1998	Promoter & Executive	5	-	-
Mr. Rajesh S. Adani, *Director* DIN: 00006322	57 years, 26-05-1998	Promoter & Non-Executive	5	-	3
Dr. Malay Mahadevia, *Director* DIN: 00064110	58 years, 20-05-2009	Non-Executive	5	-	-
Mr. Karan Adani, *Whole-Time Director & CEO* DIN: 03088095	35 years, 24-05-2017	Executive	8	-	-
Mrs. Avantika Singh Aulakh, IAS, *Director* DIN: 07549438	41 years, 15-09-2020	Non-Independent & Non-Executive	9	-	1
Prof. G. Raghuram, *Director* DIN: 01099026	66 years, 09-08-2014	Independent & Non-Executive	2	-	-

Name, Designation & DIN of Director	Age & Date of Appointment	Category of Directorship	No. of other Directorship held[1] (other than APSEZL)	Details of Committee[2] (other than APSEZL)	
				Chairman	Member
Mr. G. K. Pillai, *Director* DIN: 02340756	72 years, 09-08-2014	Independent & Non-Executive	1	-	1
Mr. Bharat Sheth, *Director* DIN: 00022102	64 years, 15-10-2019	Independent & Non-Executive	2	-	1
Mrs. Nirupama Rao, *Director* DIN: 06954879	71 years, 22-04-2019	Independent & Non-Executive	3	-	1
Mr. P.S. Jayakumar, *Director* DIN: 01173236	59 years, 23-07-2020	Independent & Non-Executive	8	4	3

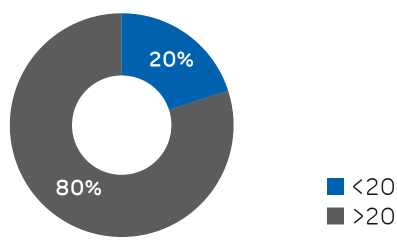
[1]Excluding private limited companies, which are not the subsidiaries of public limited companies, foreign companies, Section 8 companies and alternate directorships.

[2]Includes only Audit Committee and Stakeholders' Relationship Committee.

Board Age Profile (in years)



Board Experience (in years)



Profiles of the Directors is available on the website of the Company at https://www.adaniports.com/About-us/Board-of-Directors

Details of name of other listed entities where Directors of the Company are Directors and the category of Directorship, as on 31st March, 2022, 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 Total Gas Ltd.	Promoter, Non-Executive
	Adani Power Ltd.	Promoter, Non-Executive
	Adani Green Energy Ltd.	Promoter, Non-Executive

Name of Director	Name of other Listed entities in which the concerned Director is a Director	Category of Directorship
Mr. Rajesh S. Adani, DIN: 00006322	Adani Enterprises Ltd.	Promoter & Executive
	Adani Transmission Ltd.	Promoter & Executive
	Adani Power Ltd.	Promoter, Non-Executive
	Adani Green Energy Ltd.	Promoter, Non-Executive
Dr. Malay Mahadevia, DIN: 00064110	Adani Wilmar Ltd.	Non-Executive & Non-Independent
Mr. Karan Adani, DIN: 03088095	-	-
Mrs. Avantika Singh Aulakh, IAS DIN: 07549438	Gujarat Pipavav Port Ltd.	Non-Executive & Nominee
Prof. G. Raghuram, DIN: 01099026	Commercial Engineers & Body Builders Co Ltd.	Non-Executive & Independent
Mr. G. K. Pillai, DIN: 02340756	-	-
Mr. Bharat Sheth, DIN: 00022102	The Great Eastern Shipping Company Ltd.	Promoter, Executive & Managing Director
Mrs. Nirupama Rao, DIN: 06954879	ITC Ltd.	Non-Executive & Independent
	KEC International Ltd.	Non-Executive & Independent
	JSW Steel Ltd.	Non-Executive & Independent
Mr. P.S. Jayakumar, DIN: 01173236	JM Financial Ltd.	Non-Executive & Independent
	CG Power and Industrial Solutions Ltd.	Non-Executive & Independent
	HT Media Ltd.	Non-Executive & Independent

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.

The 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 information are 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, terms of reference of the Committees, 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 to SEBI Listing Regulations is made available to the Board for discussions and consideration at every Board Meeting. The Board periodically reviews compliance reports of all laws applicable to the Company as required under Regulation 17(3) of the SEBI 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.

Due to the exceptional circumstances caused by the COVID-19 pandemic and consequent relaxations granted, all the Board/ Committee meetings in FY 2021-22 were held through video conferencing.

During the year under review, Board met eight times i.e: on 1st April, 2021, 4th May, 2021, 14th July, 2021, 3rd August, 2021, 18th September, 2021, 22nd September, 2021, 27th October, 2021 and 1st February, 2022.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 details of attendance of Directors at the Board Meetings and at the AGM held on 12th July, 2021, are as under:

Name of Director	No. of Meetings			Attendance at last AGM	% of attendance
	Held during the tenure	Attended			
		Quarterly Results	Other Matters		
Mr. Gautam S. Adani	8	4	-	Yes	50
Mr. Rajesh S. Adani	8	3	-	Yes	38
Dr. Malay Mahadevia	8	3	4	No	88
Mr. Karan Adani	8	4	4	Yes	100
Prof. G. Raghuram	8	4	4	Yes	100
Mr. G. K. Pillai	8	4	4	Yes	100
Mr. Bharat Sheth	8	4	3	Yes	88
Mrs. Nirupama Rao	8	3	4	Yes	88
Mr. P. S. Jayakumar	8	4	4	Yes	100
Mrs. Avantika Singh Aulakh, IAS	8	1	-	No	13

During the year, the Board of Directors accepted all recommendations of the Committees of the Board, which were statutory in nature and required to be recommended by the Committee and approved by the Board of Directors. Hence, the Company is in compliance of condition of clause 10(j) of schedule V of the SEBI Listing Regulations

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:

Business Leadership	Leadership experience including in areas of business development, strategic planning, succession planning, driving change and long-term growth and guiding the Company and its senior management towards its vision and values.
Financial Expertise	Knowledge and skills in accounting, finance, treasury management, tax and financial management of large corporations with understanding of capital allocation, funding and financial reporting processes.

Risk Management	Ability to understand and assess the key risks to the organization, legal compliances and ensure that appropriate policies and procedures are in place to effectively manage risk.
Global Experience	Global mindset and staying updated on global market opportunities, competition experience in driving business success around the world with an understanding of diverse business environments, economic conditions and regulatory frameworks.
Merger & Acquisition	Ability to assess 'build or buy' & timing of decisions, analyze the fit of a target with the Company's strategy and evaluate operational integration plans.
Corporate Governance & ESG	Experience in implementing good corporate governance practices, reviewing compliance and governance practices for a sustainable growth of the Company and protecting stakeholder's interest.
Technology & Innovations	Experience or knowledge of emerging areas of technology such as digital, artificial intelligence, cyber security, data centre, data security etc.

In the table below, the specific areas of focus or expertise of individual board members have been highlighted.

Name of Director	Areas of Skills/ Expertise						
	Business Leadership	Financial Expertise	Risk Management	Global Experience	Corporate Governance & ESG	Merger & Acquisition	Technology & Innovation
Mr. Gautam S. Adani	✓	✓	✓	✓	✓	✓	✓
Mr. Rajesh S. Adani	✓	✓	✓	✓	✓	✓	✓
Mr. Karan Adani	✓	✓	✓	✓	✓	✓	✓
Dr. Malay Mahadevia	✓	✓	✓	✓	✓	✓	✓
Mrs. Avantika Singh Aulakh, IAS	✓	-	✓	-	-	-	-
Prof. G. Raghuram	✓	✓	✓	✓	✓	✓	✓
Mr. G. K. Pillai	✓	✓	✓	-	✓	-	✓
Mr. Bharat Sheth	✓	-	✓	✓	✓	-	-
Mrs. Nirupama Rao	✓	-	-	✓	✓	-	✓
Mr. P. S. Jayakumar	✓	✓	✓	✓	✓	✓	✓

Note - Each Director may possess varied combinations of skills/ expertise within the described set of parameters and it is not necessary that all Directors possess all skills/ expertise listed therein.

Directors' selection, appointment, induction and familiarisation:

As per the delegation given by the Board to the Nomination and Remuneration Committee (NRC) of the Company, consisting exclusively of independent directors, the NRC screens and selects the suitable candidates, based on the defined criteria and makes recommendations to the Board on the induction of new directors. The Board appoints the director, subject to the shareholders' approval.

All new directors are taken through a detailed induction and familiarization program when they join the Board of the Company. The induction program is exhaustive covering the history and culture of Adani Group, background of the Company and its growth, various milestones in the Company's existence since its incorporation, the present structure and an overview of the businesses and functions.

Deep dives and immersion sessions are conducted by senior executives on their respective ports/business units. Key aspects that are covered in these sessions include:

- Industry / market trends
- Company's operations including those of major subsidiaries

- Growth Strategy
- ESG Strategy and performance

Meeting of Independent Directors:

The Independent Directors met on 12th March 2022, 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.

Confirmation as regards independence of Independent Directors:

In the opinion of the Board, all the existing Independent Directors and the one who are proposed to be appointed/ re-appointed at the AGM, fulfil the conditions specified in the SEBI Listing Regulations and are independent of the Management.

Remuneration Policy:

The remuneration policy of the Company is directed towards rewarding performance, based on review of achievements on a periodic basis. The Company endeavors to attract, retain, develop and motivate the high-caliber executives and to incentivize 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 shareholders at the AGM held on 6th August, 2019 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 from 1st April, 2020. In addition to commission, the non-executive directors are paid sitting fees of ₹50,000 for attending Board and Audit Committee meetings and ₹25,000 for attending other Committees along with actual reimbursement of expenses, incurred for attending each meeting of the Board and committees.

The Company has 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. The pay structure of Executive Directors has appropriate success and sustainability metrices built in. For CEO-APSEZ, the variable pay is linked to the following financial and ESG indicators - Revenue, EBIDTA, ROCE, Health & Safety, Energy Intensity, GHG Intensity, Water Intensity, Zero Waste to Landfill (ZWL), and Mangrove afforestation area. 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 shareholders 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 FY 2021-22 are as under:

(₹ in Lakhs)

Name	Commission	Sitting Fees	Total
Mr. Rajesh S. Adani[1]	-	8.00	8.00
Dr. Malay Mahadevia[2]	-	7.75	7.75
Prof. G. Raghuram	20.00	9.50	29.50
Mr. G. K. Pillai	20.00	12.00	32.00
Mr. Bharat Sheth	20.00	4.00	24.00
Mrs. Nirupama Rao	20.00	5.25	25.25
Mr. P. S. Jayakumar	20.00	8.50	28.50

[1]Includes sitting fees paid for attending Finance Committee Meetings

[2]Includes sitting fees w.e.f 01.06.2021

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 Directors during the FY 2021-22 are as under:

(₹ in Lakhs)

Name	Salary	Perquisites, Allowances & other Benefits	Commission*	Total
Mr. Gautam S. Adani	180.00	-	280.00	460.00
Dr. Malay Mahadevia#	68.70	5.72	-	74.42
Mr. Karan Adani	233.00	207.00	-	440.00

*Payable in FY 2022-23

#Ceased as Executive Director w.e.f 31.05.2021

iii) Details of shares of the Company held by Directors as on 31st March, 2022 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. Mr. Karan Adani, CEO, is one of the beneficiaries of S. B. Adani Family Trust along with other beneficiaries. The S. B. Adani Family Trust holds 37.84% equity of the Company.

Note on appointment/re-appointment of Directors:

Mr. Rajesh S. Adani, Director is retiring at the ensuing AGM and being eligible, offers himself for re-appointment.

The Board has re-appointed (i) Mr. Gautam S. Adani as Managing Director of the Company for further period of five years w.e.f 1st July, 2022; (ii) Mr. Karan Adani as Whole Time Director & CEO of the Company for a period of five years w.e.f 24th May, 2022; and (iii) Mr. Bharat Sheth as an Independent Director for a second term of three consecutive years w.e.f. 15th October, 2022, subject to the approval of shareholders at the ensuing AGM.

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

Code of Conduct:

The Board has laid down a Code of Business Conduct and Ethics (the "Code") for all the Board Members and Senior Management of the Company. 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.

The Board has also adopted separate code of conduct with respect to duties of Independent Directors, as per the provisions of the Act.

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.

As on 31st March, 2022, the Board has constituted the following committees:

I. Statutory Committees

A. Audit Committee
B. Nomination and Remuneration Committee
C. Stakeholders' Relationship Committee
D. Corporate Social Responsibility Committee
E. Risk Management Committee ("RMC")

II. Non-Statutory Committees

With an objective of further strengthen the governance standards so as to match with internationally accepted better practices, the Board has constituted following additional Committees / Sub-committees:

A. Corporate Responsibility Committee
B. Information Technology & Data Security
C. Mergers & Acquisitions Committee (Sub-committee of RMC)
D. Legal, Regulatory & Tax Committee (Sub-committee of RMC)
E. Reputation Risk Committee (Sub-committee of RMC)

I. Statutory Committees

A) Audit Committee:

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. A detailed charter of the Audit Committee is available on the website of the Company at https://www.adaniports.com/Investors/board-and-committee-charters

As on 31st March, 2022, the Audit Committee comprise solely of Independent Directors to enable independent and transparent review of financial reporting process and internal control mechanism with an objective to further strengthen the confidence of all stakeholders.

Terms of reference:

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

Terms of Reference	Frequency
To oversee the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible	Q
To recommend for appointment, remuneration and terms of appointment of statutory and internal auditors of the Company	P
To approve availing of the permitted non-audit services rendered by the Statutory Auditors and payment of fees thereof	A
To review, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:	
▪ Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of Section 134(3)(c) of the Companies Act, 2013	A
▪ Changes, if any, in accounting policies and practices and reasons for the same	Q
▪ Major accounting entries involving estimates based on the exercise of judgment by the management	Q
▪ Significant adjustments made in the financial statements arising out of audit findings	Q
▪ Compliance with listing and other legal requirements relating to financial statements	Q
▪ Disclosure of any related party transactions	Q
▪ Modified opinion(s) in the draft audit report	A
To review, with the management, the quarterly financial statements before submission to the board for approval	Q
To review, 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 utilized 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	P
To review and monitor the Auditor's independence and performance, and effectiveness of audit process	Q
To approve or any subsequent modification of transactions of the Company with related parties	P
To scrutinise inter-corporate loans and investments	Q
To undertake valuation of undertakings or assets of the Company, wherever it is necessary	P
To evaluate internal financial controls and risk management systems	Q
To review, with the management, the performance of statutory and internal auditors, adequacy of the internal control systems	Q
To review 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	A
To discuss with internal auditors of any significant findings and follow up there on	Q
To review 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	Q

Terms of Reference	Frequency
To discuss 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	Q
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	Q
To review the functioning of the Whistle Blower mechanism	Q
To approve appointment of Chief Financial Officer after assessing the qualifications, experience and background, etc. of the candidate	P
To review financial statements, in particular the investments made by the Company's unlisted subsidiaries	Q
To review compliance with the provisions of SEBI Insider Trading Regulations and verify that the systems for internal control are adequate and are operation effectively	Q
To review the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments	Q
To oversee the Company's disclosures and compliance risks, including those related to climate	Q
To consider and comment on rationale, cost benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders	P
To review key significant issues, tax and regulatory / legal report which is likely to have significant impact on financial statements and management's report on actions taken thereon	P
To discuss with the management regarding pending technical and regulatory matters that could affect the financial statements and updates on management's plans to implement new technical or regulatory guidelines	Q
To review and recommend to the Board for approval - Business plan, Budget for the year and revised estimates	A
To review Company's financial policies, strategies and capital structure, working capital and cash flow management	H
To ensure the Internal Auditor has direct access to the Committee chair, providing independence from the executive and accountability to the committee	-
To review the treasury policy & performance of the Company, including investment of surplus funds and foreign currency operations	A
To review management discussion and analysis of financial condition and results of operations	A
To review, examine and deliberate on all the concerns raised by an out-going auditors and to provide views to the Management and Auditors	P
To carry out any other function mandated by the Board from time to time and/or enforced by any statutory notification, amendment or modification, as may be applicable	P

Frequency **A** Annually **Q** Quarterly **H** Half yearly **P** Periodically

Meetings, Attendance & Composition of the Audit Committee:

During the year under review, Audit Committee met seven times i.e. on 4th May, 2021, 14th July, 2021, 3rd August, 2021, 22nd September, 2021, 27th October, 2021, 1st February, 2022 and 16th March, 2022. The intervening gap between two meetings did not exceed 120 days.

The composition of Audit Committee and details of attendance of the Members during FY 2021-22 are given below:

Name and designation	Category	No. of Meetings		% of attendance
		Held during the tenure	Attended	
Mr. G. K. Pillai, Chairman	Non-Executive & Independent Director	7	7	100
Prof. G. Raghuram, Member	Non-Executive & Independent Director	7	6	86
Mr. P. S. Jayakumar, Member	Non-Executive & Independent Director	7	7	100
Mrs. Nirupama Rao[1], Member	Non-Executive & Independent Director	2	1	50
Mr. Rajesh S. Adani[2], Member	Non-Executive & Non-Independent Director	5	3	60

[1]Appointed as member w.e.f. 27.10.2021
[2]Ceased as member w.e.f. 27.10.2021

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

The minutes of the Audit Committee Meetings are reviewed by the Board at its subsequent meetings.

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

The Chairman of the Audit Committee was present at the last AGM held on 12th July, 2021 to answer shareholders' queries.

B) Nomination and Remuneration Committee:

As on 31st March 2022, all the members of the Nomination and Remuneration Committee (NRC) were Independent Directors. A detailed charter of the NRC is available on the website of the Company at https://www.adaniports.com/Investors/board-and-committee-charters.

Terms of reference:

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

Terms of Reference	Frequency
To formulate 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	A
To formulate criteria for & mechanism of evaluation of Independent Directors and the Board of directors	A
To specify the manner for effective evaluation of performance of Board, its committees and individual directors to be carried out either by the Board, by the Nomination and Remuneration Committee or by an independent external agency and review its implementation and compliance	A
To devise a policy on diversity of Board of Directors	P
To Identify 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	P

Terms of Reference	Frequency
To extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors	A
To review and recommend remuneration of the Managing Director(s) / Whole-time Director(s) based on their performance	A
To recommend to the Board, all remuneration, in whatever form, payable to senior management	A
To review, amend and approve all Human Resources related policies	P
To ensure that the management has in place appropriate programs to achieve maximum leverage from leadership, employee engagement, change management, training & development, performance management and supporting system	A
To oversee workplace safety goals, risks related to workforce and compensation practices	A
To oversee employee diversity programs	A
To oversee HR philosophy, people strategy and efficacy of HR practices including those for leadership development, rewards and recognition, talent management and succession planning (specifically for the Board, KMP and Senior Management)	A
To oversee familiarisation programme for Directors	A
To recommend the appointment of one of the Independent Directors of the Company on the Board of its Material Subsidiary	P
To carry 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	P

Frequency **A** Annually **P** Periodically

Meetings, Attendance & Composition of the NRC:

During the year under review, NRC met three times i.e on 3rd May, 2021, 2nd August, 2021 and 31st January, 2022.

The composition of NRC and details of attendance of the Members during FY 2021-22 are given below:

Name and designation	Category	No. of Meetings		% of attendance
		Held during the tenure	Attended	
Prof. G. Raghuram[1], Chairman	Non-Executive & Independent Director	2	2	100
Mr. P.S. Jaykumar[2], Chairman	Non-Executive & Independent Director	1	1	100
Mr. G. K. Pillai, Member	Non-Executive & Independent Director	3	3	100
Mrs. Nirupama Rao, Member	Non-Executive & Independent Director	3	2	67
Mr. Rajesh S. Adani[1], Member	Non-Executive & Non-Independent Director	2	-	0

[1]Ceased as member w.e.f 27.10.2021

[2]Appointed as member w.e.f 27.10.2021

The minutes of the NRC Meetings are reviewed by the Board at its subsequent meetings.

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

C) Stakeholders' Relationship Committee:

The Stakeholders Relationship Committee (SRC) comprises of three members, with a majority of Independent Directors. A detailed charter of the SRC is available on the website of the Company at https://www.adaniports.com/Investors/board-and-committee-charters.

Terms of reference:

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

Terms of Reference	Frequency
To look into various aspects of interest of shareholders, debenture holders and other 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.	Q
To review the measures taken for effective exercise of voting rights by shareholders	A
To review adherence to the service standards adopted in respect of various services being rendered by the Registrar & Share Transfer Agent	A
To review 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	Q
To review engagement programs with investors, proxy advisors, etc. and to oversee investors movement (share register)	Q
To review engagement with rating agencies (Financial, ESG etc.)	H
To oversee statutory compliance relating to all the securities issued, including but not limited to dividend payments, transfer of unclaimed dividend amounts / unclaimed shares to the IEPF	A
To suggest and drive implementation of various investor-friendly initiatives	H
To approve and register transfer and / or transmission of securities, issuance of duplicate security certificates, issuance of certificate on rematerialization and to carry out other related activities	P
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	P

Frequency **A** Annually **Q** Quarterly **H** Half yearly **P** Periodically

Meetings, Attendance & Composition of the SRC:

During the year under review, the SRC met four times i.e on 3rd May, 2021, 2nd August, 2021, 26th October, 2021 and 31st January, 2022.

The composition of SRC and details of attendance of the Members during FY 2021-22 are given below:

Name and designation	Category	No. of Meetings		% of attendance
		Held during the tenure	Attended	
Prof. G. Raghuram, Chairman	Non-Executive & Independent Director	4	4	100
Mr. G. K. Pillai, Member	Non-Executive & Independent Director	4	4	100
Mr. Karan Adani, Member	Executive Director	4	3	75

The Company Secretary is the Compliance Officer of the Company as per requirements of the SEBI Listing Regulations.

The minutes of the SRC are reviewed by the Board at its subsequent meetings.

Mr. Kamlesh Bhagia, Company Secretary and Compliance Officer acts as the Secretary of the SRC.

Redressal of Investor Grievances

The Company and its Registrar and Share Transfer Agent address all complaints, suggestions and grievances expeditiously and replies are sent usually within 7-10 days except in case of dispute over facts or other legal impediments and procedural issues. The Company endeavors to implement suggestions as and when received from the investors.

During the year under review, nine complaints were received. There was no unattended or pending investor grievance as on 31st March, 2022.

D) Corporate Social Responsibility ("CSR") Committee:

During the year the Company has changed the nomenclature of "Sustainability and Corporate Social Responsibility Committee" to "Corporate Social Responsibility Committee" and has approved the revised terms of reference. As on 31st March 2022, the CSR Committee comprise of four members, with a majority of Independent Directors. A detailed charter of the CSR Committee is available on the website of the Company at https://www.adaniports.com/Investors/board-and-committee-charters.

Terms of reference:

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

Terms of Reference	Frequency
To formulate and recommend to the Board, a Corporate Social Responsibility ("CSR") Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013 and rules made there under and review thereof	A
To formulate and recommend to the Board, an annual action plan in pursuance to CSR Policy	A
To recommend to the Board the amount of expenditure to be incurred on the CSR activities	A
To monitor the implementation of framework of CSR Policy	A
To review the performance of the Company in the areas of CSR	H
To institute a transparent monitoring mechanism for implementation of CSR projects/ activities undertaken by the Company	H
To recommend extension of duration of existing project and classify it as on-going project or other than on-going project	A
To submit annual report of CSR activities to the Board	A
To consider and recommend appointment of agency / consultant for carrying out impact assessment for CSR projects, as applicable, to the Board	A
To review and monitor all CSR projects and impact assessment report	A
To carry 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 or as may be necessary or appropriate for performance of its duties	P

Frequency **A** Annually **H** Half yearly **P** Periodically

Meetings, Attendance & Composition of the CSR Committee:

During the year under review, CSR Committee met four times i.e. on 3rd May, 2021, 2nd August, 2021, 26th October, 2021 and 31st January, 2022.

The composition of CSR and details of attendance of the Members during FY 2021-22 are given below:

Name and designation	Category	No. of Meetings		% of attendance
		Held during the tenure	Attended	
Mr. Rajesh S. Adani[1], Chairman	Non-Executive & Non-Independent Director	3	-	0

Name and designation	Category	No. of Meetings		% of attendance
		Held during the tenure	Attended	
Mrs. Nirupama Rao[2], Chairperson	Non-Executive & Independent Director	1	1	100
Mr. G. K. Pillai, Member	Non-Executive & Independent Director	4	4	100
Prof. G. Raghuram[2], Member	Non-Executive & Independent Director	1	1	100
Dr. Malay Mahadevia, Member	Non-Executive & Non-Independent Director	4	3	75

[1]Ceased as member w.e.f. 27.10.2021
[2]Appointed as member w.e.f. 27.10.2021

The minutes of the CSR Meetings are reviewed by the Board at its subsequent meetings.

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

E) Risk Management Committee:

As on 31st March, 2022, the Risk Management Committee (RMC) comprise of three members, with a majority of Independent Directors. A detailed charter of the RMC is available on the website of the Company at https://www.adaniports.com/Investors/board-and-committee-charters

The Board of Directors of the Company at its meeting held on 27th October, 2021 constituted the following Committees as Sub-Committees of RMC as a part of good corporate governance practice:

- Merger & Acquisitions Committee
- Legal, Regulatory & Tax Committee
- Reputation Risk Committee

Constitution, meetings and terms of reference and other details of above Sub-Committees are separately included as a part of this report.

Terms of reference:

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

Terms of Reference	Frequency
To review the Company's risk governance structure, risk assessment and risk management policies, practices and guidelines and procedures, including the risk management plan	A
To review and approve the Enterprise Risk Management ('ERM') framework	A
To formulate a detailed risk management policy which shall include: a. A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information technology, cyber security risks or any other risk as may be determined by the Committee b. Measures for risk mitigation including systems and processes for internal control of identified risks c. Business continuity plan Oversee of risks, such as strategic, financial, credit, market, liquidity, technology, security, property, IT, legal, regulatory, reputational, and other risks d. Oversee regulatory and policy risks related to climate change, including review of state and Central policies	A

Terms of Reference	Frequency
To ensure that appropriate methodology, processes and systems are in place to identify, monitor, evaluate and mitigate risks associated with the business of the Company	Q
To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems	Q
To review compliance with enterprise risk management policy, monitor breaches / trigger trips of risk tolerance limits and direct action	H
To periodically review the risk management policy, at least once in a year, including by considering the changing industry dynamics and evolving complexity	A
To consider appointment and removal of the Chief Risk Officer, if any, and review his terms of remuneration	P
To review and approve Company's risk appetite and tolerance with respect to line of business	H
To review and monitor the effectiveness and application of credit risk management policies, related standards and procedures to control the environment with respect to business decisions	A
To review and recommend to the Board various business proposals for their corresponding risks and opportunities	P
To obtain reasonable assurance from management that all known and emerging risks has been identified and mitigated and managed	Q
To form and delegate authority to subcommittee(s), when appropriate, such as: ▪ Mergers & Acquisition Committee; ▪ Legal, Regulatory & Tax Committee; ▪ Reputation Risk Committee; and ▪ Other Committee(s) as the committee may think appropriate	P
To oversee suppliers' diversity	A
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	P

Frequency **A** Annually **Q** Quarterly **H** Half yearly **P** Periodically

Meetings, Attendance & Composition of the RMC:

During the year under review, RMC met four times i.e on 3rd May, 2021, 2nd August, 2021, 26th October, 2021 and 31st January, 2022.

The composition of RMC and details of attendance of the Members during FY 2021-22 are given below:

Name and designation	Category	No. of Meetings		% of attendance
		Held during the tenure	Attended	
Mr. Rajesh S. Adani[1], Chairman	Non-Executive & Non-Independent Director	3	-	0
Mr. G. K. Pillai, Chairman	Non-Executive & Independent Director	4	4	100
Dr. Malay Mahadevia, Member	Non-Executive & Non-Independent Director	4	3	75
Mr. Bharat Sheth[2], Member	Non-Executive & Independent Director	1	1	100

Name and designation	Category	No. of Meetings		% of attendance
		Held during the tenure	Attended	
Capt. Unmesh Abhyankar[1] Member	Joint President - CEO office	3	3	100
Mr. Deepak Maheshwari[3] Member	Chief Financial Officer	1	1	100

[1]Ceased as member w.e.f. 27.10.2021
[2]Appointed as member w.e.f, 27.10.2021
[3]Ceased as member w.e.f. 05.05.2021

The Company has a risk management framework to identify, monitor and minimize risks.

The minutes of the RMC are reviewed by the Board at its subsequent meetings.

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

II. Non- Statutory Committees

A) Corporate Responsibility Committee:

The Board at its meeting held on 27th October, 2021, constituted the Corporate Responsibility Committee (CRC). As on 31st March, 2022, All the members of CRC were Independent Directors. A detailed charter of the CRC is available on the website of the Company at https://www.adaniports.com/Investors/board-and-committee-charters.

Terms of reference:

Terms of Reference	Frequency
To define the Company's corporate and social obligations as a responsible citizen and oversee its conduct in the context of those obligations	A
To approve a strategy for discharging the Company's corporate and social responsibilities in such a way as to provide an assurance to the Board and stakeholders	Q
To oversee the creation of appropriate policies and supporting measures (including Public disclosure policy, Anti-money Laundering policy, Anti Bribery, Fraud & Corruption policies etc.) and map them to UNSDG and GRI disclosure standards	A
To identify and monitor those external developments which are likely to have a significant influence on Company's reputation and/or its ability to conduct its business appropriately as a good citizen and review how best to protect that reputation or that ability	Q
To review the Company's stakeholder engagement plan (including vendors / supply chain)	A
To ensure that appropriate communications policies are in place and working effectively to build and protect the Company's reputation both internally and externally	A
To review the Integrated Annual Report of the Company	A
To review and direct for alignment of actions / initiatives of the Company with United Nations Sustainable Development Goals 2030 (UNSDG): ▪ No poverty ▪ Zero hunger ▪ Good health & well being ▪ Quality education ▪ Gender equality ▪ Clean water and sanitation	A

Terms of Reference	Frequency
▪ Affordance and clean energy ▪ Decent work and economic growth ▪ Industry, Innovation and Infrastructure ▪ Reduced inequalities ▪ Sustainable cities and communities ▪ Responsible consumption and production ▪ Climate action ▪ Life below water ▪ Life on land ▪ Peace and justice strong intuitions ▪ Partnerships for goals	
To review sustainability and / or ESG and / or Climate reports or other disclosures such as ethical governance, environmental stewardship, safety performance, water and energy use etc. and similar communications to stakeholders on ESG initiatives and activities by the Company and ensure mapping of the same to GRI disclosure standards	A
To oversee strategies, activities and policies regarding sustainable organisation including environment, social, governance, health and safety, human talent management and related material issue and indicators in the global context and evolving statutory framework	A
To oversee ethical leadership, compliance with the Company's sustainability policy, sustainability actions and proposals and their tie-in with the Strategic Plan, interaction with different stakeholders and compliance with the ethics code	H
To oversee Company's initiatives to support innovation, technology, and sustainability	A
To oversee sustainability risks related to supply chain, climate disruption and public policy	H
To monitor Company's ESG ratings / scores from ESG rating agencies and improvement plan	H
To approve appointment of Chief Sustainability Officer after assessing the qualification, experience and background etc. of the candidate	P
To oversee the Company's: ▪ Vendor development and engagement programs; ▪ program for ESG guidance (including Climate) to stakeholders and to seek feedback on the same and make further improvement programs	Q
To provide assurance to Board in relation to various responsibilities being discharged by the Committee	H

Frequency **A** Annually **Q** Quarterly **H** Half yearly **P** Periodically

Meeting, Attendance & Composition of the CRC:

During the year under review, one meeting of CRC was held on 31st January, 2022.

The composition of CRC and details of attendance of the Members during FY 2021-22 are given below:

Name and designation	Category	No. of Meetings		% of attendance
		Held during the tenure	Attended	
Prof. G. Raghuram, Chairman	Non-Executive & Independent Director	1	1	100
Mr. G. K. Pillai, Member	Non-Executive & Independent Director	1	1	100

Name and designation	Category	No. of Meetings		% of attendance
		Held during the tenure	Attended	
Mr. P. S. Jayakumar, Member	Non-Executive & Independent Director	1	1	100

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

The Minutes of CRC Committee Meetings are reviewed by the Board at its subsequent meetings.

B) Information Technology & Data Security Committee:

The Board at its meeting held on 27th October, 2021, constituted the Information Technology & Data Security Committee (IT&DS Committee). As on 31st March, 2022, the IT & DS Committee comprise of three Independent Directors. A detailed charter of the IT & DS Committee is available on the website of the Company at https://www.adaniports.com/Investors/board-and-committee-charters.

Terms of reference:

Terms of Reference	Frequency
To review and oversee the function of the Information Technology (IT) within the Company in establishing and implementing various latest IT tools and technologies by which various key functions and processes across various divisions within the group can be automated to the extent possible and thereby to add the value	H
To review and oversee the necessary actions being taken by IT and Cyber team with respect to protection of various important data across the Company and what the policy for data protection and its sustainability	A
To oversee the current cyber risk exposure of the Company and future cyber risk strategy	H
To review at least annually the Company's cyber security breach response and crisis management plan	A
To review reports on any cyber security incidents and the adequacy of proposed action	H
To assess the adequacy of resources and suggest additional measures to be undertaken by the Company	A
To regularly review the cyber risk posed by third parties including outsourced IT and other partners	A
To annually assess the adequacy of the Group's cyber insurance cover	A

Frequency **A** Annually **H** Half yearly

Meeting, Attendance & Composition of IT & DS Committee:

During the year under review, one meeting of IT&DS Committee was held on 31st January, 2022.

The composition of IT&DS Committee and details of attendance of the Members during FY 2021-22 are given below:

Name and designation	Category	No. of Meetings		% of attendance
		Held during the tenure	Attended	
Mrs. Nirupama Rao, Chairperson	Non-Executive & Independent Director	1	1	100
Prof. G. Raghuram, Member	Non-Executive & Independent Director	1	1	100
Mr. G.K. Pillai, Member	Non-Executive & Independent Director	1	1	100

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

The Minutes of IT & DS Committee Meetings are reviewed by the Board at its subsequent meetings.

C) Merger & Acquisition Committee:

The Board at its meeting held on 27th October, 2021, constituted the Merger & Acquisition Committee (M&A Committee) as a Sub-Committee of RMC. As on 31st March, 2022, the M&A Committee comprise of three members, with a majority of Independent Directors. A detailed charter of the M&A Committee is available on the website of the Company at https://www.adaniports.com/Investors/board-and-committee-charters.

Terms of reference:

Terms of Reference	Frequency
To review acquisition strategies with the management	P
To review proposals relating to merger, acquisition, investment or divestment ("Transaction/s") that are presented to the Committee (including how such transaction fits with the Company's strategic plans and acquisition strategy, Transaction timing, important Transaction milestones, financing, key risks (including cyber security) and opportunities, risk appetite, tolerance and the integration plan) and if thought fit, to recommend relevant opportunities to the Audit Committee / Board as appropriate	P
To oversee due diligence process with respect to proposed Transaction(s) and review the reports prepared by internal teams or independent external advisors, if appointed	P
To evaluate execution / completion, integration of Transaction(s) consummated, including information presented by management in correlation with the Transaction approval parameters and the Company's strategic objectives	P
To periodically review the performance of completed Transaction(s)	A
To review the highlights good practices and learnings from Transaction and utilize them for future Transactions	P
To review the tax treatment of Transactions and ascertain their effects upon the financial statements of the Company and seek external advice on the tax treatment of these items, where appropriate	P

Frequency **A** Annually **P** Periodically

Meeting, Attendance & Composition of the M&A Committee:

During the year under review, one meeting of M&A Committee was held on 30th March, 2022.

The composition of M&A Committee and details of attendance of the Members during FY 2021-22 are given below:

Name and designation	Category	No. of Meetings		% of attendance
		Held during the tenure	Attended	
Mr. P.S. Jayakumar, Chairman	Non-Executive & Independent Director	1	1	100
Mr. G.K. Pillai, Member	Non-Executive & Independent Director	1	1	100
Mr. Karan Adani, Member	Executive Director	1	1	100

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

The Minutes of M&A Committee Meetings are reviewed by the Board at its subsequent meetings.

D) Legal, Regulatory & Tax Committee:

The Board at its meeting held on 27th October, 2021, constituted the Legal, Regulatory & Tax Committee (LRT Committee) as a Sub-Committee of RMC. As on 31st March, 2022, the LRT Committee comprise of three members, with a majority of Independent Directors. A detailed charter of the LRT Committee is available on the website of the Company at https://www.adaniports.com/Investors/board-and-committee-charters.

Terms of reference:

Terms of Reference	Frequency
To exercise oversight with respect to the structure, operation and efficacy of the Company's compliance program	A
To review legal, tax and regulatory matters that may have a material impact on the Company's financial statements and disclosures, reputational risk or business continuity risk	H
To review compliance with applicable laws and regulations	H
To approve the compliance audit plan for the year and review of such audits to be performed by the internal audit department of the Company	A
To review significant inquiries received from, and reviews by, regulators or government agencies, including, without limitation, issues pertaining to compliance with various laws or regulations or enforcement or other actions brought or threatened to be brought against the Company by regulators or government authorities / bodies / agencies	P
To review, oversee and approve the tax strategy and tax governance framework and consider and action tax risk management issues that are brought to the attention of the Committee	A

Frequency **A** Annually **H** Half yearly **P** Periodically

Meeting, Attendance & Composition of the LRT Committee:

During the year under review, one meeting of LRT Committee was held on 31st January, 2022.

The composition of LRT Committee and details of attendance of the Members during FY 2021-22 are given below:

Name and designation	Category	No. of Meetings		% of attendance
		Held during the tenure	Attended	
Prof. Raghuram, Chairman	Non-Executive & Independent Director	1	1	100
Mr. Karan Adani, Member	Executive Director	1	1	100
Mr. P.S. Jayakumar, Member	Non-Executive & Independent Director	1	1	100

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

The Minutes of LRT Committee Meetings are reviewed by the Board at its subsequent meetings.

E) Reputation Risk Committee:

The Board at its meeting held on 27th October, 2021, constituted the Reputation Risk Committee (RR Committee) as a Sub-Committee of RMC. As on 31st March, 2022, the RR Committee comprise of three members, with a majority of Independent Directors. A detailed charter of the RR Committee is available on the website of the Company at https://www.adaniports.com/Investors/board-and-committee-charters.

Terms of reference:

Terms of Reference	Frequency
To review reports from management regarding reputation risk, including reporting on the Reputation Risk Management Framework and Reputation Risk Appetite	H
To provide ongoing oversight of the reputational risk posed by global business scenario, functions, geographies, material legal changes, climate change or high-risk relationships / programs	H
To assess and resolve specific issues, potential conflicts of interest and other reputation risk issues that are reported to the Committee	P
To recommend good practices and measures that would avoid reputational loss	A
To review specific cases of non-compliances, violations of codes of conduct which may cause loss to reputation the Company	P

Frequency **A** Annually **H** Half yearly **P** Periodically

Meeting, Attendance & Composition of the RR Committee:

During the year under review, one meeting of RR Committee was held on 31st January, 2022.

The composition of RR Committee and details of attendance of the Members during FY 2021-22 are given below:

Name and designation	Category	No. of Meetings		% of attendance
		Held during the tenure	Attended	
Mr. Bharat Sheth, Chairman	Non-Executive & Independent Director	1	1	100
Mrs. Nirupama Rao, Member	Non-Executive & Independent Director	1	1	100
Mr. Karan Adani, Member	Executive Director	1	1	100

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

The Minutes of RR Committee Meetings are reviewed by the Board at its subsequent meetings.

4. Subsidiary Companies:

None of the subsidiaries of the Company other than (i) Adani Logistics Ltd (ii) The Adani Harbour Services Ltd (iii) Adani Hazira Port Ltd (iv) The Dhamra Port Company Ltd and (v) Adani Krishnapatnam Port Ltd comes under the purview of the material subsidiary as per criteria given in regulation 16 of the SEBI Listing Regulations. However, the none of the aforesaid material subsidiary falls under the criteria given in regulation 24 of the SEBI Listing Regulations, 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 the 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.
4. Presentations are made to the Company's Board on business performance of major subsidiaries of the Company by the senior management.

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 and financial irregularities. 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 monitors and reviews the investigations of the whistle blower complaints. During the year under review, no cases of whistle blower were reported.

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
2018-19	6th August, 2019	H.T. Parekh Hall, AMA Complex, ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad - 380015.	10.30 a.m.	3
2019-20	26th June, 2020	Through Video Conferencing/ Other Audio-Visual Means	10.00 a.m.	1
2020-21	12th July, 2021	Through Video Conferencing/ Other Audio-Visual Means	10.00 a.m.	1

All the resolutions proposed by the Directors to shareholders in last three years are approved by shareholders with adequate majority.

Transcript of the last AGM is available on the website of the Company at: https://www.adaniports.com/-/media/Project/Ports/Investor/Transcripts/AGM--July-12-2021.pdf

Voting results of the last AGM is available on the website of the Company at: https://www.adaniports.com/-/media/Project/Ports/Investor/corporate-governance/Corporate-Announcement/other-intimation/ScrutinizersReport2021.pdf?la=en

b) Whether special resolutions were put through postal ballot last year, details of voting pattern:

There were no special resolutions passed through postal ballot process during FY 2021-22.

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

There is no immediate proposal for passing any resolution through Postal Ballot. None of the businesses proposed to be transacted at the ensuing AGM of the Company require passing a resolution through Postal Ballot.

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 there under 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).

The quarterly/half-yearly and annual results and other official news releases are displayed on the website of the Company - www.adaniports.com shortly after its submission to the Stock Exchanges.

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 organizes meetings / conference call with analysts and investors and the presentations made to analysts and transcripts of earnings calls are uploaded on the website thereafter.

The Company has maintained consistent communication with investors at various forums organized by investment bankers.

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, 26th July, 2022	11.00 A.M	The Company is conducting meeting through VC / OAVM pursuant to the MCA Circulars

c) Registered Office:

Adani Corporate House, Shantigram, Near Vaishno Devi Circle, S.G. Highway, Khodiyar, Ahmedabad - 382421.

d) Financial Calendar for 2022-23:

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, 2022	:	1st week of August, 2022
Quarter ending on September 30, 2022	:	1st week of November, 2022
Quarter ending on December 31, 2022	:	1st week of February, 2023
Annual Result of 2022-23	:	1st week of May, 2023

e) Record date:

The Company has fixed 15th July, 2022 as the "Record Date" for determining entitlement of the shareholders to final dividend for the financial year ended 31st March, 2022, if approved, at the AGM.

f) 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.

Dividend History since listing

Financial year	Type	Face value (In ₹)	Dividend (% of face value)	Dividend amount per share (In ₹)
2007-08	Final	10	15	1.50
2008-09	Interim	10	20	2.00
2008-09	Final	10	10	1.00
2009-10	Interim	10	25	2.50
2009-10	Final	10	15	1.50
2010-11	Interim	2	25	0.50
2010-11	Interim	2	20	0.40
2011-12	Interim	2	15	0.30
2011-12	Final	2	35	0.70

Financial year	Type	Face value (In ₹)	Dividend (% of face value)	Dividend amount per share (In ₹)
2012-13	Final	2	50	1.00
2013-14	Final	2	50	1.00
2014-15	Final	2	55	1.10
2015-16	Interim	2	55	1.10
2016-17	Final	2	65	1.30
2017-18	Final	2	100	2.00
2018-19	Final	2	10	0.20
2019-20	Interim	2	160	3.20
2020-21	Final	2	250	5.00

Dividend Payment Date:

Final Dividend of ₹5 per equity share (250%) will be paid on or after 28th July, 2022, if approved by the Shareholders at the ensuing AGM.

g) Listing on Stock Exchanges:

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

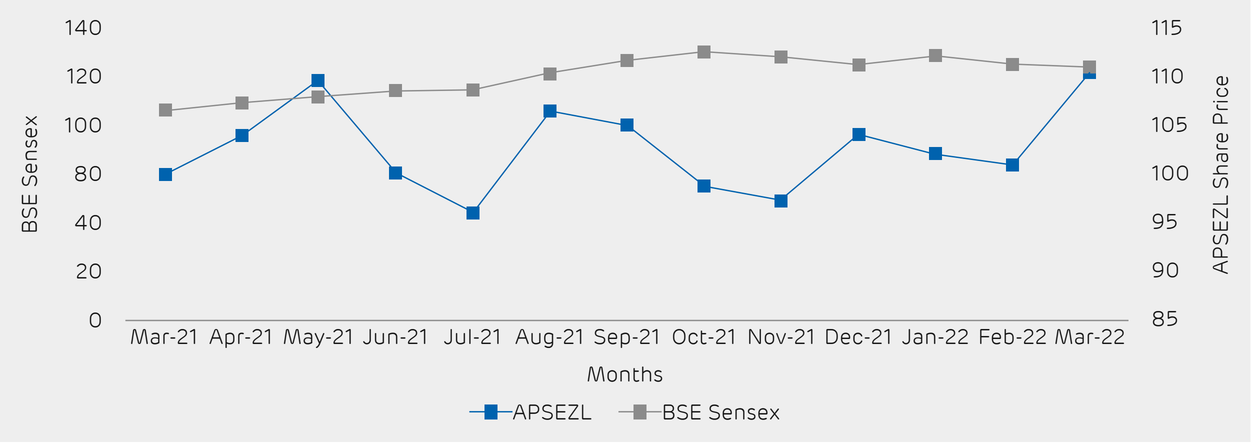
Name of Stock Exchange	Address	Code
BSE Limited (BSE)	Floor 25, P. J Towers, Dalal Street, Mumbai - 400001	532921
National Stock Exchange of India Limited (NSE)	Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai - 400051	ADANIPORTS

Annual listing fees for the year 2022-23 have been paid by the Company to BSE and NSE.

h) Market Price Data:

Month	BSE			NSE		
	High (₹)	Low (₹)	Volume (No. of shares)	High (₹)	Low (₹)	Volume (No. of shares)
April, 2021	885.00	693.00	2,52,95,975	885.00	689.50	55,46,68,446
May, 2021	792.00	715.00	1,36,49,660	791.90	713.75	26,30,29,100
June, 2021	901.00	638.00	3,93,95,712	901.00	638.10	69,10,52,260
July, 2021	736.8	654.45	1,15,49,641	737.00	654.20	21,72,34,081
August, 2021	754.00	665.00	1,11,51,163	754.00	665.00	19,77,02,290
September, 2021	786.00	733.10	47,38,428	786.00	733.00	10,10,33,201
October, 2021	829.80	681.50	74,67,370	829.90	681.15	11,69,83,309
November, 2021	774.00	680.00	46,07,427	774.30	679.70	8,07,32,848
December, 2021	794.75	683.00	45,94,525	794.95	682.75	10,79,58,087
January, 2022	795.00	689.15	35,21,363	795.00	689.00	9,80,67,038
February, 2022	750.80	652.05	37,46,445	750.85	651.95	9,06,93,007
March, 2022	781.05	664.00	53,33,383	781.00	663.55	10,92,84,362

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



j) **Registrar & Transfer Agent:**

M/s. Link Intime India Pvt. Ltd. is appointed as Registrar and Transfer (R&T) Agent 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

The 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.

k) **Transfer to Investor Education and Protection Fund (IEPF):**

In terms of the Section 125 and 124(6) of the Act read with Investor Education and Protection Fund Authority (Accounting, Auditing, Transfer and Refund Rules, 2016, the dividend amount that remains unclaimed for a period of seven years or more is required to be transferred to the Investor Education and Protection Fund (IEPF) administered by the Central Government, along with the corresponding shares to the demat account of IEPF Authority.

During the year under review, the unclaimed dividend amount for the FY 2013-14 (final) amounting to ₹1,044,560 along with corresponding 19,921 shares, was transferred to the IEPF established by the Central Government under applicable provisions of the Act.

The Company had communicated to all the concerned shareholders individually whose dividend and 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.

The 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.

l) **Share Transfer System:**

In terms of Regulation 40(1) of SEBI Listing Regulations, as amended, securities can be transferred only in dematerialized form w.e.f. 1st April, 2019, except in case of request received for transmission or transposition of securities. Shareholders holding shares in physical form are requested to consider converting their holdings to dematerialized form. Transfers of equity shares in electronic form are effected through the depositories with no involvement of the Company. The Board has delegated the authority for approving transfer, transmission etc to the Stakeholders' Relationship Committee.

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 SEBI Listing Regulations for the year ended 31st March 2022 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.

m) Shareholding as on 31st March 2022:

(a) Distribution of Shareholding as on 31st March 2022:

No. of shares	Equity Shares in each category		Number of shareholders	
	Total Shares	% of total	Holders	% of total
1-500	3,11,23,247	1.47	622,680	97.60
501-1000	58,77,843	0.28	7,787	1.22
1001-2000	51,76,364	0.25	3,581	0.56
2001-3000	29,29,489	0.14	1,149	0.18
3001-4000	18,47,896	0.09	520	0.08
4001-5000	19,12,531	0.09	407	0.06
5001-10000	53,38,099	0.25	735	0.11
10001 & above	2,05,81,67,761	97.43	1,152	0.18
Total	2,11,23,73,230	100.00	6,38,011	100.00

b) Category wise Shareholding Pattern as on 31st March 2022:

Category	Total No. of Shares	% of holding
Promoter and Promoter Group	1,38,45,55,767	65.55
Foreign Institutional Investors / Portfolio Investor	30,11,88,463	14.26
Insurance Companies	21,55,35,263	10.20
Mutual Funds/Banks/Financial Institutions	10,76,35,943	5.10
NRI/Foreign Nationals	20,62,483	0.10
IEPF/Clearing Member	17,71,868	0.08
Bodies Corporate	1,13,24,859	0.54
Indian Public and others	8,82,98,584	4.17
Total	2,11,23,73,230	100.00

n) Dematerialization of Shares and Liquidity:

The Equity Shares of the Company are tradable in compulsory dematerialized 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 99.99% of the Company's share capital are dematerialized as on 31st March 2022.

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

o) 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.

p) Debenture Trustees (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

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

There were no outstanding GDRs/ADRs/Warrants or any convertible instruments as at 31st March, 2022.

r) 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.

s) Site location:

Mundra Port	"Adani House", Navinal Island, Mundra, Dist. Kutch, Gujarat.
Dahej Port	Adani Petronet (Dahej) Port Pvt. Ltd. At & Po Lakhigam, Taluka Vagra, Bharuch, Gujarat.
Hazira Port	Adani Hazira Port Ltd. At & PO Hazira, Taluka Choryasi, Dist. Surat, Gujarat.
Dhamra Port	The Dhamra Port Company Ltd., AT/PO-Dosinga, Dist. Bhadrak, Odisha, Bhubaneshwar.
Ennore Port	Adani Ennore Container Terminal Pvt. Ltd. C/o. Kamarajar Port, Vallur Post, Ponneri Taluka, Dist. Thiruvalluvar, Tamil Nadu.
Kattupalli Port	Marine Infrastructure Developer Pvt. Ltd. (Kattupalli Port), Kattupalli Village, Ponneri Taluka, Dist. Thiruvalluvar, Tamil Nadu.
Krishnapatnam Port	Adani Krishnapatnam Port Ltd. PO Bag No 1, Muthukur Mandal, Dist. SPSR Nellore, Andhra Pradesh
Murmugao Terminal	Adani Murmugao Port Terminal Pvt. Ltd. Sub Station Building, Near Gate No. 2 of Mormugao Port Trust, Mormugao, Goa
Tuna Terminal	Adani Kandla Bulk Terminal Pvt. Ltd. Tuna KPT Custom Building, Village Tuna, Dist. Kutch, Gujarat
Vizhinjam Port	Adani Vizhinjam Port Pvt. Ltd. Mulloor PO, Vizhinjam, Thiruvananthapuram, Kerala

t) **Address for Correspondence:**

Mr. Kamlesh Bhagia, Company Secretary & Compliance Officer	For transfer/dematerialization of shares, change of address and other queries.
Adani Corporate House, Shantigram, Near Vaishno Devi Circle, S. G. Highway, Khodiyar, Ahmedabad - 382421. Tel.: +91-79-2656 5555 Fax: +91-79-2656 5500 E-mail: investor.apsezl@adani.com	**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

u) **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- /Negative

Domestic Rating

Rating Agency	Facility	Rating/Outlook
ICRA	Long Term Facility	AA+ /Stable
	Short Term Facility	A1+
India Rating	Long Term Facility	AA+ /Stable
	Short Term Facility	A1+

v) **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:

The Company has an Executive Chairman and hence, the need for implementing the non-mandatory requirement i.e, maintaining a chairperson's office at the Company's expense and allowing reimbursement of expenses incurred in performance of his duties, does not arise.

2. Shareholders Right:

The quarterly, half-yearly and annual financial results of the Company are published in newspapers and posted on Company's website www.adaniports.com. The same are also available on the websites 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 the Chairman and Mr. Karan Adani is the Whole Time Director & CEO of the Company. Both these positions have distinct and well-articulated roles and responsibilities.

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) **Disclosure on materially significant related party transactions**

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 Integrated Annual Report.

The Related Party Transaction Policy 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) Details of compliances

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) CEO/CFO Certificate

In compliance with Regulation 17(8) of SEBI Listing Regulations, the WTD & CEO of the Company has furnished a Certificate to the Board, for the year ended on 31st March, 2022. He has also provided quarterly certificates on financial results while placing the same before the Board pursuant to Regulation 33 of SEBI 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) The Company has in place an Information Security Policy that ensure proper utilization of IT resources.

i) As a part of good governance practice, the Company has also adopted several policies from ESG perspective and the same are available on Company's website at www.adaniports.com

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

j) 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 (Code). The Code also covers the policy and procedures for inquiry in case of leak of Unpublished Price Sensitive Information (UPSI) or suspected leak of UPSI. The Code is available on the website of the Company at https://www.adaniports.com/Investors/Corporate-Governance.

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

l) The Company complies with all applicable secretarial standards.

m) 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 SEBI Listing Regulations. It has obtained a certificate affirming the compliances from CS Ashwin Shah, Practising Company Secretary, and the same is attached to this Integrated Annual Report.

n) As required under Regulation 36(3) of the SEBI Listing Regulations, the particulars of Director seeking re-appointment at the ensuing AGM are given in the Annexure to the Notice of the 23rd AGM to be held on 26th July, 2022.

o) The Company has obtained a certificate from CS Ashwin 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 Integrated Annual Report.

p) The Company has not made any contributions to / spending for political campaigns, political organizations, lobbyists or lobbying organizations, trade associations and other tax-exempt groups.

q) 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 2021-22
Audit Fees	2.14
Limited Review	1.04
Certification Fees	0.43
Reimbursement of Expenses	0.03
Total	**3.64**

Declaration

I, Karan Adani, Whole-Time Director & CEO of Adani Ports and Special Economic Zone Limited hereby declare that as of 31st March, 2022, 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 **Adani Ports and Special Economic Zone Limited**

Place: Ahmedabad
Date: 24th May, 2022

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 31st March 2022 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.

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

Place: Ahmedabad
Date: 24th May, 2022

C.P.No. 1640
Quality Reviewed 2021
UDIN: F001640D000366917
PRC:1930/2022

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

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 Corporate House, Shantigram, Near Vaishno Devi Circle, S. G. Highway, Khodiyar, Ahmedabad -382421 (hereinafter referred to as 'the Company'), produced before me 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 my 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 me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2022 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.	Mr. Bharat Sheth	00022102	15/10/2019
4.	Dr. Malay Mahadevia	00064110	20/05/2009
5.	Prof. G. Raghuram	01099026	14/05/2012
6.	Mr. P. S. Jayakumar	01173236	23/07/2020
7.	Mr. G. K. Pillai	02340756	19/10/2012
8.	Mr. Karan Adani	03088095	24/05/2017
9.	Mrs. Nirupama Rao	06954879	22/04/2019
10.	Mrs. Avantika Singh Aulakh, IAS	07549438	15/09/2020

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these 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.

CS Ashwin Shah
Company Secretary
C.P.No. 1640
Quality Reviewed 2021
UDIN: F001640D000366884
PRC:1930/2022

Place: Ahmedabad
Date: 24th May, 2022

Chief Executive Officer Certification

The Board of Directors
Adani Ports and Special Economic Zone Limited

I, Karan Adani, Whole Time Director & CEO 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 31st March, 2022 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 31st March, 2022, 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
Date: 24th May, 2022

Karan Adani
Whole-Time Director & CEO

Business Responsibility and Sustainability Report

SECTION A : GENERAL DISLOSURE

I. Details of the listed Entity

1	Corporate Identity Number (CIN) of the Listed Entity	L63090GJ1998PLC034182
2	Name of the Listed Entity	Adani Ports and Special Economic Zone Ltd.("APSEZ/ Company")
3	Year of incorporation	1998
4	Registered office address	Adani Corporate House, Shantigram, Near Vaishno Devi Circle, S. G. Highway, Khodiyar, Ahmedabad-382421 Gujarat
5	Corporate address	Adani Corporate House, Shantigram, Near Vaishno Devi Circle, S. G. Highway, Khodiyar, Ahmedabad-382421 Gujarat
6	E-mail	investor.apsezl@adani.com
7	Telephone	+91 79 - 26565555
8	Website	www.adaniports.com
9	Financial year for which reporting is being done	FY 2021-22
10	Name of the Stock Exchange(s) where shares are listed	BSE Limited (BSE) & National Stock Exchange of India Limited (NSE)
11	Paid-up Capital	Paid up Equity Capital - ₹422.47 crore Paid up Preference Capital - ₹2.50 crore
12	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Mr. Charanjit Singh Head - ESG & IR Email: charanjit.singh@adani.com Phone: 079 - 25557712
13	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together).	Consolidated basis.

II. Products and Services

14. Details of business activities (accounting for 90% of the turnover):

Sr. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1	Transport and storage	Services incidental to land, water & air transportation	100

15. Products/Services sold by the entity (accounting for 90% of the entity's Turnover):

S. No.	Product/Service	NIC Code	% of total Turnover contributed
1	Cargo handling incidental to water transport	52242	100

III. Operations

16. Number of locations where plants and/or operations/offices of the entity are situated

Location	Number of plants	Number of offices	Total
National	12 (including under-construction) ports & terminals and 6 logistics parks		
International	1 terminal under-construction in Colombo		

17. Markets served by the entity:

a. Locations	Number
National (No. of States)	All States
International (No. of Countries)	Global

b. What is the contribution of exports as a percentage of the total turnover of the entity?

We are not a manufacturing entity. We are in the business of managing cargo at the port.

c. A brief on types of customers:

APSEZ primarily serves B2B customers handling cargos, from dry cargo, liquid cargo, crude to containers. Its subsidiary, Adani Logistics Limited (ALL), operates inland container depots at Patli (Haryana) and Kilaraipur (Punjab) and Multi-Modal Logistics Parks (MMLP) at Kishangarh (Rajasthan), Malur Karnataka) and Kanech (Punjab). ALL is a diversified end-to-end logistics service provider with expertise in handling varied customer across segments like Retail, Industrial, Container, Bulk, Break-Bulk, Liquids, Auto and Grain Handling. Mundra Economic Hub at Mundra SEZ, offers investment options as the multi-product SEZ, Free Trade and Warehousing Zone (FTWZ) and Domestic Industrial Zone.

IV. Employees

18. Details as at the end of Financial Year

1. Employees (including differently abled):

Particulars	Total (A)	Male		Female	
		No. (B)	% (B/A)	No. (C)	% (C/A)
EMPLOYEES					
Permanent (D)	2150	2116	98.4	34	1.6
Other than Permanent (E)	75	72	96.0	3	4.0
Total Employees (D+E)	**2225**	**2188**	**98.3**	**37**	**1.7**
WORKERS					
Permanent (F)	510	506	99.2	4	0.8
Other than Permanent (G)	1	1	100	0	0.0
Total Workers (F+G)	**511**	**507**	**99.2**	**4**	**0.8**

2. Differently abled Employees and workers:

Particulars	Total (A)	Male		Female	
		No. (B)	% (B/A)	No. (C)	% (C/A)
DIFFERENTLY ABLED EMPLOYEES					
Permanent (D)	1	1	100	0	0
Other than Permanent (E)	0	0	0	0	0
Total Differently abled employees (D+E)	1	1	100	0	0
DIFFERENTLY ABLED WORKERS					
Permanent (F)	0	0	0	0	0
Other than Permanent (G)	0	0	0	0	0
Total differently abled Workers (F+G)	0	0	0	0	0

19. Participation/Inclusion/Representation of women

	Total (A)	Number (B)	Percentage of Females % (B/A)
Board of Directors	10*	2	20
Key Management Personnel#	3	0	0

*Standalone for APSEZ

#As per Section 2(51) of the Companies Act 2013 & BRSR guidelines. Two of Key Management Personnel are also occupying the position of the Director

20. Turnover rate for permanent employees and workers: (Disclose trends for the past 3 years)

	Turnover Rate in FY 2021-22			Turnover Rate in FY 2020-21			Turnover Rate in FY 2019-20		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employee	264	6	9.54%	-	-	-	-	-	-
Permanent Workers*	20	0	0.71%	-	-	-	-	-	-

Voluntary turnover Nos./Rate

The turnover rate mentioned herein is for Permanent category of employees/workers as applicable. It excludes other than permanent category of employees/workers.

V. Holding, Subsidiary and Associate Companies (including joint ventures)

21. Names of holding / subsidiary / associate companies / joint ventures

Sr. No.	Name of the holding / subsidiary / associate companies / joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
Details Attached as Annexure 1				

VI. CSR Details

	Response
22. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes/No)	Yes
(ii) Turnover* for FY 2021-22 (in ₹ crore)	15,934
(iii) Net worth for FY 2021-22 (in ₹ crore)	38,643

*Operating revenue

VII. Transparency and Disclosures Compliances

23. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct.

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web-link for grievance redress policy)	Current Financial Year FY 21-22			Previous Financial Year FY 20-21		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes	NIL	NIL	NIL	NIL	NIL	NIL
Investors (other than shareholders)	Yes	NIL	NIL	NIL	NIL	NIL	NIL
Shareholders	Yes	9	0	NIL	5	0	NIL
Employees and workers	Yes	NIL	NIL	NIL	NIL	NIL	NIL
Customers	Yes	10	2	NIL	12	0	NIL
Value Chain Partners	Yes	NIL	NIL	NIL	NIL	NIL	NIL
Other (please specify)	Yes	NIL	NIL	NIL	NIL	NIL	NIL

Details related to Grievance Redressal Mechanism is given in our Integrated Annual Report FY22

24. Overview of the entity's material responsible business conduct issues

Sr. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate the positive/ negative implications)
1.	Biodiversity and Land Use	Risk	Our operations may have negative impact on marine biodiversity and land use. We have to minimize the severity and magnitude of these impacts. Risks related to biodiversity and land use could impact our reputation, market proposition, draw penalties from the regulators and affect our financial stability	▪ We have developed site specific Biodiversity Management Plan for Mundra, Dhamra, Hazira, Kattupalli and Vizhinjam Ports. ▪ Development footprint is kept outside Eco-sensitive area. ▪ We have aligned five of our ports to Oil Spill Action plan in accordance with the National Oil Spill Disaster Contingency Plan (NOS-DCP), International Petroleum Industry Environmental Conservation Association. ▪ Assessment results of approved projects are required to be released on half-yearly basis to the relevant authorities. ▪ We have signed a CII-backed India Business and Biodiversity Initiative (IBBI).	The process of identifying and quantifying the financial implications of the identified risks and opportunities is currently underway.

Sr. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate the positive/ negative implications)
2	Climate Change Adaptation & Mitigation	Risk	Our port operations are impacted by any natural phenomenon like cyclone, heavy rains, wind etc. Thus, without taking into account the impact that climate change will have on port infrastructure we will be placing our fundamental business asset at risk. Climate adaptation and mitigation are key to building a future-ready organisation. They can also reduce operational costs and drive greater efficiencies for the business.	▪ We have completed physical risk assessment study for all our ports and have identified short and long term adaptation and mitigation measures for ports depending on identified risk. ▪ We have strengthened our water sourcing to avoid fresh water use and attempt to have multiple water sources at each location. These activities strengthen our business continuity planning. ▪ Focus on container business is influenced by the changing landscape of fossil fuels due to climate change. ▪ We target to become 'Green Ports Company' and also become carbon neutral by 2025.	
3	Human Rights	Risk	Upholding human rights is essential to protecting organisation's communities, employees and other stakeholders and also to avoid regulatory liabilities.	▪ APSEZ has fostered an inclusive culture free from discrimination and powered by diverse employee capabilities. ▪ The Company is committed to free and fair employment practices free of any harassment based on race, religion, colour, age, sexual orientation, national origin, disability or any other classification as mandated by local laws. ▪ The Company's commitment to human rights is reflected in its governance, procurement and social strategy. ▪ The Company has formalized Human Rights Policy aligned to UN Guiding Principles on Business and Human Rights. ▪ The Human Rights Policy applies to all stakeholders, including permanent and contractual employees, communities, consultants, trainees, subsidiaries and business partners. The Company has a zero-tolerance approach to human rights abuses and instituted mechanisms for remediation. ▪ To prevent child labour in the Company's business, we have installed a system-based entry (Cronos) and Aadhar checks for workers. ▪ The Company provided awareness and training on human rights guidelines to suppliers. ▪ APSEZ has developed human rights due diligence to identify and assess impacts and risks relating to human rights of employees, suppliers, customers and communities.	

Sr. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate the positive/ negative implications)
				▪ The Human Rights risk identification process covers our operation, value chain and new relations (mergers, acquisitions, joint ventures etc). Human Rights issues comprise child labor, forced labour, human trafficking, discrimination, equal remuneration, freedom of association and collective bargaining. The due diligence has been extended to employees, children, women, local communities, third party contracted workers, local communities, indigenous people and migrant workers. ▪ All the company's ports and offices were assessed on the basis of child labour, forced/involuntary labour, sexual harassment, discrimination at workplace and wages.	
4.	Employee Health, Safety and Well-Being	Risk	Failure to ensure the health, safety and well-being of the Company's workforce can impact productivity. This can consequently affect our business operations, customer satisfaction and profitability.	▪ The Company strives to foster a safe working environment and ensure Zero Harm. ▪ Hazards and risks are periodically identified, with mitigation plans devised for each. ▪ All ports are having ISO 45001: 2018 Safety Management System in place. ▪ Incentive of all executives in the management level at each site is linked to safety related incidents at that site. ▪ Additionally, safety trainings are provided to employees and workers on a regular basis to ensure their holistic well-being.	
5	Business Ethics, Integrity and Transparency	Risk	Ethical conduct, integrity and transparent two-way communication with stakeholders is integral to ensuring regulatory compliance and building stakeholder trust.	▪ The Company has instituted several policies and procedures on business ethics, integrity and transparency. Annual internal audits are being conducted to review the effective implementation of policies.	
6	Risk Management	Risk	Devising appropriate risk mitigation strategies is integral to helping the Company leverage opportunities, stay ahead of the curve, and avoid shocks and disruptions to the business.	▪ Risks, including ESG risks, are periodically identified and a systematic approach is defined to managing them.	
7	Training and Development	Opportunity	Equipping the workforce with the requisite technical and behavioral skills, through regular trainings, helps the Company raise the bar on quality of its offerings and become increasingly future-ready.	▪ Not applicable	

Sr. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate the positive/ negative implications)
8	Environmental Disaster Preparedness	Risk	Acute environmental events have the potential to disrupt operations and the supply chain, inflict physical damage on the Company's facilities and drive-up operational costs.	▪ Business continuity plans have been formulated. Additionally, environment-related risks are being identified, and mitigation plans are being devised.	
9	Regulatory Compliance	Risk	Failure to comply with regulatory requirements can manifest in financial consequences for the company and erode stakeholder trust.	▪ The Company has a robust set of environmental, social and governance-related policies to foster a culture of compliance within the organization. ▪ Disciplinary measures and reinforcement mechanisms have been defined as well. ▪ In addition, legal and functional teams also monitor the regulatory compliances across businesses at defined frequencies.	
10	Anti-Bribery & Anti-Corruption	Risk	Preventing practices like bribery and corruption helps an organization to avoid liabilities, maintain stakeholder trust, and keep its leadership position.	▪ The Company has instituted an Anti-Bribery and Anti-Corruption Policy, in addition to others like the Code of Conduct, Whistle Blower Policy and other ESG policies to mitigate this risk.	
11	Talent Attraction and Retention	Opportunity	Employing and retaining the right talent helps organization deliver value to its customers and maintain its leadership position.	▪ We have built a strong culture through acquiring right talent, providing engaging and motivating work environment, encouraging informed risk-taking, offering growth opportunities and developing future leaders from within, along with focus on building harmonious relationships between employees and ensuring stress free working environment.	
12	Energy and Emissions Management	Risk	Controlling its energy consumption and emissions footprint is crucial to mitigate climate change. Adopting low-carbon technologies is also helping the organisation prepare for a future, which could bring more stringent legislation and taxation related to energy and emissions.	▪ An Energy & Emission Management Policy has been instituted by the Company. It is designed to aid and formalize the Company's efforts to manage its energy consumption and emissions and align with country's goal to become net zero. ▪ Company has committed to become Carbon Neutral by 2025. ▪ We signed for the Science-Based Targets initiative (SBTi), becoming the first Indian port operator to commit to science-based emission reduction targets.	
13	Labour Practices	Risk	Respecting human rights and ensuring sound labour practices allows the organisation to avoid regulatory action, avoid penalties, and empower its employees and workers.	▪ The Company adheres to all the laws of the land, related to human rights and labour practices. No forced child or compulsory labour is deployed by the Company, and its policy framework nurtures a diverse, safe and empowered workforce.	

Sr. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate the positive/ negative implications)
14	Community Development	Opportunity	Community development activities helps a company to create a positive impact on society by undertaking meaningful interventions to bring significant benefits to large sections of the society. The CSR efforts also help foster a more productive and positive work environment for employees.	▪ On behalf of APSEZ, the Adani foundation has been striving to create sustainable opportunities for the marginalized communities by facilitating quality education, sustainable livelihood development, promoting a healthy society and supporting rural infrastructure development. Our outreach as of now has been to 2,409 villages in 16 States across India. ▪ With an aim to contribute to the holistic development of communities, we are contributing to the global agenda of meeting Sustainable Development Goals (SDGs).	
15	Responsible Supply Chain	Opportunity	Sound ESG practices in the value chain help the organisation to support local businesses, reduce its indirect environmental impact, and promote good governance amongst partner organisations.	▪ While onboarding, a new supplier has to sign a contract that includes terms and conditions w.r.t. to ESG related factors mentioned in our Supplier Code of Conduct	
16	Economic Performance	Opportunity	Ensuring business profitability and strong economic performance helps deliver value to investors and reinvest in the growth of the business, employees, communities and other stakeholders.	-	

https://www.adaniports.com/-/media/Project/Ports/Investor/corporate-governance/Policies/Supplier-Code-of-Conduct.pdf

SECTION B : MANAGEMENT AND PROCESS DISCLOSURES

Sr. No.	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
Policy and management processes										
1	a. Whether your entity's policy/ policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
	b. Has the policy been approved by the Board? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
	c. Web Link of the Policies, if available	https://www.adaniports.com/Investors/Corporate-Governance								
2	Whether the entity has translated the policy into procedures. (Yes / No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
3	Do the enlisted policies extend to your value chain partners? (Yes/No)	Yes. The suppliers are required to comply with all the Company's policies including ESG as stated in APSEZ Sustainable Procurement Policy and Suppliers Code of Conduct.								

<table>
<tr><th>Sr. No.</th><th>Disclosure Questions</th><th>P1</th><th>P2</th><th>P3</th><th>P4</th><th>P5</th><th>P6</th><th>P7</th><th>P8</th><th>P9</th></tr>
<tr><td>4</td><td>Name of the national and international codes/certifications/labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.</td><td colspan="9">▪ UNGC
▪ ISO 27001:2013
▪ ISO 14001:2015
▪ ISO 45001:2018
▪ ISO 9001:2018
▪ ISO 28000:2017
▪ IFC Performance Standards
▪ IBBI
▪ CEO Water Mandate
▪ IUCN</td></tr>
<tr><td>5</td><td>Specific commitments, goals and targets set by the entity with defined timelines, if any.</td><td colspan="9">The Company's commitment to contribute to sustainable development is well aligned with Adani Group's purpose of Nation Building that provides a guiding framework for investment in businesses that accelerate India's economic growth and enhance citizen wellbeing.

We have worked to embed this sustainability commitment into our strategy, our business processes and decision-making. Some of our key ESG goals and ambitions include:

Energy & Emission
▪ Carbon neutrality by 2025, and net zero thereafter
▪ 100% RE share in total electricity by 2025
▪ 50% Energy intensity reduction by 2025 vs. 2016

Water and Waste
▪ 60% reduction in water consumption intensity by 2025 vs. 2016
▪ Single use plastic free sites (12 Ports + 4 ICDs + 14 Silo sites) by 2025
▪ Zero waste to landfill for 12 ports by 2025

Afforestation & Conservation
▪ 5000 Ha Mangrove afforestation by 2025
▪ 1200 Ha Terrestrial plantation by 2025

Stakeholder Engagement
▪ Employee Satisfaction Rate of 4.5/5 by 2025
▪ Supplier Satisfaction Rate of 4.75/5 by 2025
▪ Customer Satisfaction Rate of 4.75/5 by 2025

Safety
▪ Zero fatalities and Zero Incidents by 2025

Employee Turnover
▪ <4% Voluntary Attrition by 2025</td></tr>
</table>

Sr. No.	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
6	Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	**Performance till FY'22** Energy & Emission ▪ 20% RE share in total electricity ▪ 8% RE share in total energy ▪ 38% Energy intensity reduction* ▪ 45% Emission intensity reduction* Water and Waste ▪ 59% Water consumption intensity reduction* ▪ 6 Ports are Zero Waste to Landfill Certified ▪ Single Use Plastic (SUP) Free (9 Ports completed+4 ICDs in progress) Afforestation ▪ 3239 Ha Mangrove afforestation ▪ 1000 Ha Terrestrial plantation completed *From base year Stakeholder Engagement ▪ Employee Satisfaction Rate of 4.11 ▪ Supplier Satisfaction Rate of 4.1 ▪ Customer Satisfaction Rate of 4.1 Safety ▪ 0 Fatality (Employee + FTE on Contract) ▪ 3 Fatality (Contractors Worker) ▪ 50% reduction in fatality Employee Turnover ▪ 10.39% Voluntary Attrition								
Governance, leadership and oversight										
7	Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements	Refer to the CEO message in the Integrated Annual Report FY22								
8	Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	The Board of the Company has constituted a Corporate Responsibility Committee (CRC) comprising solely of the Independent Directors to oversee strategies, activities and policies including environment, social, governance, health and safety, human talent management and related material issue and indicators in the global context and evolving statutory framework. At the corporate level, the implementation of sustainability agenda is carried out by the SLC (Sustainability Leadership Committee).								

<table>
<tr><th>Sr. No.</th><th>Disclosure Questions</th><th>P1</th><th>P2</th><th>P3</th><th>P4</th><th>P5</th><th>P6</th><th>P7</th><th>P8</th><th>P9</th></tr>
<tr><td></td><td></td><td colspan="9">The said committee is responsible, interalia for:
1. Periodically conduct stakeholder assessment and their material interests, to enhance the effectiveness of sustainability initiatives and the implementation status.
2. Review and approve any reporting on sustainability aspects to the public or government agencies.
3. Implement industry best practices and standards, to ensure that the Company's sustainability strategy minimizes environmental impact and creates shared value in the long term for stakeholders
4. Manage risks in all forms, by applying controls and testing their effectiveness against environmental risks and opportunities, social impacts, and activities related to stakeholder engagement
5. The committee is also supported by Board Committees including CSRC (Corporate Social Responsibility Committee), SRC (Stakeholder Responsibility Committee) & RMC (Risk Management Committee).
<table>
<tr><th>Name of Member</th><th>Composition of Committee</th></tr>
<tr><td>Prof. G Raghuram
DIN No: 01099026</td><td>Chairman (Independent Director)</td></tr>
<tr><td>Mr. G. K. Pillai
DIN No: 02340756</td><td>Member (Independent Director)</td></tr>
<tr><td>Mr. P.S. Jayakumar
DIN No: 01173236</td><td>Member (Independent Director)</td></tr>
</table></td></tr>
<tr><td>9</td><td>Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.</td><td colspan="9">As mentioned above, the Board of the Company has constituted a Corporate Responsibility Committee comprising solely of the Independent Directors, which meets on a quarterly basis, and is highest authority responsible for decision making on sustainability related issues.</td></tr>
</table>

10. Details of Review of each NGRBCs by the Company

<table>
<tr><th rowspan="2">Subject for Review</th><th colspan="9">Indicate whether review was undertaken by Director / Committee of the Board/ Any other Committee</th><th colspan="9">Frequency (Annually/ Half yearly/ Quarterly/ Any other - pls specify)</th></tr>
<tr><th>P1</th><th>P2</th><th>P3</th><th>P4</th><th>P5</th><th>P6</th><th>P7</th><th>P8</th><th>P9</th><th>P1</th><th>P2</th><th>P3</th><th>P4</th><th>P5</th><th>P6</th><th>P7</th><th>P8</th><th>P9</th></tr>
<tr><td>Performance against above policies and follow up action</td><td>Y</td><td>Y</td><td>Y</td><td>Y</td><td>Y</td><td>Y</td><td>Y</td><td>Y</td><td>Y</td><td colspan="9">Quarterly</td></tr>
<tr><td>Compliance with statutory requirements of relevance to the principles and, rectification of any non-compliances.</td><td>Y</td><td>Y</td><td>Y</td><td>Y</td><td>Y</td><td>Y</td><td>Y</td><td>Y</td><td>Y</td><td colspan="9">Quarterly</td></tr>
</table>

Subject for Review	Indicate whether review was undertaken by Director / Committee of the Board/ Any other Committee									Frequency (Annually/ Half yearly/ Quarterly/ Any other - pls specify)								
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9
11. Has the entity carried out independent assessment / evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.	P1		P2		P3		P4		P5		P6		P7		P8		P9	
	No		No		No		No		No		No		No		No		No	

12. If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated

The entity does not consider the Principles material to its business (Yes/No)	NA
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)	NA
The entity does not have the financial or/human and technical resources available for the task (Yes/No)	NA
It is planned to be done in the next financial year (Yes/No)	NA
Any other reason (please specify)	NA

SECTION C: PRINIPLE WISE PERFORMANCE

Principle 1: Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.

1. Percentage coverage by training and awareness programs on any of the Principles during the financial year:

Segment	Total number of training and awareness programs held	Topics / principles covered under the training and its impact	Percentage of persons in respective category covered by the awareness programs
Employees other than BoD and KMPs	72866* (Man Hrs)	Health & Safety, Working Condition, POSH, Information Security, Wellbeing Sustainability, Human Rights, Workplace diversity equity and inclusion, ESG, Policies, Code of Conduct, stakeholder partnering, HR, Industrial Relations, Conflict Management, Innovation, Digital Transformation, Grievance Management, Performance Feedback, Strategic orientation, Communication, Networking, Risk-Reward Management, Risk Management, Sustainability in Strategic Planning, Insider Trading, Water & Waste Management, Biodiversity Conservation & Management etc	100
Workers	170300# (Man Hrs)	Health & Safety, Working Condition, Sustainability, Human Rights, ESG, Policies, Code of Conduct, Supervisory Skills etc	100

*Total Man Hrs for on-roll employees

#Total Man Hrs for Contractors workforce

Note: For Board of Directors & KMP the indicator is not tracked separately. However training & awareness program on Risk Management, Human Rights,Prevention of Sexual Harassment at Workplace (POSH), Digital Transformation, ESG, Code of Conduct, Insider Trading, Workplace diversity equity and inclusion, ESG Policies, Compliance, etc are conducted

2. Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year, in the following format:

Monetary

	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial Institutions	Amount (In ₹)	Brief of the Case	Has an appeal been preferred? (Yes / No)
Penalty / Fine	NIL	NIL	NIL	NIL	NIL
Settlement	NIL	NIL	NIL	NIL	NIL
Compounding Fees	NIL	NIL	NIL	NIL	NIL

Non-Monetary

	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial Institutions	Amount (In ₹)	Brief of the Case	Has an appeal been preferred? (Yes / No)
Imprisonment	NIL	NIL	NIL	NIL	NA
Punishment	NIL	NIL	NIL	NIL	NA

3. Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed.

Case Details	Name of the regulatory/ enforcement agencies/ judicial institutions
Not Applicable	Not Applicable

4. Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.

Yes. The Company has an Anti-Corruption and Anti-Bribery policy (ABAC) in place.

The Company is committed to upholding the utmost standards for transparency and accountability in all its operations and strives to attain its purpose through compliance with national and international legal and ethical requirements. The Company does not tolerate any form of bribery, embezzlement, or corruption, and will uphold all applicable laws countering these unethical practices.

The Company's ABAC Policy lays out the spirit and guiding principles for all stakeholders to ensure compliance with the applicable laws, rules, and regulations. The Company also complies with all applicable anti-money laundering laws wherever it does business, including any applicable registration and suspicious transaction reporting obligations.

The ABAC Policy applies to all dealings, transactions, and expenses for and on behalf of the Company. This policy applies to all stakeholders working for or acting on behalf of the Company or any of its subsidiaries, and such persons must adhere to this policy.

Weblink: https://www.adaniports.com/-/media/Project/Ports/Investor/corporate-governance/Policies/AntiBribery--AntiCorruption-Guidelines.pdf

5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption:

	FY 2021-22 (Current Financial Year)	FY 2020-21 (Previous Financial Year)
Directors	NIL	NIL
KMPs	NIL	NIL
Employees	NIL	NIL
Workers	NIL	NIL

6. Details of complaints with regard to conflict of interest:

	FY 2021-22 (Current Financial Year)		FY 2020-21 (Previous Financial Year)	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	NIL	-	NIL	-
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	NIL	-	NIL	-

7. Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest.

Not Applicable

Leadership Indicator

1. Awareness programmes conducted for value chain partners on any of the Principles during the financial year:

Total No of Awareness Programs held	Topic principles covered under training	%age of value chain partners covered (by value of business done with such partners) under the awareness programmes)#
Suraksha Samvad - 50+ Sampark - 177 Supplier Sustainability Assessment Survey - 840	Health & Safety, Working Condition, Sustainability, Human Rights, ESG, Policies, Code of Conduct, stakeholder partnering, HR, Industrial Relations etc	-

*Nos shown are value chain participant no on these programs & initiatives. For details on these programs and initiatives refer response to Question no. 6 of Leadership Indicator in Principle 3 and also Supplier section in Integrated Annual Report FY22

#Indicator is not tracked separately as of now

2. Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board? (Yes/No) If Yes, provide details of the same.

Yes, Company has framed a Policy for Code of Conduct applicable for all the members of the Board of Directors and all the members of Senior Management of the Company, detailing the process and management of Conflict of Interest available at https://www.adaniports.com/-/media/Project/Ports/Investor/corporate-governance/Policies/Code_of_Conduct.pdf

(See Section 6, Page 6-7).

Principle 2: Businesses should provide goods and services in a manner that is sustainable and safe.

1. Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.

	Current FY 2021-22	Previous FY 2020-21	Details of improvements in environmental and social impacts
R&D*	-	-	**Environment**: Resource conservation, biodiversity conservation & improvement, emissions & overall GHG reduction, waste reduction **Social**: Livelihood improvement, improvement in health & wellbeing, community infrastructure improvement, community health improvement etc.
Capex*	209.69 (crore)	77 (crore)	

*We are not a manufacturing entity. We are in the business of managing cargo at the port. Hence R&D is not very significant. However, Company is making substantial capital investment in the areas of renewable installation, electrification of cranes & other equipments/machinery, electrification of rail route, water conservation, wastewater and waste management, emission reduction etc to minimize GHG emission, reduce waste, and conserve natural resources. Company is also carrying out various initiative for community & social welfare and impact assessment is carried out to evaluate outcome of social interventions. All these actions and initiatives are to improve environmental and social impacts.

2. Does the entity have procedures in place for sustainable sourcing? (Yes/No) If yes, what percentage of inputs were sourced sustainably?

Yes. APSEZ is committed to achieving its goals of lawful and fair business practices by integrating various ESG considerations such as the respect of human rights, business ethics, and environmental friendliness of products and services into its supply chain decision making. The Company has system, policies and procedure in place for sustainable sourcing. We are guided by our Sustainable Procurement Policy https://www.adaniports.com/-/media/Project/Ports/Investor/corporate-governance/Policies/Sustainable-Procurement-Policy.pdf and Supplier Code of Conduct (https://www.adaniports.com/-/media/Project/Ports/Investor/corporate-governance/Policies/Supplier-Code-of-Conduct.pdf) which covers sustainable sourcing requirement related to development of systems & process, products, and services (including office products).

For sustainable sourcing we consider the following in our procurement decisions

- Suppliers are operating their facilities in compliance with all applicable environmental laws, regulations, obligations, safeguards, and controls to prevent health and safety risks and with an endeavor to go beyond the compliances
- Suppliers strive to continually improve the environmental performance by setting objectives, targets, and processes for efficient use of natural resources, energy, water, prevention on use of hazardous or toxic substances, waste minimization, emission reduction, and pollution prevention
- Supplier's measure, monitor and review the environmental performance of the organization at regular intervals and get it audited (internal/external) before communicating to relevant stakeholders.
- Suppliers ensure eco-friendly manufacturing with minimum and environmentally compatible/recyclable packaging.
- Suppliers conduct business activities with high ethical and moral standards and respect Human Rights considerations of other stakeholders, including their employees.
- Suppliers act responsibly with their stakeholders and collaborate and associate with them, particularly the local community for their development.
- Procurement of recycled/part recycled product with extended producer responsibility.
- Procurement of product with certification and eco-labels wherever applicable.

APSEZ believes that the development of its suppliers is imperative for its business growth. Therefore, the Company is committed to working with suppliers to inculcate APSEZ's Sustainable Procurement policy that focuses on - reduced use of toxic substances, conservation of natural resources, minimization of waste generation and release of pollutants/

emissions, maximizing reusability and recyclability across value chain, prohibiting the use of child labour, complying with applicable wage and hour laws, ensuring safe and healthy working environment for employees/ workers, ensuring safe/ clean/ secure accommodation to employees/workers, ensuring no discrimination on basis of race/ colour/ gender/ age/ nationality/ religion/ sexual orientation/ marital status/ citizenship/ disability/ medical condition and community welfare. Alongside, APSEZ is supporting its suppliers to develop and implement a Sustainable Procurement Policy at their end

Apart from Sustainable Procurement Policy and Supplier Code of Conduct, we have also implemented internal system for vendor registration which includes supplier screening based on ESG criteria. This system helps to ensure that the vendor onboarded meets all the sustainability criteria defined by the system.

3. Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.

The Company is in the port and infrastructure development sector, which provides services for cargo handling & logistic, operations & maintenance of port sector. Being a service industry, we don't have potential to reclaim our products for re-use and recycling of generated waste in our operations.

However, the Company complies with all applicable regulatory requirements pertaining to waste management. The Company has defined processes for managing waste at each of its sites/locations. As part of vision for Zero Waste, APSEZ has taken several initiatives in the handling and management of 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, Kattupalli, Ennore, Dhamra, Goa, and Tuna sites have achieved Zero Waste to Landfill Assurance Statement. All our operating ports are certified as Single Use Plastic (SUP) free.

The hazardous wastes are handled, segregated, stored and transported in accordance with applicable regulatory requirements and best industry practices. The hazardous waste is disposed of in an environmentally sound manner through authorized vendors for recycling as required by regulation. In addition, we work with our customers to manage their wastes through appropriate channels. Waste collection and segregation systems are installed from the waterfront to the gate, enabling systematic waste handling. Hazardous waste (chemicals, sludge, oil etc.) collected from incoming vessels was channelised through a separate line, which is handed over to authorised third party dealers. Under the International Maritime Organisation's MARPOL 73/78 convention, vessels that call at our port deliver their waste safely to our facility at a nominal charge, in alignment with the 'polluter pays' principle.

Other 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.

Our strategic intent is to eliminate or reduce the generation of waste to divert waste from disposal through reuse and recycling wherever possible.

4. Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.

Owing to the nature of the Company's product/service offerings, EPR is not applicable to the Company.

Principle 3: Businesses should respect and promote the well-being of all employees, including those in their value chains

1. a. Details of measures for the well-being of employees:

Our people form an integral part of our journey towards transformational, responsible and sustainable change. Our people policies are designed to provide an excellent work environment which is safe, conducive, harmonious and support all round development of our employees. Our efforts to nurture our Human Capital are in alignment with our ESG commitment.

Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		No. (B)	% (B/A)	No. (C)	% (C/A)	No.(D)	% (D/A)	No.(E)	% (E/A)	No. (F)	% (F/A)
Permanent employees											
Male	2116	2116	100	2116	100	NA	NA	2116	100	-	-
Female	34	34	100	34	100	34	100	NA	NA	-	-
Total	2150	2150	100	2150	100	34	1.6	2116	98.4	-	-
Other than Permanent employees											
Male	72	72	100	72	100	NA	NA	72	100	-	-
Female	3	3	100	3	100	3	100	NA	NA	-	-
Total	75	75	100	75	100	3	4	72	96	-	-

b. Details of measures for the well-being of workers:

In order to ensure safety and well-being at workplace, we conduct various trainings for all our employees as well as contractual workers. We focus on making the trainings relevant and practical by engaging our workforce in different modules. We also conduct various awareness and health promotion activities for our employees and contractual workers.

At all our sites we carry out periodical medical examination for employees as well as contractual workers, in compliance to the applicable regulations.

We also have specific health standards and undertake first aid and health emergency management and have employed qualified medical practitioner at each of our business locations. To protect our employees and contractual workers, appropriate personal protective equipment's (PPEs) are also provided.

Category	% of workers covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		No. (B)	% (B/A)	No. (C)	% (C/A)	No.(D)	% (D/A)	No.(E)	% (E/A)	No. (F)	% (F/A)
Permanent workers											
Male	506	506	100	506	100	NA	NA	506	100	-	-
Female	4	4	100	4	100	4	100	NA	NA	-	-
Total	510	510	100	510	100	4	0.8	506	99.2	-	-
Other than Permanent workers											
Male	1	1	100	1	100	NA	NA	1	100	-	-
Female	0	0	100	0	NA	NA	NA	NA	NA	-	-
Total	1	1	100	1	100	NA	NA	1	100	-	-

2. Details of retirement benefits, for Current FY and Previous Financial Year.

Benefits	FY 2021-22 Current Financial Year			FY 2020-21 Previous Financial Year		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted & deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	100	100	Y	100	100	Y
Gratuity	100	100	Y	100	100	Y
ESI	100	100	Y	100	100	Y
Others - Pls specify	NIL	NIL	NA	NIL	NIL	NA

3. Accessibility of workplaces

At our corporate office, we have made special provisions for differently abled employees and workers in accordance with Rights of Persons with Disabilities Act, 2016. We strongly promote equal opportunities for everyone, and we acknowledge the importance of having diverse and equitable work environment. We have designed workplaces for providing assistance or making changes to a position or workplace to enable employees with disabilities for carrying out their jobs.

Our Corporate office has ramps at entry locations and lobbies to facilitate wheelchairs. We have dedicated toilets for differently abled employees. We have elevators with Braille signs, designed for blind people or visually impaired people. Our other locations also comply with all the national/local requirements to accommodate differently abled person and their needs.

All the Company's existing and new infrastructure has implemented comprehensive plan to address accessibility of workplaces for differently abled employees. Work areas, rest rooms, common areas and areas for movement in and around facilities have been designed with all accessibility aspects in mind.

4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.

Yes. The Company is committed to delivering value through equality and to nurture and promote human diversity across its operations.

We promote an inclusive work culture of creating a supportive professional environment that promotes trust, empathy, and mutual respect. Our policy on Employment of Differently-abled People and Diversity and Inclusion has been developed in line with our commitment.

Weblink:

https://www.adaniports.com/-/media/Project/Ports/Investor/corporate-governance/Policies/Employment-of-Differently-abled-People---Guidelines---APSEZ.pdf

https://www.adaniports.com/-/media/Project/Ports/Investor/corporate-governance/Policies/Diversity-and-Inclusion-Guidelines.pdf

5. Return to work and Retention rates of permanent employees and workers that took parental leave.

	Permanent employees		Permanent workers	
Gender	Return to work rate*	Retention rate	Return to work rate*	Retention rate
Male	57	100	9	100

	Permanent employees		Permanent workers	
Gender	Return to work rate*	Retention rate	Return to work rate*	Retention rate
Female	0 (OUT OF 1)	NA	0	NA
Total	58	98.28	9	100

* Return to work nos are disclosed

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief.

Permanent Workers	Yes. An online grievance redressal mechanism is available for permanent employees and workers. The system is designed to redress the grievance within a defined timeline of 14 working days. The grievances are resolved in fair and time bound manner maintaining utmost confidentiality.
Other than Permanent Workers	Yes. Workers that are engaged on contractual basis can report their grievances to their respective contractor representative or the company supervisor. The contractor is expected to take the required action to address the worker grievances, and if required, can raise the grievance to HR and respective functional heads.
Permanent Employees	Yes. Apart from the on-line grievance redressal platform, the Company also has a policy on prevention, prohibition and redressal of sexual harassment of women at the workplace and has Internal Complaints Committees (ICCs) in compliance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Members of the ICCs are responsible for conducting inquiries pertaining to such complaints. The Company, on a regular basis, sensitizes its employees on the prevention of sexual harassment at the workplace through workshops, group meetings, online training modules and awareness programs.
Other than Permanent Employees	Yes. Suppliers, Consultants, Retainers, Clients or any other parties that are engaged on a project / periodic basis are governed by the terms & conditions of the contract. Grievances if any, can be raised with concerned HR Business Partners and respective functional heads.

7. Membership of employees and worker in association(s) or Unions recognized by the listed entity:

The Company does not have any employee associations. However, we recognize the right to freedom of association and does not discourage collective bargaining. Three collective bargaining agreements exist (No trade union).

Category	FY 2021-22 Current Financial Year			FY 2020-21 Previous Financial Year		
	Total employees / workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	% (B/A)	Total employees / workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	% (B/A)
Total Permanent Employees	2150	NIL	NIL	-	NIL	NIL
-Male	2116	NIL	NIL	-	NIL	NIL
-Female	34	NIL	NIL	-	NIL	NIL
Total Permanent Workers	510	NIL	NIL	-	NIL	NIL
-Male	506	NIL	NIL	-	NIL	NIL
-Female	4	NIL	NIL	-	NIL	NIL

8. Details of training given to employees and workers:

Category	FY 2021-22 Current Financial Year					FY 2020-21* Previous Financial Year				
	Total (A)	On Health & safety measures		On Skill Upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Male	2188	1495	68.3	2180	99.6	-	-	-	-	-
Female	37	28	75.7	37	100	-	-	-	-	-
Total	2225	1523	68.4	2217	99.6	-	-	-	-	-
Workers										
Male	507	318	62.7	177	34.9	-	-	-	-	-
Female	4	2	50	1	25	-	-	-	-	-
Total	511	320	62.6	178	34.8	-	-	-	-	-

*We didn't track the information in FY 2020-21 due to Covid restrictions and transition to online mode of working

9. Details of performance and career development reviews of employees and worker:

We have a robust Performance Management process with an objective to establish utmost clarity in terms of the process to be followed at each step and what is expected from all the stakeholders involved. The process covers activities related to measuring performance of all employees as part of the year-end review, rating & promotion recommendation, moderation and individual feedback. We also have a performance review group (PRG) consisting of a group of people who discuss the performance and behavioral aspects of an individual.

All the employees undergo an annual performance appraisal process as determined by the Company.

Category	FY 2021-22 Current Financial Year			FY 2020-21 Previous Financial Year		
	Total (A)	No. (B)	% (B/A)	Total (C)	No. (D)	% (D/C)
Employees						
Male	2188	2083	95.20*	1974	1833	92.86
Female	37	30	81.01*	18	14	77.78
Total	**2225**	**2123**	**94.96***	**1992**	**1847**	**92.72**
Workers						
Male	507	505	99.56	468	464	99.14
Female	04	04	100	2	1	50
Total	**511**	**509**	**99.6**	**470**	**465**	**98.94**

*Rest of the employees were not eligible for performance appraisal as per applicable service rules of the Company

10. Health and safety management system:

a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage such system?

Yes, all our ports are certified with ISO 45001: 2018/ OSHAS 18001 "Management System". It is applicable to the company's entire operations/ employees as well as contractors or individuals under the company's supervision. It is developed in Consultation with workers and their representatives.

The Company has adopted and implemented the Adani Group's Safety Management System framework which is built on International Safety Standards such as ISO 45001, by integrating all critical business activities and applying principles, processes in order to provide safe and healthy workplaces across all Company's establishments, prevent work related injury and ill health, minimize risks and continuously improve safety performance.

Eight major elements of Adani Safety Management System are on performance orientation, executive commitment, teamwork orientation, employee empowerment and enlistment, scientific decision making, continual improvement, comprehensive and ongoing training, and unity of purpose.

The Company's businesses (covered in this report) are well aligned with Adani Safety Management System and have well defined internal controls to implement the safety requirements on the ground.

The sites/locations have also linked Adani Safety Management System with their existing Integrated Management System (IMS), e.g., ISO 14001 (EMS), and ISO 45001 (OHSMS).

b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

Process:

APSEZ has established and aligned globally recognized high level Safety Intervention and Risk Assessment programs such as Safety Interaction (SI), Vulnerability Safety Risks (VSR), Site Risk Field Audits (SRFA), Process Hazard Analysis (PHA), and Pre-Startup Safety Review (PSSR) with Business specific Integrated Management System based Hazard Identification and Risk Assessment Process (HIRA) and Job Safety Analysis (JSA). The Company has adopted this framework and the reporting businesses have developed an ecosystem of participative and consultative approach for engaging concerned stakeholders, including, employees, associates, and contract workmen.

The Company recognizes that the dynamic risks need to be managed and mitigated as per Hierarchy of Control to protect its stakeholders and achieve objective of Zero Harm with enablement of Sustainable Growth.

These interventions bring together an understanding of the potential upside and downside of all job and personal factors which can impact the organization with an objective to prevent injury, protect assets and add maximum sustainable value to all the activities and processes of the organization.

Governance:

Safety Management Committee is responsible for implementing process safety by conducting risk assessment {i.e. HAZOP study, PHA, HIRA etc.} for existing system and implementation of recommendations of assessment.

Capacity Building:

Many drives are taken across units to create awareness on identification of high-risk activities such as work at height, Confined Space, Lock Out Tag Out Try Out (LOTOTO) etc. and training on its standards. We acknowledge the fact that operations free from risks on health have the potential to escalate productivity also. Hence, we have processes in place to manage and monitor health risks of employees, right from the time of their first interaction with the company. We are having OH&S management system (as per the requirement of OHSAS 45001/ ISO 18001) for managing OH&S risks related to our activities, with HIRA in place for all activities and for every significant risk, appropriate control measure are implemented as per control measures hierarchy i.e. elimination, substitution, engineering, administration & Personal Protective Equipment (PPE).

Also refer OHS section of Integrated report for details of OHS governance, system/process, training, performance and related details.

c. Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks. (Y/N)

Yes, The Company uses the well established Incident Management and Investigation System for fair and transparent reporting of work-related hazards and risks as unsafe Acts/ unsafe Conditions, near misses, injuries and illness and serious incidents. This is followed by a comprehensive Root Cause Failure Analysis (Investigation), formulation of corrective actions as per Hierarchy of Controls, its tracking and monitoring and subsequent closure. The outcome and learnings from these events and incidents are deployed horizontally across the Group through a systemic process of 'Critical Vulnerable Factor' (CVF) as a part of Safety Governance Process. The progress on CVF is reviewed during Adani Apex Group Safety Steering Council Meetings as well as during their Business Safety Council Meetings.

To facilitate this, an advanced digital platform (GENSUITE) on OH&S Reporting has been deployed by APSEZ. The Company access this platform through its machines as well as native and lite Mobile App version

Moreover, each site has suggestion boxes where employees, workers and business partners can report grievances, and suggestions for improving the safety performance. Employees and workers can also report incidents and inaction on the safety incident through a formal whistle blower portal, the details of which are displayed at each site.

d. Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No)

Yes, the employees and workers have access to non-occupational medical and healthcare services. We care for our employees' and our business partners' health and well-being, and provide them with well-equipped hospitals across locations. We have some of the best medical insurance and accident coverage policies to help employees deal with medical emergencies. Periodic health check-ups and awareness sessions for all employees are conducted regularly. Not only the physical well-being, but the mental well-being of our employees is also taken care of. We conduct several programs across locations to help employees deal with stress and maintain a healthy work-life balance.

11. Details of safety related incidents, in the following format:

Safety Incident/Number	Category	Current FY (2021-22)	Previous FY (2020-21)
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	0	0.21
	*Workers	0.26	0.27
Total recordable work-related injuries	Employees	0 (LTI)	1 (LTI)
	Workers	45 (LTI-16, Fatal-3, MTC-26)	49 (LTI-16, Fatal-6, MTC-27)

Safety Incident/Number	Category	Current FY (2021-22)	Previous FY (2020-21)
No. of fatalities	Employees	0	0
	Workers	3	6
High consequence work-related injury or ill-health (excluding fatalities)	Employees	0	0
	Workers	0	0

*Workers - Contractors workers

12. Describe the measures taken by the entity to ensure a safe and healthy workplace.

Health and Safety of our people is of utmost importance to us. To achieve this, we have adopted a shared responsibility approach, with increased engagements at all levels of workforce and strengthening the safety culture across all Company's businesses. We are taking steps to reduce reportable incidents, minimize injuries and regularly monitor the safety performance of our sites.

Our occupational health and safety management system is also well aligned with Adani Safety Management System framework and covers all employees, contractors, business associates, visitors and the community as well. In addition to that, all our sites are ISO 45001 (2018) certified.

As a part of our strategy to prevent health and safety related incidents, we have identified two focus areas which are contractor safety management (CSM) and operational discipline. CSM procedure provides support in manpower deployment whereas the operational discipline ensures that proper measures to eliminate hazards are taken at all our sites.

All our employees and contractors are provided with appropriate PPEs and it is ensured that they are not negligent in using them. We are providing job related training to our employees to perform given task safely along with display of do's and don'ts at prominent locations of the sites. Beside this, we have stringent work permit system in place. Toolbox talks, task briefing, job specific training, job hazard analysis and mock drill help us in building safety culture within our businesses.

Mental and emotional health is a core part of our work culture. In view of this, an emotional wellness program was launched as part of Adani Care- Our integrated suite of health and well-being services and support platform. As an inclusive health service, the program offers professional and confidential counselling for our employees. Family member of our employee can also avail these services at any time of the day and in any location.

We also have various rewards and recognition programs in place to appraise the champions of safety working in Company's businesses.

13. Number of Complaints on the following made by employees and workers:

Category	Current FY (2021-22)			Previous FY (2020-21)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	NIL	NIL	-	NIL	NIL	-
Health & Safety	NIL	NIL	-	NIL	NIL	-

14. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	100% of our sites are assessed on Health & Safety parameters as part of ISO 45001 audit
Working Conditions	100% of our sites are assessed on Working Conditions as part of our internal compliance program which is linked to the policies

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions.

All incidents are investigated thoroughly as per APSEZ Safety Guidelines on Incident Reporting & Investigation and learning is shared across sites to ensure non-occurrence of the similar incidents. Also, employees and workers are encouraged to report maximum number of unsafe acts and conditions to eliminate such incidents.

LEADERSHIP INDICATORS

1. Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers (Y/N).

Yes. For Employees to safeguard and support them from uncertainties and during unfortunate times or distress, we have introduced 'Group Term Life Insurance' policy.

2. Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.

The entity ensures adherence to statutory compliances related to workers such as timely wage payment, and Provident fund. In case of non-compliances stringent actions are taken against defaulter business partner.

3. Provide the number of employees / workers having suffered high consequence work- related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:

	Total no. of affected employees/ workers (No. of fatalities)		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable Employment*	
	2022	**2021**	**2022**	**2021**
Employees	0	0	NA	NA
Workers**	3	6	*	*

*The indicator is not tracked separately as of now.

**Contractors workers

4. Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/ No)

Yes, some of the highly qualified employees are retained as advisors after the retirement. During the employment, several skill upgradation programs are imparted to employees to facilitate continued employability.

5. Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed*
Health and safety practices	-
Working Conditions	-

*The indicator is not tracked separately. However assessment on Health and safety practices & working condition of value chain partners has been carried out details of which can be seen in Supplier section of Integrated Annual Report FY22

6. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners.

- Suraksha Samvad sessions were conducted with 50+ key major contractors from various sites during which detailed discussions were held with suppliers covering topics such as Safety Requirements & Standards of APSEZ and Introduction to Contractor Safety Management (CSM) Portal. Grievances were addressed. This initiative will continue into FY 2022-23 and the company aims to cover 100% contractors by the end of FY 2023.

- A supplier awareness initiative named Sampark was launched in March 2022 to communicate APSEZ's vision on Safety, Sustainability & HR and industrial relations requirements. The first session in March 2022 was attended by 177 participants. With more sessions planned, the company targets to cover 1000+ suppliers in FY23.
- The third edition of Supplier Sustainability Assessment survey was launched in February 2022 to gauge supplier compliance on ESG credentials including assessment of working condition and Health & Safety practices Any suggestions on improvement formed a part of the survey.

Principle 4: Businesses should respect the interests of and be responsive to all its stakeholders

1. Describe the processes for identifying key stakeholder groups of the entity.

We have identified our relevant stakeholder groups on the basis of factors impacting our business. Any individual or group of individuals or institution that adds value to the business chain of the Company is identified as a core stakeholder. This inter alia includes customers, suppliers, communities, government regulators, shareholders and e employees. That said, identification of stakeholders is an on-going process. We proactively engage with our stakeholders on a regular basis. For long term ongoing projects, stakeholders are identified before initiation of the project, basis the geographical area of the project as well as through the baseline & need assessment that is conducted. For any new proposed project or expansion, we map and engage with all such stakeholders on a proactive basis, particularly through our CSR activities. Further, we have stakeholder management processes in place at all our locations.

Our stakeholder identification and prioritization process is based on inclusivity, materiality and responsiveness.

Our stakeholder groups have been majorly classified as:

Direct: Customers, Employees, Suppliers, Investors, Shareholders, Government, Local authorities and Neighboring Communities.

Indirect: Peers, Rating Agencies, Third Party Agencies, Associations, International Community, Media, Research Agencies, Citizens and NGOs.

2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.

Key identified stakeholders	Whether identified as Vulnerable and marginalized group (Yes/No)	Channel of communication	Frequency of engagement	Purpose and scope of engagement
Customers	No	Customer meet, online survey, e-mails, online grievance mechanism, reports, brochures, feedback mechanism, website, customer support cells	Quarterly, annually, as and when required	Service information, transaction, awareness, feedback, query, grievances
Employees	No	Online survey, magazines, e-mails, intranet, reports, website, online grievance mechanism, one-to-one interactions, Town Hall meetings and brochures, HR communication	Continuous, weekly, monthly, quarterly and annually	Career/ performance discussion, policy communication, team building
Suppliers	No	Online survey, e-mails, vendor meet, online grievance mechanism, site visits, one-to-one interactions, reports and website	Quarterly, annually, as and when required	Business info, transaction, awareness, training feedback, query, grievances

Key identified stakeholders	Whether identified as Vulnerable and marginalized group (Yes/No)	Channel of communication	Frequency of engagement	Purpose and scope of engagement
Community	Yes	Focused group discussions, one-to-one interactions, media, website, online grievance mechanism and field visits	As required	CSR, complaints, awareness
Investors, shareholders and third-party ESG rating agencies	No	Reports, website, investor meets, one-to-one interactions, annual general meeting (AGM) and online grievances mechanism, e-mails	Ongoing	Business sustainability, economic performance
Regulatory authorities	No	Reports, website, one-to-one interaction, events, e-mails, letters and meetings	Annually and as required	Compliance

LEADERSHIP INDICATORS

1. Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.

To guide our approach to stakeholder engagement, we have established Stakeholder Engagement Policy. The appointment of respective stakeholder representatives enables this exercise to be conducted more efficiently as these representatives' act as a channel to enable two-way engagement between the organization and stakeholders.

Consultation with the stakeholders is a continuous process. It is led by Leadership from the front through regular engagements at various platforms. There is continuous dialogue with the community stakeholders which are reviewed at Business Unit levels. Also, every two years through the third-party engagement, impact, baseline and need assessment, feedback from the stakeholders is taken. In addition to this through regular engagements at various platforms there is continuous dialogue with the stakeholders and the same is also presented to the Board. Also, this year Company has gone beyond the compliance part and have undertaken the perception study across our operational areas to get feedback and know the thoughts of our stakeholders.

Public consultations is also a part of the new project and expansion plans, where feedback and views of the stakeholders is considered for project design.

Corporate Responsibility Committee and Stakeholder Relationship Committee is responsible for structuring Sustainability Strategy and long-term goals & targets, also plays a key strategic role in all business decisions to ensure workplace safety, eliminating any potential damage to the environment, enhancing a commitment towards stakeholders, and maintaining Company's reputation as one of leading Ports company.

2. Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.

Yes. Business partners are encouraged to share inputs and feedback during various stakeholder interactions within our business. Stakeholder consultation is used to support and strengthen the Company's initiatives. Financial planning, CSR outflows, program designing, etc. is been taken up as per the materiality assessment.

We engage with selected stakeholders, identified on the principles of responsibility, influence, impact and dependency. Customised questionnaires for various stakeholder categories are developed to identify areas of concern or ongoing focus desired by stakeholders. This is to facilitate consultative process to ensure full coverage of environmental, social and governance issues as well as the involvement of the personnel and management of APSEZ to address all stakeholder queries and grievances.

The results of the materiality survey are used to identify material topics, with the highest priority for stakeholders and the biggest estimated impact on Adani Port's business into high-high and high-medium priority areas. The responses included various stakeholders, such as senior/middle management employees, contract employees, suppliers etc.

3. Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups.

The Company identifies the disadvantaged, vulnerable and marginalized stakeholders on an on-going basis. Any new proposed project or expansion is mapped by engaging the stakeholder proactively, specifically via CSR activities. A comprehensive stakeholder management and grievance mechanism exists at all our locations.

Company engages with the disadvantaged, vulnerable and marginalized stakeholders through various CSR programs with an aim to empower women and make them financially independent and also develop their skills towards leadership and economic enhancement. Various CSR initiatives undertaken be it for farmers, women, students, unemployed youth, etc.

Also, this year, Company supported vulnerable and marginalized stakeholders during pandemic and reached out to them through various CSR initiatives.

Please refer to the CSR section of our Annual Integrated Report FY22 for more details.

Principle 5: Businesses should respect and promote human rights

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:

Category	FY 2021-22 Current Financial Year			FY 2020-21 Previous Financial Year		
	Total (A)	No. employees or workers covered (B)	% (B / A)	Total (C)	No. employees of workers covered (D)	% (D/C)
Employees						
Permanent	2,150	2,150	100	-	-	-
Other than permanent	75	75	100	-	-	-
Total Employees	2,225	2,736	100	-	-	-
Workers						
Permanent	510	510	100	-	-	-
Other than permanent	1	1	100	-	-	-
Total Workers	511	511	100	-	-	-

* Data for FY 2020-21 for the indicator is not tracked. However Human Right training & awareness is conducted on a regular basis and organizations policy/guidelines are kept on Company website and are displayed across facilities for easy access to all the stakeholders and as a mean of creating awareness.

2. Details of minimum wages paid to employees and workers, in the following format:

Category	FY 2021-22 Current Financial Year					FY 2020-21 Previous Financial Year				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Permanent	2150	NA	NA	2,150	100	-	-	-	-	-
Male	2116	NA	NA	2,116	100	-	-	-	-	-
Female	34	NA	NA	34	100	-	-	-	-	-
Other than Permanent	75	NA	NA	75	100	-	-	-	-	-
Male	72	NA	NA	72	100	-	-	-	-	-
Female	3	NA	NA	3	100	-	-	-	-	-
Workers										
Permanent	510	NA	NA	510	100	-	-	-	-	-
Male	506	NA	NA	506	100	-	-	-	-	-
Female	4	NA	NA	4	100	-	-	-	-	-
Other than Permanent	1	NA	NA	1	100	-	-	-	-	-
Male	1	NA	NA	1	100	-	-	-	-	-
Female	0	NA	NA	0	NA	-	-	-	-	-

* Data for FY 2020-21 for the indicator is not tracked.

3. Details of remuneration/salary/wages, in the following format:

	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/ wages of respective category
Board of Directors (BoD)	2	440	0	NA
Key Managerial Personnel	3	440	0	NA
Employees other than BoD and KMP	2188	10.59	37	6.55
Workers	507	5.97	4	2.45

4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

Yes. The Corporate Responsibility Committee is responsible for addressing human rights impacts or issues caused or contributed to by the business

5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

Stakeholders can raise concerns pertaining to human rights issues as per Whistleblower Policy or by using online grievance management system available on Company website or by directly reaching to the Grievance redressal team through dedicated email - grievance.apsez@adani.com. Organization does not impede access to state-based judicial processes.

Business HR conducts periodic audits to ensure compliance with the Human Rights Policies and ensure any issues or impacts are addressed in the defined manner within the stipulated timeline.

6. Number of Complaints on the following made by employees and workers:

	FY 2021-22 Current Financial Year			FY 2020-21 Previous Financial Year		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	0	0	-	0	0	-
Discrimination at workplace	0	0	-	0	0	-
Child Labour	0	0	-	0	0	-
Forced Labour / Involuntary Labour	0	0	-	0	0	-
Wages	0	0	-	0	0	-
Other human rights related issues	0	0	-	0	0	-

7. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.

APSEZ has zero tolerance towards discrimination, bullying, harassment and inappropriate or abusive conduct by its stakeholder groups. We include following points to prevent adverse consequences to the complainant in discrimination and harassment cases.

- To keep an eye on any harassment and discrimination cases within our company, the Corporate Responsibility Committee ensures a strategic alignment of sustainability and human rights with the business. The Risk Management Committee oversees the potential and actual risk pertaining to human rights at every stage of the project including merger and acquisition through human rights due diligence. Ultimate oversight for human rights resides with Board of Directors which are briefed on quarterly basis by the ESG Head.
- To make our stakeholder aware of relevant guidelines pertaining to human rights, we upload these on our Company website for easy access to all employees and stakeholders. Awareness and familiarization sessions for different sets of employee population are also conducted.

8. Do human rights requirements form part of your business agreements and contracts? (Yes/No)

Yes, All the suppliers and vendors are required to adhere to APSEZ's Supplier Code of Conduct which provides comprehensive guiding principles and embodies our commitment to internationally recognized standards, including UN Global Compact, the core conventions of the International Labor Organization (ILO), United Nations' Universal Declaration of Human Rights and prevalent industry standards for our vendors and suppliers.

APSEZ has zero tolerance towards violation of human rights and keep a strict vigil on the policies and practices followed by the suppliers. Also, we try to enforce the best practices on human rights in our supply chain using the influence we have on our suppliers. Our expectation of respect for human rights from all our business partners is unambiguously conveyed at multiple levels of engagement. During the on-boarding process and later, the suppliers undergo third party audit of their operations for compliance with safe working condition requirements, avoidance of child and forced labour, environmental and social impacts, and human rights due diligence. The human rights aspects are also covered in-depth in our annual survey of the vendors and the training programs organised for them. In the survey, the suppliers are required to disclose their policy to avoid child labour, forced labour, workplace harassment, gender & ethnic discrimination and their human rights due diligence process. The suppliers are assessed on whether their policy is aligned with the requirements set by APSEZ for their suppliers and business partners.

9. Assessments for the year:

At all the operations of ASPEZ, a government issued age proof is required before any employment is provided. This eliminates the risk of child labour. Regular trainings are given to the employees on the business ethics and human rights. Also, there are Code of Conduct for employees and supplier and human rights assessment process for vendor onboarding through ARIBA.

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	Nil
Forced/involuntary labour	Nil
Sexual harassment	Nil
Discrimination at workplace	Nil
Wages	Nil
Others - please specify	Nil

10. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 9 above.

We have completed the Human Rights assessment of employees, suppliers, customers and community and are now developing a plan to implement the key takeaways from the survey. Refer our Integrated Annual Report FY22 for details of the scope, coverage and assessment.

Leadership Indicator

1. Details of a business process being modified / introduced as a result of addressing human rights grievances/ complaints.

APSEZ fostered an inclusive culture free from discrimination and powered by diverse employee capabilities. The Company is committed to free and fair employment practices free of any harassment based on race, religion, colour, age, sexual orientation, national origin, disability or any other classification as mandated by local laws. The Company's commitment to human rights was reflected in its governance, procurement and social strategy.

APSEZ remained committed to uphold human rights across its value chain and its commitment was reflected in due diligence and implementation framework governed by the following policies:

- Adani Group policy on Human Rights
- Human Rights Guidelines
- Supplier Code of Conduct
- Corporate Social Responsibility Policy
- Stakeholder Engagement Policy
- Guidelines for employment of Differently abled people
- Business Responsibility Policy
- Group Guidelines on Prevention of Sexual Harassment of Women at Workplace
- Adani Group Code of Conduct Policy

In addition, following action has been taken/introduced during reporting year

- We conducted a human rights survey covering all the permanent employees.
- This year, we also asked employees about any workplace harassment, or discrimination faced by them, the effectiveness of the system to identify and report human rights issues, and the awareness of various means to report any abuse.
- Employee Grievance Management System has been launched at group level.
- The vendor onboarding process through ARIBA portal covers the Human rights related requirements. In addition, supplier/vendor sustainability and ESG assessment has Human Right component integrated

- Human Rights assessment has been carried out for customer & community
- Training & Awareness of Employees, Vendor, supplier

Details of Human Rights policy, system, procedure, assessment/survey has been provided in our Integrated Annual Report FY22

2. Details of the scope and coverage of any Human rights due-diligence conducted.

APSEZ developed human rights due diligence to identify and assess impacts and risks relating to human rights of employees, suppliers, customers and communities. The Human Rights risk identification process covered our operation, value chain and new relations (mergers, acquisitions, joint ventures etc). Human Rights issues comprised child labor, forced labor, human trafficking, discrimination, equal remuneration, freedom of association and collective bargaining. The due diligence extended to employees, children, women, local communities, third party contracted workers, local communities, indigenous people and migrant workers.

All the company's ports and offices were assessed on the basis of child labour, forced / involuntary labour, sexual harassment, discrimination at workplace and wages

3. Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?

Yes. At our corporate offices, we have made special provisions for differently abled employees and workers in accordance with Rights of Persons with Disabilities Act, 2016. We strongly promote equal opportunities for everyone, and we acknowledge the importance of having diverse and equitable work environment. We have designed workplaces for providing assistance or making changes to a position or workplace to enable employees with disabilities for carrying out their jobs.

Our Corporate offices have ramps at entry locations and lobbies to facilitate wheelchairs. We have dedicated toilets for differently abled employees. We have elevators with Braille signs, designed for blind people or visually impaired people. Our other locations also comply with all the national/local requirements to accommodate differently abled person and their needs.

All the Company's existing and new infrastructure has implemented comprehensive plan to address accessibility of workplaces for differently abled employees. Work areas, rest rooms, common areas and areas for movement in and around facilities have been designed with all accessibility aspects in mind.

4. Details on assessment of value chain partners

	% of value chain partners (by value of business done with such partners) that were assessed*
Sexual Harassment	-
Discrimination at workplace	-
Child Labour	-
Forced Labour/Involuntary Labour	-
Wages	-
Others - please specify	-

*We have completed the Human Rights assessment of employees, suppliers, customers and community and are now developing a plan to implement the key takeaways from the survey. Refer our Integrated Annual Report FY22 for details of the scope, coverage and assessment.

5. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 4 above.

We have completed the Human Rights assessment of employees, suppliers, customers and community and are now developing a plan to implement the key takeaways from the survey and assessment. Refer our Integrated Annual Report FY22 for details of the scope, coverage and assessment.

Principle 6: Businesses should respect and make efforts to protect and restore the environment.

1. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format#

Parameter	Unit	FY 2021-22 (Current Financial Year)	FY 2020-21 (Previous Financial Year)
Total electricity consumption (A)	GJ	1086392	990081
Total fuel consumption (B)	GJ	1712444	1439129
Energy consumption through other sources (C)	GJ	NIL	NIL
Total energy consumption (A+B+C)	**GJ**	**2798837**	**2429210**
Energy intensity per rupee of turnover (Total energy consumption/ turnover in rupees)	GJ/Cr	155	167
Energy intensity (optional) - the relevant metric may be selected by the entity	NA	NA	NA

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes, this data has been subject to independent assurance by Ernst & Young and its report shall form part of this Integrated Annual Report.

2. Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.

No. The PAT scheme is not applicable to the Company's businesses.

3. Provide details of the following disclosures related to water, in the following format#

Parameter	FY 2021-22 (Current Financial Year)	FY 2020-21 (Previous Financial Year)
Water withdrawal by source (in kilolitres)		
(i) Surface water	347547	396180
(ii) Groundwater	221382	264120
(iii) Third party water	2174306	1188540
(iv) Seawater / desalinated water	1027249	1188540
(v) Others	1731042	1455633
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	**5153979**	**4096833**
Total volume of water consumption (in kilolitres)	**4731107**	**4126000**
Water intensity per rupee of turnover (Water consumed, KL / turnover in Cr)	**0.26**	**0.28**
Water intensity (optional) - the relevant metric may be selected by the entity	NA	NA

Third Party water includes - Third party Private & Public Utility

Others: Rain Water, Wastewater from other industries

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes, this data has been subject to independent assurance by Ernst & Young and its report shall form part of this Integrated Annual Report.

4. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.

We ensure compliance with all applicable statutory obligations laid by Central and State Pollution Control Board. For locations, where zero discharge is mandated by Pollution Control Board, we have implemented and maintained adequate systems to ensure compliance. In other sites, we have mechanism in place to treat the sewage/effluent as per the statutory guidelines. After treatment, we utilize treated water for internal usage to the extent possible.

5. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

Parameter	Please specify unit	FY 2021-22 (Current Financial Year)	FY 2020-21 (Previous Financial Year)
NOx	μg/m3	20.55	-
SOx	μg/m3	11.43	-
Particulate matter (PM)	μg/m3	56.99	-
Persistent organic pollutants (POP)	-	-	-
Volatile organic compounds (VOC)	-	-	-
Hazardous air pollutants (HAP)	-	-	-
Others - please specify	-	-	-

*Average value represented. The air emission sources (stacks, chimneys etc.) are monitored on a defined frequency by an approved laboratory/ agency as mandated by the Central and respective State Pollution Control Boards. The details of air emissions are submitted to PCB annually in Form-5 (Annual Environment Statement).

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

The Ambient Air Quality Monitoring (AAQM) is carried out in line to National Ambient Air Quality Standards (NAAQS) across sites in line to Environment Clearance obtained from MoEF&CC (Ministry of Environment Forest and Climate Change) & Consents obtained from SPCB (State Pollution Control Board). Ambient Air Quality and Stack emission monitoring reports are submitted regularly to SPCB and also to MoEF&CC as part of half yearly compliance reports. Six monthly monitoring reports are also kept on Company's website. The monitoring reports are reviewed by SPCB during their site visits and inspection as well. These are also audited as part of ISO-14001 certification twice internally and once by an external audit agency.

6. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format#

Parameter	Unit	FY 2021-22 (Current Financial Year)	FY 2020-21 (Previous Financial Year)
Total Scope 1 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	129438	110394
Total Scope 2 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	193063	196160

Parameter	Unit	FY 2021-22 (Current Financial Year)	FY 2020-21 (Previous Financial Year)
Total Scope 1 and Scope 2 emissions per rupee of turnover	Mt of CO2/Cr of turnover	17.8	21.1
Total Scope 1 and Scope 2 emission intensity (optional) - the relevant metric may be selected by the entity	NA	NA	NA

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes, this data has been subject to independent assurance by Ernst & Young and its report shall form part of this Integrated Annual Report.

7. Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details.

In line with APSEZ's target to become Carbon Neutral Port and SBTi commitment and to meet India's Climate Change (NDC) commitments of emission reduction, the Company has taken various initiatives such as:

- Replacing low energy efficient equipment with high energy efficient equipment
- Installing solar roof tops and other green energy projects
- Replacing fossil fuel-based vehicles by electric vehicles
- Optimization of energy consumption in office buildings
- Using digitization to improve monitoring and reduce losses
- Awareness creation related to energy conservation and GHG reduction
- Replacing high Global Warming Potential (GWP) refrigerant with lower GWP refrigerant

Various initiatives related to GHG emission reduction can be seen under environment stewardship section of our Integrated Annual Report FY22

8. Provide details related to waste management by the entity, in the following format:

Parameter	FY 2021-22 (Current Financial Year)	FY 2020-21 (Previous Financial Year)
Total Waste generated (in metric tonnes)*		
Plastic waste (A)	176.19	133.08
E-waste (B)	50.93	16.75
Bio-medical waste (C)	6.9	98.96
Construction and demolition waste (D)	0	315
Battery waste (E)	35.1	28.8
Radioactive waste (F)	0	0
Other Hazardous waste. Please specify, if any. (G) (Spent oil in KL)	1052	776.02
Other Non-hazardous waste generated (H). Please specify, if any., Tons	11674.33	9351.28
Total (A+B + C + D + E + F + G + H)	12995.45	10719.89
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)*		

Parameter	FY 2021-22 (Current Financial Year)	FY 2020-21 (Previous Financial Year)
Category of waste		
(i) Recycled	7036	5128.16
(ii) Re-used	99	909.56
(iii) Other recovery operations	4043	4278.99
Total	**11178**	**10316.71**
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)*		
Category of waste		
(i) Incineration	123.0	262.75
(ii) Landfilling	1694.42	140.43
(iii) Other disposal operations	0	0
Total	**1817.42**	**403.18**

*For further details refer Waste Management under Environment section of Integrated Annual Report FY22

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes, this data has been subject to independent assurance by Ernst & Young and its report shall form part of this Integrated Annual Report.

9. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

The Company is in the port and infrastructure development sector, which provides services for cargo handling & logistic, operations & maintenance of port sector. Being a service industry, we don't have potential to recycling of generated waste in our operations.

However, the Company complies with all applicable regulatory requirements pertaining to waste management. The Company has defined processes for managing waste at each of its sites/locations. As part of vision for Zero Waste, APSEZ has taken several initiatives in the handling and management of 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, Kattupalli, Ennore, Dhamra, Goa, and Tuna sites have achieved Zero Waste to Landfill Assurance Statement. All our operating sites arec certified as Single Use Plastic (SUP) free.

The hazardous wastes are handled, segregated, stored and transported in accordance with applicable regulatory requirements and best industry practices. The hazardous waste is disposed of in an environmentally sound manner through authorized vendors for recycling as required by regulation

Other 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.

Our strategic intent is to eliminate or reduce the generation of waste to divert waste from disposal through reuse and recycling wherever possible.

10. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details in the following format:

Sr. No.	Location of operations/ offices	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
1	All Ports & Terminals falls under Coastal Regulation Zone (CRZ) Area	Handling & Storage of Cargo	Yes

*Apart from CRZ there's no Eco Sensitive Areas (National Park, Sanctuary, biosphere reserve, wetlands, biodiversity hotspots) within our development footprint. However comprehensive Biodiversity Assessment is being carried out before setting up of facility as part of Environment Impact Assessment (EIA) studies and biodiversity impacts for both terrestrial & marine is studied in detail, impacts are identified and mitigation measures/management program is proposed based on identified impacts. For both construction and operation phase. The progress on management measures/EMP(Environment Management Plan) is being submitted to all the concerned regulatory authorities as part of half yearly compliance report and is also kept on Company's website at https://www.adaniports.com/Downloads

11. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Environmental Impact Assessment is being carried out for all the projects/development facility in line to EIA Notification, 2006 (as amended) and copy of Environment clearance so obtained is being kept at Company website at https://www.adaniports.com/Downloads (refer Environment & CRZ Clearance under relevant port)

EIA studies and EC clearance in line to applicable law is ongoing for following projects during the Financial Year 2021-22, These projects are at different stages of approval.

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
Revised Master Plan development of MIDPL (Kattupalli)	EIA Notification 2006 (As amended)	14.09.2006*	Yes	Ongoing	project ongoing
Revised Master Plan of Water Front Development (Mundra)	EIA Notification 2006 (As amended)	14.09.2006*	Yes	Ongoing	project ongoing
Outer Harbour development of Hazira Port	EIA Notification 2006 (As amended)	14.09.2006*	Yes	Ongoing	project ongoing
Development of 1576.81 Ha industrial park /SEZ at Mundra	EIA Notification 2006 (As amended)	14.09.2006*	Yes	Ongoing	project ongoing
Proposed Utility Corridor (Road, Rail, pipeline, HT line and other utility) and LPG pipeline at Mundra	EIA Notification 2006 (As amended)	14.09.2006*	Yes	Ongoing	project ongoing

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
Proposed 18m 66KV Transmission Corridor at Mundra	EIA Notification 2006 (As amended)	14.09.2006*	Yes	Ongoing	project ongoing
Additional capital & maintenance dredging and disposal of dredge material at AKBTPL Tuna	EIA Notification 2006 (As amended)	14.09.2006*	Yes	Ongoing	project ongoing
Creation of berthing and allied facilities off Tekra, near Tuna (AKBTPL)	EIA Notification 2006 (As amended)	14.09.2006*	Yes	Ongoing	project ongoing

* EIA Notification 2006 date

12. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format.

Yes, the Company is compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder.

Sr. No.	Specify the law / regulation/ guidelines which was not complied with	Provide details of the non¬compliance	Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
1.	Nil	Nil	Not Applicable	Not Applicable

Leadership Indicators

1. Provide break-up of the total energy consumed (in Joules or multiples) from renewable and non-renewable sources, in the following format:

Parameter	FY 2021-22 (Current Financial Year)	FY 2020-21 (Previous Financial Year)
From renewable sources		
Total electricity consumption (A)	215454 (GJ)	128892 (GJ)
Total fuel consumption (B)	-	-
Energy consumption through other sources (C)	NIL	NIL
Total energy consumed from renewable sources (A+B+C)	215454 (GJ)	128892 (GJ)

Parameter	FY 2021-22 (Current Financial Year)	FY 2020-21 (Previous Financial Year)
From non-renewable sources		
Total electricity consumption (D)	870939 (GJ)	861190 (GJ)
Total fuel consumption (E)	1712444 (GJ)	1439129 (GJ)
Energy consumption through other sources (F)	NIL	NIL
Total energy consumed from non-renewable sources (D+E+F)	2583383 (GJ)	2300319 (GJ)

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes, this data has been subject to independent assurance by Ernst & Young and its report shall form part of this Integrated Annual Report.

2. Provide the following details related to water discharged:

Parameter	FY 2021-22 (Current Financial Year)	FY 2020-21 (Previous Financial Year)
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water	Nil	Nil
No treatment	NA	NA
With treatment - please specify level of Treatment	NA	NA
(ii) To Groundwater	Nil	Nil
No treatment	NA	NA
With treatment - please specify level of Treatment	NA	NA
(iii) To Seawater	Nil	Nil
No treatment	NA	NA
With treatment - please specify level of Treatment	NA	NA
(iv) Sent to third-parties	Nil	Nil
No treatment	NA	NA
With treatment - please specify level of Treatment	NA	NA
(v) Others	NA	NA
No treatment	NIL	NIL
With treatment - please specify level of Treatment	742047* (Physico-chemical, Biological, Filtration)	649720* (Physico-chemical, Biological, Filtration)
Total water discharged (in kilolitres)	742047	649720

*On land discharge after treatment and meeting the norms and utilization for horticulture, gardening purpose.

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes, this data has been subject to independent assurance by Ernst & Young and its report shall form part of this Integrated Annual Report.

3. Please provide details of total Scope 3 emissions & its intensity, in the following format:

Parameter	Unit	FY 2021-22 (Current Financial Year)	FY 2020-21 (Previous Financial Year)
Total Scope 3 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	4,71,649	3,48,341
Total Scope 3 emissions per rupee of turnover		26	24
Total Scope 3 emission intensity (optional) - the relevant metric may be selected by the entity		NA	NA

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes, this data has been subject to independent assurance by Ernst & Young and its report shall form part of this Integrated Annual Report.

4. With respect to the ecologically sensitive areas reported at Question 10 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.

Apart from CRZ there's no Eco Sensitive Areas (NP, Sanctuary, biosphere reserve, wetlands, biodiversity hotspots) within our development footprint. However comprehensive Biodiversity Assessment is being carried out before setting up of facility as part of EIA studies and biodiversity impacts for both terrestrial & marine is studied in detail, impacts are identified and mitigation measures/management program is proposed based on identified impacts. For both construction & operation phase. The progress on management measures/EMP is being submitted to all the concerned regulatory authorities as part of Half yearly compliance report and is also kept on Company's website.

5. If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:

Sr. No.	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
Details of the initiative relation to energy conservation, emission reduction, resource efficiency, effluent and waste management are covered in Environment section of Integrated Annual Report FY22			

6. Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link.

All our ports are having on-site off site disaster management plan in place. The same is submitted to MoEF&CC as part of half yearly EC & CRZ compliance report. Mundra Port Onsite emergency plan can be seen at

https://www.adaniports.com/-/media/Project/Ports/PortsAndTerminals/Mundra-Documents/Environment-Compliance-Report/Current-Environment-Compliance-Report/5-EC-Compliance-Report_WFDP-2009_Apr-21-to-Sep-21.pdf (Annexure 13)

7. Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard.

Vessels entering the port limit are not allowed to discharge any waste, bilge, ballast into the water. Company has provided waste reception facilities for the incoming vessels to avoid marine water pollution. PUC certification has been mandated for incoming vehicles to minimize emissions. Company is also working towards electrification of railway lines to minimize emissions. Under the International Maritime Organisation's MARPOL 73/78 convention, vessels that call at our port deliver their waste safely to our facility at a nominal charge, in alignment with the 'polluter pays' principle.

Other details can be seen in Environment stewardship section of Integrated Annual Report FY22

8. Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.

Details of assessment of value chain partners for assessed for ESG has been provided under Supplier section in our Integrated Annual Report FY22

Principle 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent.

1. Number of affiliations with trade and industry chambers/ associations. List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to.

Sr. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/ National)
1	Confederation of Indian Industry (CII)	National
2	Federation of Indian Export Organizations (FIEO)	National
3	World Economic Forum (WEF)	National
4	Federation of Indian Chamber of Commerce and Industry (FICCI)	National
5	The Associated Chambers of Commerce and Industry of India (ASSOCHAM)	National
6	National Safety Council (NSC-Mumbai)	National
7	Ahmedabad Management Association (AMA)	State
8	Federation of Kutch Industries (FKI)	State
9	Hazira Area Industries Association (HAIA)	State
10	Gujarat Chamber of Commerce and Industry (GCCI)	State
11	Southern Gujarat Chamber of Commerce & Industries (SGCCI)	State
12	Gujarat Safety Council - Vadodara (GSC)	State
13	Industrial Waste Management Association, Chennai (IWMA)	State

2. Provide details of corrective action taken or underway on any issues related to anti-competitive conduct by the entity, based on adverse orders from regulatory authorities.

Name of authority	Brief of the case	Corrective action taken
NIL	NIL	NIL

Principle 8: Businesses should promote inclusive growth and equitable development.

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.

Name and brief details of project	SIA Notification No	Date of notification	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
NA	NA	NA	NA	NA	NA

At APSEZ, we considered the success of our CSR activities as equally important as any other primary business objectives and committed to positively impact the communities directly and indirectly affected by our operations. As some of our operating locations were in areas where the poorest segments of Indian population lived, we were deeply conscious of our responsibility to dedicatedly contribute towards inclusive growth of those communities. We believed that everyone, regardless of who and where they were, deserved equitable access to opportunities and a fair chance to a better quality of life.

APSEZ had a group-wide strategy that directed our CSR activities. By giving strategic priority to CSR activities, we directly contributed towards the United Nations' Sustainable Development Goals (UN SDGs). In addition, we aligned all our activities to the CSR Policy with the aim of facilitating and guaranteeing their correct development and implementation, while ensuring long-term outcomes and impacts. With over 25 years of experience in catering to the changing needs of society, Adani Foundation, the CSR arm of Adani Group, continued to strongly move forward focusing on scaling integrated development efforts across India. Some of the key areas of focus for our CSR activities/programmes included education, community health and nutrition, sustainable livelihoods, community infrastructure development and addressing environmental concerns. Apart from universal aspects like Human Rights and Rights of Indigenous People, we brought issues specific to Indian scenario such as mitigating poverty and generating livelihoods into focus.

Company carried impact assessment of its CSR/social activities in the areas of Health, Livelihood & water conservation during the year. Details of Company's work under Corporate Social Responsibility and impact assessment is given in Corporate Social Responsibility chapter of Integrated Report for FY 2021-22.

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:

Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In ₹)
NA	NA	NA	NA	NA	NA

3. Describe the mechanisms to receive and redress grievances of the community.

The Company's grievance reporting initiatives comprised a 24x7 grievance reporting mechanism through its website, dedicated telephone numbers and drop boxes at prominent locations. Several people across the company's sites (supervisors, seniors, and department heads) can be reached directly for reporting grievances. The Company provides communities with a grievance reporting system (recorded, reviewed, escalated and actioned upon within a timeframe). A Grievance Management System was implemented for the aggrieved to view status, resolution and feedback. The Company is further in the process of developing and roll out of an integrated Grievance Management System wherein all types of grievance will feed into one integrated system.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers:

	FY 2021-22 Current Financial Year	FY 2020-21 Previous Financial Year
Directly sourced from MSMEs/ small producers	NA	
Sourced directly from within the district and neighbouring districts	26%	46%

Leadership Indicator

3. (a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized /vulnerable groups? (Yes/No)

Yes, Company has framed Sustainable Procurement Policy and has Supplier Code of Conduct which coves the aspect related to procurement/purchase from marginalized/vulnerable groups. For details refer Supply Chain section of our Integrated Annual Report FY22

(b) From which marginalized /vulnerable groups do you procure?

Local/regional suppliers and Local communities

(c) What percentage of total procurement (by value) does it constitute?

APSEZ is driving economic development by enhancing procurement processes for social and environmental gains. The procurement focus was not just on local development but a range of accrued benefits of lower costs, higher brand recognition and livelihood support. Local vendors generally employ hundreds unlikely to leave that city, delivering benefits for the local economy in which they are based. Utilising procurement more progressively and innovatively has facilitated the participation of small to medium sized enterprises (SMEs) in public procurement in support of common societal goals.

The Company's business model supports the ethos of - 'What is good for the country is good for us'. APSEZ's operations are dependent on vendors to execute its goal of being an end-to-end integrated logistics player. Local procurement therefore, is a key facet of the overall sustainable supply chain strategy. The Company aims to fulfil these aspirations without compromising standards. Some material supplies are procured centrally and through vendors from other parts of the country.

In FY2021-22, 63% of the Company's procurement was derived from local State vendors and 26% from the same district.

For further details refer Supply Chain section of our Integrated Annual Report FY22

5. Details of beneficiaries of CSR Projects:

Sr. No.	CSR Project	No. of persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalized groups
For details of CSR project & beneficiary kindly refer Corporate Social Responsibility section of our Integrated Annual Report FY22			

Principle 9: Businesses should engage with and provide value to their consumers in a responsible manner

1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

Customers can reach-out with their complaints related to our services or payment transactions though mail or online portal and a time bound solution is provided to them. Besides, the company carries out customer satisfaction survey through deployment of internal resources on an annual basis and covers feedback of customers across all port locations. Based on the feedback necessary process improvements are undertaken.

2. Turnover of products and/ services as a percentage of turnover from all products/service that carry information about:

	As a percentage to total turnover
Environmental and social parameters relevant to the product	Not Applicable considering the nature of Company's product and services offerings
Safe and responsible usage	
Recycling and/or safe disposal	

3. Number of consumer complaints in respect of the following:

	Received during the year	Pending resolution at end of year	Remarks
Data privacy	0	0	NA
Advertising	0	0	NA
Cyber-security	0	0	NA
Delivery of essential services	0	0	NA

	Received during the year	Pending resolution at end of year	Remarks
Restrictive Trade Practices	0	0	NA
Unfair Trade Practices	0	0	NA
Other	0	0	NA

4. Details of instances of product recalls on account of safety issues:

	Number	Reasons for recall
Voluntary recalls	NA	NA
Forced recalls	NA	NA

5. Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.

Yes, we have Cyber Security and Data Privacy Policy in place.

Weblink: https://www.adaniports.com/-/media/Project/Ports/Investor/corporate-governance/Policies/Adani-Cyber-Security-Policy.pdf

6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services.

- APSEZ mitigation plan included a cyber-security program, Standard Operating Procedures across functions, cyber security awareness programs to employees and the development of business continuity plans
- Awareness programs on Information Security are available to all employees and wherever applicable to third parties e.g., Sub-contractors, consultants, vendors etc. and regular training is imparted to them

Leadership Indicators

1. Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available).

Growth with Sustainability: https://www.adaniports.com/Sustainability

Downloads: https://www.adaniports.com/Downloads

Corporate Governance: https://www.adaniports.com/Investors/Corporate-Governance

2. Provide the following information relating to data breaches:

a. Number of instances of data breaches along-with impact: Nil

b. Percentage of data breaches involving personally identifiable information of customers: Nil

Annexure-1

Holding, Subsidiary and Associate Companies (including joint ventures)

Names of holding / subsidiary / associate companies / joint ventures

Sr. No.	Name of the holding / subsidiary / associate companies / joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1	Adani Petronet (Dahej) Port Pvt. Ltd.	Subsidiary	74	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.
2	The Adani Harbour Services Ltd.	Subsidiary	100	
3	Adani Hazira Port Ltd.	Subsidiary	100	
4	Adani Logistics Ltd.	Subsidiary	100	
5	Adani Murmugao Port Terminal Pvt. Ltd.	Subsidiary	100	
6	Adani Ennore Container Terminal Pvt. Ltd.	Subsidiary	100	
7	Adani Vizag Coal Terminal Pvt. Ltd.	Subsidiary	100	
8	Adani Kandla Bulk Terminal Pvt. Ltd.	Subsidiary	100	
9	Adani Vizhinjam Port Pvt. Ltd.	Subsidiary	100	
10	Shanti Sagar International Dredging Ltd.	Subsidiary	100	
11	The Dhamra Port Company Ltd.	Subsidiary	100	
12	Karnavati Aviation Pvt. Ltd.	Subsidiary	100	
13	Marine Infrastructure Developer Pvt Ltd.	Subsidiary	97	
14	Adani Kattupalli Port Ltd.	Subsidiary	100	
15	Mundra SEZ Textile and Apparel Park Pvt. Ltd.	Subsidiary	55.28	
16	Mundra International Airport Pvt. Ltd.	Subsidiary	100	
17	Adani Warehousing Services Pvt. Ltd.	Subsidiary	100	
18	Adani Hospitals Mundra Pvt. Ltd.	Subsidiary	100	
19	Madurai Infrastructure Pvt. Ltd.	Subsidiary	100	
20	HDC Bulk Terminal Ltd.	Subsidiary	100	
21	Adani Ports Technologies Pvt. Ltd.	Subsidiary	100	
22	EZR Technologies Pvt. Ltd.	Joint Venture	51	
23	Mundra Crude Oil Terminal Pvt. Ltd.	Subsidiary	100	
24	Adani Tracks Management Services Pvt. Ltd.	Subsidiary	100	
25	Adani Pipelines Pvt. Ltd.	Subsidiary	100	
26	Adani Gangavaram Port Pvt. Ltd.	Subsidiary	100	
27	Dighi Port Ltd.	Subsidiary	100	
28	Aqua Desilting Pvt. Ltd.	Subsidiary	100	
29	Adinath Polyfills Pvt. Ltd.	Subsidiary	100	
30	Adani Krishnapatnam Port Ltd.	Subsidiary	100	
31	Adani Krishnapatnam Container Terminal Pvt. Ltd.	Step down Subsidiary	100	
32	Adani KP Agriwarehousing Pvt. Ltd.	Joint Venture	74	

Sr. No.	Name of the holding / subsidiary / associate companies / joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
33	Seabird Distriparks (Krishnapatnam) Pvt. Ltd.	Step down Subsidiary	100	
34	Hazira Infrastructure Ltd.	Step down Subsidiary	100	
35	Adani Agri Logistics Ltd.	Step down Subsidiary	100	
36	Adani Agri Logistics (Dahod) Ltd.	Step down Subsidiary	100	
37	Adani Agri Logistics (Samastipur) Ltd.	Step down Subsidiary	100	
38	Adani Agri Logistics (Darbhanga) Ltd.	Step down Subsidiary	100	
39	Blue Star Realtors Ltd.	Step down Subsidiary	100	
40	Dermot Infracon Pvt. Ltd.	Step down Subsidiary	100	
41	Adani NYK Auto Logistics Solutions Pvt. Ltd.	Joint Venture	51	
42	Dhamra Infrastructure Pvt. Ltd.	Step down Subsidiary	100	
43	Shankheshwar Buildwell Pvt. Ltd.	Step down Subsidiary	100	
44	Sulochana Pedestal Pvt. Ltd.	Step down Subsidiary	100	
45	NRC Ltd.	Step down Subsidiary	100	
46	Adani Logistics Services Pvt. Ltd.	Step down Subsidiary	98.39	
47	Adani Cargo Logistics Ltd.	Step down Subsidiary	98.39	
48	Adani Noble Pvt. Ltd.	Step down Subsidiary	98.39	
49	Adani Forwarding Agent Pvt. Ltd.	Step down Subsidiary	98.39	
50	Adani Logistics Infrastructure Pvt. Ltd.	Step down Subsidiary	98.39	
51	Adani Agri Logistics (MP) Ltd.	Step down Subsidiary	100	
52	Adani Agri Logistics (Harda) Ltd.	Step down Subsidiary	100	
53	Adani Agri Logistics (Hoshangabad) Ltd.	Step down Subsidiary	100	
54	Adani Agri Logistics (Satna) Ltd.	Step down Subsidiary	100	
55	Adani Agri Logistics (Ujjain) Ltd.	Step down Subsidiary	100	
56	Adani Agri Logistics (Dewas) Ltd.	Step down Subsidiary	100	
57	Adani Agri Logistics (Panipat) Ltd.	Step down Subsidiary	100	
58	Adani Agri Logistics (Katihar) Ltd.	Step down Subsidiary	100	
59	Adani Agri Logistics (Kotkapura) Ltd.	Step down Subsidiary	100	
60	Adani Agri Logistics (Kannuaj) Ltd.	Step down Subsidiary	100	
61	Adani Agri Logistics (Barnala) Ltd.	Step down Subsidiary	100	
62	Adani Agri Logistics (Bathinda) Ltd.	Step down Subsidiary	100	
63	Adani Agri Logistics (Moga) Ltd.	Step down Subsidiary	100	
64	Adani Agri Logistics (Mansa) Ltd.	Step down Subsidiary	100	
65	Adani Agri Logistics (Nakodar) Ltd.	Step down Subsidiary	100	
66	Adani Agri Logistics (Raman) Ltd.	Step down Subsidiary	100	
67	Adani Warehousing Ltd.	Step down Subsidiary	100	
68	Adani Agri Logistics (Dhamora) Ltd.	Step down Subsidiary	100	
69	AYN Logistics Infra Pvt. Ltd.	Step down Subsidiary	100	
70	Abbot Point Operations Pty Ltd., Australia	Subsidiary	100	
71	Abbot Point Bulkcoal Pty Ltd., Australia	Step down Subsidiary	100	

Sr. No.	Name of the holding / subsidiary / associate companies / joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
72	Coastal International Terminal Pte Ltd., Singapore	Subsidiary	100	
73	Adani Yangon International Terminal Company Ltd, Myanmar	Step down Subsidiary	100	
74	Anchor Port Holding Pte. Ltd.	Subsidiary	100	
75	Noble Port Pte Ltd., Singapore	Step down Subsidiary	100	
76	Pearl Port Pte Ltd., Singapore	Step down Subsidiary	100	
77	Adani Bangladesh Ports Private Limited, Bangladesh	Subsidiary	100	
78	Adani Logistics International Pte Ltd., Singapore	Step down Subsidiary	100	
79	Adani International Ports Holdings Pte Ltd., Singapore	Subsidiary	100	
80	Colombo West International Terminal (Private) Ltd.	Joint Venture	51	
81	Adani International Container Terminal Pvt. Ltd.	Joint venture	50	
82	Adani CMA Mundra Terminal Pvt. Ltd.	Joint venture	50	
83	Adani Total Pvt. Ltd.	Joint venture	50	
84	Dhamra LNG Terminal Pvt. Ltd.	Joint venture	50	
85	Total Adani Fuels Marketing Pvt. Ltd.	Joint venture	50	
86	Gangavaram Port Limited	Associate	41.90	
87	Dholera Infrastructure Pvt. Ltd.	Associate	49	
88	Dholera Port and Special Economic Zone Ltd.	Associate	49	
89	Mundra Solar Technopark Pvt. Ltd.	Associate	49	
90	Dighi Roha Rail Ltd.	Joint venture	50	
91	Gangavaram Port Services Pvt. Ltd.	Associate	41.90	

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, 2022, 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, 2022, 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 Note 46 of the standalone financial statements, which describes the matter relating to delay in achievement of scheduled commercial operation date ("COD" i.e. December 03, 2019) of the development of international deep-water multipurpose seaport being constructed by Adani Vizhinjam Port Private Limited ("AVPPL") at Vizhinjam, Kerala (the "Project"), as stipulated under the relevant concession agreement ("Agreement") and matter subject to arbitration proceedings thereof, initiated by the AVPPL, to resolve disputes with the Government authorities relating to various matters pertaining to development of project which AVPPL represents led to delay in achieving scheduled COD, as at reporting date.

Our conclusion on the Statement is not modified in respect of this matter.

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 matter described below to be the key audit matter to be communicated in our report.

Impairment of Non-current Investment and Loans to 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 ₹370.05 crores and has advanced loans of ₹918.06 crores (including interest accrued ₹101.23 crores) to AKBTPL (a wholly owned subsidiary of the Company).

The Company's evaluation of impairment of its equity investments and loans given involves the comparison of its 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 discount rates. In the current financial year, the Company has provided an impairment of ₹491.23 crore (included as exceptional item in the Statement of Profit and Loss) due to changes in the business assumptions related to their future projections mainly due to change in macro-economic conditions in which the AKBTPL operates.

We focused on this area as Key Audit Matter due to the size/materiality of the balances of equity investments and loans given and because the Company's assessment of the 'recoverable value' of the CGU (at the entity level) 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 assessed the appropriateness of changes made in business assumptions as attributable to future projection
- We evaluated the reasonableness of management's revenue forecasts by comparing it with:
    - Historical revenues growth
    - Internal communications to management, Audit Committee 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.
    - Performed a sensitivity analysis to determine the effect of variation in the cash flow estimates.

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 Directors report, 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 statement 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, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 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.

iv. (a) The Management has represented that, to the best of it's knowledge and belief, other than as disclosed in the note 44 to the financial statements no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The Management has represented, that, to the best of it's knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with section 123 of the Act, as applicable.

As stated in note 51(i) to the financial statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend proposed is in accordance with section 123 of the Act, as applicable.

2. As required by the Companies (Auditor's Report) Order, 2020 ("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)
(UDIN: 22106189AJNMNT1083)

Place: Ahmedabad
Date: May 24, 2022

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, 2022 in conjunction with our audit of the standalone 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, 2022, 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)
(UDIN: 22106189AJNMNT1083)

Place: Ahmedabad
Date: May 24, 2022

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)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:-

(i) (a) A. The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment, capital work in progress and relevant details of right-of-use assets.

B. The Company has maintained proper records showing full particulars of intangible assets.

(b) Some of the property, plant and equipment, capital work-in-progress, and right-of-use 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 property, plant and equipment, capital work-in-progress, and right-of-use assets at reasonable intervals having regard to the size of the Company and the nature of its activities. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) With respect to immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements included in property, plant and equipment and capital work-in progress, according to the information and explanations given to us and based on the examination of the registered sale deed / transfer deed / conveyance deed provided to us, we report that, the title deeds of such immovable properties are held in the name of the Company as at the balance sheet date, except for the following:

Description of property	As at the Balance sheet date		Held in the name of	Whether promoter, director or their relative or employee	Period held	Reason for not being held in name of Company
	Gross carrying value (₹In crores)	Carrying value in the financial statements (₹In crores)				
Reclaimed land located at the South and West Port measuring 1093.53 Hectares	180.18	117.33	NA	NA	NA	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)(ix) of standalone financial statements)

(d) The Company has not revalued any of its property, plant and equipment (including Right-of-Use assets) and intangible assets during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) (a) The inventories were physically verified during the year by the Management at reasonable intervals. In our opinion and according to the information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories when compared with books of account.

(b) According to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of ₹5 crores, in aggregate, at points of time during the year, from banks or financial institutions on the basis of security of current assets of the Company. In accordance with the information and explanation given to us, no quarterly returns or statements were filed by the Company till the date of this report.

(iii) The Company has not given any advances in the nature of loans during the year. The Company has made investments in, stood guarantee, granted unsecured loans to companies and provided security during the year:

(a) The Company has provided loans, stood guarantee, and provided security during the year and details of which are given below:

(₹In crores)

	Loans	Guarantees	Security ^
A. Aggregate amount granted / provided during the year:#			
- Subsidiaries	11,548.29	960.93	-
- Joint Ventures	-	1,048.44	-
- Others	31,603.21	-	-
B. Balance outstanding as at balance sheet date:*#			
- Subsidiaries	19,403.00	3,249.90	1,038.37**
- Joint Ventures	537.85	4,295.36	32.57
- Others	210.01	-	-

* The amounts reported are at gross amounts, without considering provisions made.
# Includes amounts invested in Perpetual Debts of the subsidiaries
**Against the security provided, the outstanding loans as at March 31, 2022 is ₹225.00 crore
^ It represents the carrying value of securities created in the books of account as at March 31, 2022. It only includes the securities given for the borrowings of other entities and does not include the value of subservient charge, as the same is not determinable.

(b) The investments made, guarantees provided, security given and the terms and conditions of the grant of all the above-mentioned loans and guarantees provided, during the year are, in our opinion, prima facie, not prejudicial to the Company's interest.

(c) In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments or receipts of principal amounts and interest have been regular as per stipulations except for the following:

Name of the entity	Nature	Amount (₹in crores)	Due date	Extent of delays(In days)	Remarks, if any
Adani Krishnapatnam Port Limited	Interest Accrued	12.67	January 01, 2022	90	
Madhuram Traders Private Limited	Interest accrued	0.79	October 23, 2020	237	
Komal Infotech Private Limited	Interest accrued	1.78	March 19, 2019	1108	As at Balance sheet date, it is under reconciliation and the amount has been provided for.
Adani Murmugao Port Terminal Private Limited	Interest Accrued	29.87	March 31, 2022	1	
Adani Kandla Bulk Terminal Private Limited	Interest Accrued	43.79	March 31, 2021	366	As at Balance sheet date, the amount has been provided for.

Name of the entity	Nature	Amount (₹in crores)	Due date	Extent of delays(In days)	Remarks, if any
Adani Kandla Bulk Terminal Private Limited	Interest Accrued	57.44	March 31, 2022	1	As at Balance sheet date, the amount has been provided for.
Marathon Realty Private Limited	Interest Accrued	13.24	March 31, 2021	82	
Vishwa Samudra Holding Private Limited	Interest Accrued	1.06	April 01, 2021	2	

(d) In respect of following loans granted by the Company, which have been overdue for more than 90 days at the balance sheet date, as explained to us, the Management has taken reasonable steps for recovery of the principal amounts and interest:

No. of cases	Principal amount overdue	Interest overdue (₹in crores)	Total overdue (₹in crores)	Remarks, if any
3	-	46.36	46.36	Out of the total amount of ₹46.36 crores of interest overdue, interest amounting to ₹45.57 crore has been provided for.

(e) No loans granted by the Company which have fallen due during the year, have been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

For the purpose of this reporting, renewal, extension or fresh loan granted after it becomes overdue has only be considered.

(f) During the year, the Company has granted Loans which are repayable on demand or without specifying any terms or period of repayment details of which are given below:

(₹in Crores)

Particulars	All Parties* (including related parties)	Subsidiaries (Related Parties)*
Aggregate of loans		
Repayable on demand (A)	-	-
Agreement does not specify any terms or period of repayment (B) #	3,785.65	3,785.65
Total (A+B)	3,785.65	3,785.65
Percentage of loans	18.79%	18.79%

* The amounts reported are at gross amounts, without considering provisions made.

Perpetual debt, classified under the note of Investments in the financial statements, has been considered as loans without repayment terms for the purpose of above reporting.

(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 which are 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, clause (v) of paragraph 3 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. 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, 2022 for a period of more than six months from the date they became payable.

(b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2022 on account of disputes are given below:

Name of Statute	Nature of Dues	Amount (Rs in crore)	Period to which the Amount Relates	Forum where Dispute is Pending	Remarks
Customs Act, 1962	Custom Duty	2.00	June, 2008	Commissioner of Customs, Excise and Service Tax Appellate Tribunal, Ahmedabad	
		0.14	July, 2003	Assistant Commissioner of Customs, Mundra	
Finance Act, 1994	Service Tax	11.21	December, 2004 to March, 2006	Supreme Court	
		173.63	April, 2004 to September, 2011	High Court of Gujarat	
		0.61	September, 2009 to March, 2010	Commissioner of Service Tax, Ahmedabad	
		500.34	April, 2011 to March, 2017	Commissioner/ Additional Commissioner of Service Tax, Ahmedabad	
		6.72	April, 2004 to August, 2009	High Court of Gujarat	
		0.17	April, 2009 to March, 2011	Commissioner of Service Tax, Ahmedabad	
Income Tax Act, 1961	Income Tax	125.81	AY 2011-12 to AY 2016-17	Income Tax Appellate Tribunal	
		11.61*	AY 2017-18 to AY 2019-20	Commissioner of Income Tax (Appeal)	

*Net off ₹12.39 crores paid under protest

(viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.

(ix) (a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) To the best of our knowledge and belief, in our opinion, term loans availed by the Company were, applied by the Company during the year for the purposes for which the loans were obtained, other than temporary deployment pending application.

(d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) On an overall examination of the financial statements of the Company, we report that the Company has taken funds from the following entities and persons on account of or to meet the obligations of its subsidiaries, associates or joint ventures as per details below:

Nature of fund taken	Name of lender / Shareholder	On account of or to meet the obligations of subsidiary/ joint venture/ associate				Remarks if any
		Amount involved (₹in Crores)	Name of the subsidiary/ joint venture/ associate	Relation	Nature of transaction for which funds utilized	
Issue of Bond	The Bank of New York Mellon	61.00	Shanti Sagar International Dredging Limited	Subsidiary	For capital expenditure	
		24.37	Adani Logistics Services Private Limited	Subsidiary		
		160.00	Mundra Crude Oil Terminal Private Limited	Subsidiary		
		115.00	The Dhamra Port Company Limited	Subsidiary		
		8.90	Adani Krishnapatnam Port Limited	Subsidiary		
Issue of Equity Shares	Windy Lakeside Investment Limited	39.22	Adani Hazira Port limited	Subsidiary	For general business purpose	
		1.5	Adani Logistics Services Private Limited	Subsidiary		
		4.62	Adani Petronet (Dahej) Port Private Limited	Subsidiary		
		72.58	The Dhamra Port Company Limited	Subsidiary		
		5.23	Adani Kandla Bulk Terminal Private Limited	Subsidiary		
		3.84	Marine Infrastructure Developer Private Limited	Subsidiary		
		1.03	Adani Murmugao Port Terminal Private Limited	Subsidiary		
		1.82	Shanti Sagar International Dredging Limited	Subsidiary		
		24.5	Adani Logistics Limited	Subsidiary		
		11.24	The Adani Harbour Services Limited	Subsidiary		

(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint ventures or associate companies.

(x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause (x)(a) of the Order is not applicable.

(b) The Company has made preferential allotment of shares during the year. For such allotment of shares, the Company has complied with the requirements of Section 42 and 62 of the Companies Act, 2013, and the funds raised have been, prima facie, applied by the Company during the year for the purposes for which the funds were raised, other than temporary deployment pending application. The Company has not made any preferential allotment or private placement of (fully or partly or optionally) convertible debentures during the year.

(xi) (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.

(b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year and upto the date of this report.

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us and having regard to legal opinions obtained by the Company with respect to identification of a related party and applicability of Section 177 and Section 188 of the Companies Act, 2013 to specific transactions (guarantees obtained and loans given), the Company is in compliance with Sections 177 and 188 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 standalone financial statements, etc as required by the applicable accounting standards.

(xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered the internal audit reports of the company issued till date, for the period under audit.

(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) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause (xvi)(a), (b) and (c) of the Order is not applicable.

(d) The Group does not have any CIC as part of the group and accordingly reporting under clause (xvi)(d) of the Order is not applicable.

(xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there are no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act or special account in compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause (xx) of the Order is not applicable for the year.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No 117366W/W-100018)

Kartikeya Raval
Partner
(Membership No. 106189)
(UDIN: 22106189AJNMNT1083)

Place: Ahmedabad
Date: May 24, 2022

Balance Sheet as at March 31, 2022

₹ in Crore

Particulars	Notes	As at March 31, 2022	As at March 31, 2021
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	3 (a)	9,537.65	9,845.43
Right-of-Use assets	3 (b)	372.01	364.57
Capital Work-in-Progress	3 (e)	614.08	590.23
Goodwill	3 (d)	44.86	44.86
Other Intangible Assets	3 (c)	84.15	27.41
Financial Assets			
Investments	4	36,371.70	20,768.88
Loans	6	11,994.41	14,666.23
Other Financial Assets			
- Bank Deposits having maturity over twelve months	11	1,950.24	81.11
- Other Financial Assets other than above	7	3,701.15	2,821.42
Deferred Tax Assets (net)	27	355.64	483.23
Other Non-Current Assets	8	850.93	917.00
		65,876.82	**50,610.37**
Current Assets			
Inventories	9	79.33	74.22
Financial Assets			
Investments	10	-	926.02
Trade Receivables	5	873.89	1,092.61
Customers' Bill Discounted	5	208.24	539.81
Cash and Cash Equivalents	11	4,828.04	3,310.74
Bank Balances other than above	11	1,383.46	153.40
Loans	6	348.26	704.71
Other Financial Assets	7	808.29	785.33
Other Current Assets	8	264.25	361.12
		8,793.76	**7,947.96**
Total Assets		**74,670.58**	**58,558.33**
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	12	422.47	406.35
Other Equity	13	26,159.79	21,394.93
Total Equity		**26,582.26**	**21,801.28**
Liabilities			
Non-Current Liabilities			
Financial Liabilities			
Borrowings	14	40,626.65	30,950.12
Lease Liabilities	15	128.64	140.42
Other Financial Liabilities	16	13.51	20.24
Provisions	20	5.47	2.40
Other Non-Current Liabilities	17	500.65	563.08
		41,274.92	**31,676.26**
Current Liabilities			
Financial Liabilities			
Borrowings	18	3,939.87	2,317.23
Customers' Bill Discounted	18	208.24	539.81
Lease Liabilities	15	4.95	3.95
Trade and Other Payables	19		
- total outstanding dues of micro enterprises and small enterprises		6.78	1.94
- total outstanding dues of creditors other than micro enterprises and small enterprises		304.23	214.75
Other Financial Liabilities	16	1,273.67	922.40
Other Current Liabilities	17	1,056.08	1,064.17
Provisions	20	19.58	16.54
		6,813.40	**5,080.79**
Total Liabilities		**48,088.32**	**36,757.05**
Total Equity And Liabilities		**74,670.58**	**58,558.33**

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

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

Kamlesh Bhagia
Company Secretary

Place : Ahmedabad
Date : May 24, 2022

Date : May 24, 2022

Statement of Profit and Loss for the year ended March 31, 2022

₹ in Crore

Particulars	Notes	For the year ended March 31, 2022	For the year ended March 31, 2021
INCOME			
Revenue from Operations	21	4,206.22	4,377.15
Other Income	22	2,519.31	2,266.31
Total Income		**6,725.53**	**6,643.46**
EXPENSES			
Operating Expenses	23	831.27	919.47
Employee Benefits Expense	24	238.34	235.01
Finance Costs	25		
Interest and Bank Charges		2,509.36	2,201.15
Derivative (Gain)/Loss (net)		(15.70)	125.70
Depreciation and Amortisation Expense	3	599.61	619.18
Foreign Exchange Loss/(Gain) (net)		895.42	(718.48)
Other Expenses	26	433.67	351.79
Total Expenses		**5,491.97**	**3,733.82**
Profit Before Exceptional items and Tax		**1,233.56**	**2,909.64**
Exceptional Items	8 (c) & 4(b)(ii)	(611.83)	-
Profit Before Tax		**621.73**	**2,909.64**
Tax Expense:	27		
Current tax		287.68	948.74
Deferred tax		36.49	32.97
Total Tax Expense		**324.17**	**981.71**
Profit for the year	(A)	**297.56**	**1,927.93**
Other Comprehensive Income			
Items that will not be reclassified to profit or loss in subsequent periods:			
Re-measurement loss on defined benefit plans		(4.32)	(3.65)
Income tax impact		1.51	1.27
		(2.81)	**(2.38)**
Net Gains on FVTOCI Equity Investments	4(d)	12.12	12.50
Income tax impact		(1.53)	(1.94)
		10.59	**10.56**
Total Other Comprehensive Income (net of tax)	(B)	**7.78**	**8.18**
Total Comprehensive Income for the year (net of tax)	(A)+(B)	**305.34**	**1,936.11**
Earnings per Share - (Face value of ₹2 each) Basic and Diluted (in ₹)	28	1.41	9.49

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

For and on behalf of the Board of Directors

Gautam S. Adani
Chairman and Managing Director
DIN : 00006273

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DIN: 03088095

Kamlesh Bhagia
Company Secretary

Place : Ahmedabad
Date : May 24, 2022

Date : May 24, 2022

Statement of Changes in Equity for the year ended March 31, 2022

₹ 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	Capital Reserve	Debenture Redemption Reserve	General Reserve	Capital Redemption Reserve	Retained Earnings		
Balance as at April 1, 2020	**406.35**	**166.53**	**583.54**	**-**	**477.20**	**2,719.80**	**7.84**	**15,328.41**	**175.50**	**19,865.17**
Profit for the year	-	-	-	-	-	-	-	1,927.93	-	1,927.93
Other Comprehensive income										
Re-measurement Loss on defined benefit plans (net of tax)	-	-	-	-	-	-	-	(2.38)	-	(2.38)
Net Gains on FVTOCI Equity Investments (net of tax)	-	-	-	-	-	-	-	-	10.56	10.56
Total Comprehensive income for the year	**-**	**-**	**-**	**-**	**-**	**-**		**1,925.55**	**10.56**	**1,936.11**
Transfer to General Reserve	-	-	-	-	(46.17)	46.17	-	-	-	-
Transfer to Debenture Redemption Reserve	-	-	-	-	125.66	-	-	(125.66)	-	-
Balance as at March 31, 2021	**406.35**	**166.53**	**583.54**	**-**	**556.69**	**2,765.97**	**7.84**	**17,128.30**	**186.06**	**21,801.28**
Profit for the year	-	-	-	-	-	-	-	297.56	-	297.56
Other Comprehensive income										
Re-measurement loss on defined benefit plans (net of tax)	-	-	-	-	-	-	-	(2.81)	-	(2.81)
Net Gains on FVTOCI Equity Investments (net of tax)	-	-	-	-	-	-	-	-	10.59	10.59
Total Comprehensive income for the year	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**294.75**	**10.59**	**305.34**
Issue of equity Shares (refer note 12 (a) (ii))	2.00	-	798.00	-	-	-	-	-	-	800.00
Issue of equity Shares pursuant to Composite Scheme of Arrangement (refer note 12 (a) (iii) and 42(a))	14.12	-	4,754.10	-	-	-	-	-	-	4,768.22
Loss pursuant to Composite Scheme of Arrangement	-	-	-	(71.70)	-	-	-	-	-	(71.70)
Dividend	-	-	-	-	-	-	-	(1,020.88)	-	(1,020.88)
Transfer to General Reserve	-	-	-	-	(46.16)	46.16	-	-	-	-
Transfer to Debenture Redemption Reserve	-	-	-	-	122.21	-	-	(122.21)	-	-
Balance as at March 31, 2022	**422.47**	**166.53**	**6,135.64**	**(71.70)**	**632.74**	**2,812.13**	**7.84**	**16,279.96**	**196.65**	**26,582.26**

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 24, 2022

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

Kamlesh Bhagia
Company Secretary

Date : May 24, 2022

Statement of Cash Flows for the year ended March 31, 2022

₹ in Crore

	Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
A.	**Cash Flows from Operating Activities**		
	Net profit before Tax	621.73	2,909.64
	Adjustments for :		
	Depreciation and Amortisation Expense	599.61	619.18
	Unclaimed Liabilities / Excess Provision Written Back	(0.16)	(0.29)
	Cost of assets transferred under Finance Lease	1.29	0.11
	Recognition of Deferred Income under Long Term Land Lease / Infrastructure Usage Agreements	(62.24)	(62.24)
	Loss on fair valuation of Financial Instruments	12.53	-
	Financial Guarantees Income	(11.14)	(3.80)
	Amortisation of Government Grant	(0.09)	(0.10)
	Finance Costs	2,509.36	2,201.15
	Derivative (Gain)/Loss (net)	(15.70)	125.70
	Effect of exchange rate change	895.42	(718.48)
	Profit on sale of Long term Investment	(63.76)	-
	De-recogniton of Services Exports from India Scheme receivables (refer note 8(c))	120.60	-
	Allowance for Doubtful Inter Corporate Deposits (net), Interest and Perpetual Debt (refer note 4 (b) (ii))	491.17	-
	Interest Income	(2,291.26)	(2,194.05)
	Dividend Income	(95.85)	(7.01)
	Net gain on sale of Current Investment	(0.92)	(4.62)
	Amortisation of fair valuation adjustment on Security Deposit	1.72	1.72
	Gain on Sale / Discard of Property, Plant and Equipment (net)	(1.35)	(0.09)
	Operating Profit before Working Capital Changes	**2,710.96**	**2,866.82**
	Adjustments for :		
	Decrease in Trade Receivables	195.23	408.13
	(Increase)/Decrease in Inventories	(6.62)	12.70
	(Increase)/Decrease in Financial Assets	(158.14)	57.96
	Decrease in Other Assets	181.79	307.24
	Increase/(Decrease) in Provisions	1.79	(7.94)
	Increase in Trade and Other Payables	110.52	0.99
	Increase in Financial Liabilities	333.01	11.56
	Decrease in Other Liabilities	(3.86)	(72.32)
	Cash Generated from Operations	**3,364.68**	**3,585.14**
	Direct Taxes paid (Net of Refunds)	(352.63)	(543.34)
	Net Cash generated from Operating Activities (A)	**3,012.05**	**3,041.80**
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)	(633.77)	(553.07)
	Proceeds from Sale of Property, Plant and Equipment	0.34	4.06
	Investments made in Subsidiaries	(8,001.39)	(5,017.55)
	Sale of investment in Subsidiary	116.27	-
	Redemption of investment in Subsidiary	-	630.00
	Proceeds from sale of Investment	-	6.03
	Deposit given against Capital Commitments	(687.00)	(360.00)
	Refund of deposit given against Capital Commitments	160.00	101.80
	Loans / Inter Corporate Deposits (ICDs) given (refer foot note 3)	(39,363.73)	(36,357.71)
	Loans / Inter Corporate Deposits (ICDs) received back (refer foot note 3)	40,607.30	31,865.09
	Deposits in Bank (net) (including margin money deposits)	(3,099.19)	(198.53)

Statement of Cash Flows for the year ended March 31, 2022

₹ in Crore

	Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
	Proceeds from Divestment Business Undertaking	188.65	-
	Proceeds from sale of Investments in Mutual Fund (net)	0.92	16.51
	Investment in Financial Instruments (net)	(216.01)	(926.02)
	Dividend Received	95.85	7.01
	Interest Received	2,028.57	2,815.78
	Net Cash used in Investing Activities (B)	**(8,803.19)**	**(7,966.60)**
C.	**Cash Flows from Financing Activities**		
	Proceeds from Non-Current Borrowings	12,947.86	16,418.98
	Repayment of Non-Current Borrowings	(4,500.94)	(10,141.13)
	Proceeds from/(Repayment of) Current Borrowings (net)	1,686.82	(474.60)
	Proceeds from Issue of new equity shares	800.00	-
	Interest & Finance Charges Paid	(2,602.84)	(1,953.13)
	Repayment of lease liabilities	(19.20)	(1.80)
	Gain/(Loss) on settlement / cancellation of derivative contracts	17.16	(20.94)
	Payment of Dividend on Equity and Preference Shares	(1,020.42)	(0.23)
	Net Cash generated from Financing Activities (C)	**7,308.44**	**3,827.15**
D.	**Net increase/(decrease) in Cash and Cash Equivalents (A+B+C)**	**1,517.30**	**(1,097.65)**
E.	**Cash and Cash Equivalents at the Beginning of the Year**	**3,310.74**	**4,408.39**
F.	**Cash and Cash Equivalents at the End of the Year (refer note 11)**	**4,828.04**	**3,310.74**
	Components of Cash & Cash Equivalents (refer note 11)		
	Cash on Hand	0.04	0.18
	Balances with Scheduled Banks		
	- In Current Accounts	4,827.00	2,806.07
	- In Fixed Deposit Accounts	1.00	504.49
	Cash and Cash Equivalents at the end of the year	**4,828.04**	**3,310.74**

Summary of significant accounting policies refer note 2.2

Note:

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 Standard) Rules 2015 (as amended).

2 Disclosure with regards to changes in liabilities arising from Financing activities as set out in Ind AS 7 – Statement of Cash flows is presented under note (16)(a).

3 Subsequent to the balance sheet date, the Company has given Loans/Inter Corporate Deposits (Loans and ICDs) with contractual maturity of less than twelve months amounting to ₹15,828.85 crores, where repayments have been guaranteed by a related party. Loans and ICDs of ₹12,265.85 crores have been subsequently received along with interest (refer note 6).

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

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

Kamlesh Bhagia
Company Secretary

Place : Ahmedabad
Date : May 24, 2022

Date : May 24, 2022

Notes to the standalone Financial Statements

for the year ended March 31, 2022

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, 2022. 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 recognized stock exchanges in India. The registered office of the Company is located at Adani Corporate House, Shantigram, Near Vaishno Devi Circle, S.G.Highway, Khodiyar, Ahmedabad-382421.

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 recognized as commercially operational w.e.f. February 01, 2011.

The first Container Terminal facility (CT-1) developed at Mundra, was transferred under a Sub-Concession Agreement entered on January 7, 2003 between Mundra International Container Terminal Limited (MICTL) and the Company in line with the Concession Agreement, wherein the ownership of the asset (CT 1) was transferred by the Company to the MICTL. MICTL was given rights to handle container cargo at the CT 1 Terminal for a period that was co-terminus with the Concession Agreement of Mundra Port, i.e. till February 17, 2031. The container terminal facilities developed at South Port location include CT-3, for development of which the Company had entered into an agreement with the Adani International Container Terminal Private Limited (AICTPL), a 50:50 Joint Venture between the Company and MSC (Mediterranean Shipping Company). AICTPL is a sub-concessionaire as per the arrangement and the ownership of the CT 3 Terminal is transferred to AICTPL in line with the Sub-Concession Agreement dated October 17, 2011. The period of the Sub-Concession Agreement is co-terminus with the Concession Agreement of Mundra Port, and during the said period AICTPL can handle container cargo at CT 3 terminal. In the financial year 2017-18, Sub-Concession Agreement was entered into for the extension of CT 3 Terminal. This terminal, an extension of CT 3 was developed and ownership of the same was also transferred to AICTPL in line with the above. Operations commenced at CT 3 Extension w.e.f. November 01, 2017. As part of South Port, the third Container Terminal is CT 4, the ownership of this terminal is also transferred after development to a sub-concessionaire in line with the Mundra Concession Agreement; who in this case is Adani CMA Mundra Terminal Private Limited (ACMTPL), a 50:50 Joint Venture between the Company and CMA Terminals, France (joint venture agreement dated July 30,2014). The Sub-Concession Agreements for Terminals of CT 3, CT 3 Extension and CT 4 are to be approved by GOG for the final signing between parties and GMB as confirming party.

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 24, 2022.

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

Notes to the standalone Financial Statements

for the year ended March 31, 2022

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 Indian Rupees (₹) in Crore and all values are rounded off to two decimal (₹00,00,000), except when otherwise indicated.

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 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 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 realization in cash or 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 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 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.

Notes to the standalone Financial Statements

for the year ended March 31, 2022

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 were accumulated in the "Foreign Currency Monetary Item Translation Difference Account" (FCMITDA) and were 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.

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 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, 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 Company 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 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.

Notes to the standalone Financial Statements

for the year ended March 31, 2022

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 34.2 and 2.3)
- Quantitative disclosures of fair value measurement hierarchy (refer note 34.2)
- Investment in unquoted equity shares (refer note 4)
- Financial instruments (including those carried at amortised cost) (refer note 34.1)

d) Revenue recognition

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

The specific recognition criteria described below must also be met before revenue is recognized.

Port Operation Services

Revenue from port operation services including cargo handling, storage, rail infrastructure and other ancillary port services are recognized in the accounting period in which the services are transferred to the customer at an amount that reflects the consideration to which the company expects to be entitled in exchange for those services.

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 recognized as revenue is exclusive of goods & service tax where applicable.

Income in the nature of license fees / waterfront royalty and revenue share is recognized in accordance with 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 Company leases / sub-leases certain assets 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 relevant accounting standard and accordingly in cases where the 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.

Notes to the standalone Financial Statements

for the year ended March 31, 2022

In cases where long term lease / sub-lease 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 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 in 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 .

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 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 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 recognized 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 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 either as an income in equal amounts over the expected useful life of the related asset or by deducting grant in arriving at the carrying amount of the assets.

Waterfront royalty on cargo under the concession agreement is paid at concessional rate in terms of rate prescribed by Gujarat Maritime Board (GMB) and 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.

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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 (OCI) 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 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 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 utilized, 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 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 the statement of profit and loss is recognized outside the statement of profit and 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 Company recognizes 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 recognizes 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)

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

Notes to the standalone Financial Statements
for the year ended March 31, 2022

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 i.e April 01, 2015.

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 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 recognized in statement of profit or 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 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 Development	Over the balance period of Concession Agreement and approved Supplementary Concession Agreement by Gujarat Maritime board as applicable
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 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
Tugs	20 Years as per concession agreement

At the end of the sub-concession agreement and supplementary concession agreement, all contracted immovable and movable assets shall be transferred to and shall vest in Gujarat Maritime Board ('GMB') for consideration equivalent to the Depreciated

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Replacement Value (the 'DRV'). Currently DRV is not determinable, accordingly, residual value of contract asset is considered to be the carrying value based on depreciation rates as per management estimate/ Schedule II of the Companies Act, 2013 at the end of concession period.

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/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 statement of profit and loss when the asset is derecognized.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively.

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 amortization 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

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the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

j) Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right-of-Use Assets

The Company recognises right-of-use assets ("RoU Assets") at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

If ownership of the leased asset transferred to the company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment. Refer to the accounting policies in section (l) Impairment of non-financial assets.

ii) Lease Liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date in case the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

iii) Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

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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 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.

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

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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 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 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 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 statement of profit and 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

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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 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 profit or loss. The losses arising from impairment are recognised in the profit or 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 at amortized cost or as FVTOCI, is classified as at FVTPL.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized 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 recognized in the OCI. There is no recycling of the amounts from OCI to P&L, 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 recognized in the P&L.

Perpetual debt

The Company invests in a subordinated perpetual debt, redeemable at the issuer's option, with a fixed coupon that can be

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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.

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 relevant accounting standard

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 relevant accounting standard

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).

The balance sheet presentation for various financial instruments is described below:

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Financial assets measured as 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 profit or 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/ 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 or loss. The Company has not designated any financial liability as at FVTPL.

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.

Notes to the standalone Financial Statements

for the year ended March 31, 2022

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, being Compound Financial Instrument 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 component when the instruments are initially recognised.

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.

Notes to the standalone Financial Statements

for the year ended March 31, 2022

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 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.

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) Amended standards adopted by the Company

The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the preparation of the Company's annual financial statements for the year ended March 31, 2021, except for amendments to the existing Indian Accounting Standards (Ind AS). The Company has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective. The Company applied following standards, for the accounting periods beginning on or after 1 April 2021, that do not have material impact on the financial statements of the Company.

1. Interest Rate Benchmark Reform – Phase 2: Amendments to Ind AS 109, Ind AS 107, Ind AS 104 and Ind AS 116

The amendments provide temporary reliefs which address the financial reporting effects when an interbank offered rate (IBOR) is replaced with an alternative nearly risk-free interest rate (RFR).

The amendments include the following practical expedients:

A practical expedient to require contractual changes, or changes to cash flows that are directly required by the reform, to be treated as changes to a floating interest rate, equivalent to a movement in a market rate of interest.

Permit changes required by IBOR reform to be made to hedge designations and hedge documentation without the hedging relationship being discontinued

Provide temporary relief to entities from having to meet the separately identifiable requirement when an RFR instrument is designated as a hedge of a risk component

The Company intends to use the practical expedients in future periods if they become applicable.

2. Conceptual framework for financial reporting under Ind AS issued by ICAI

The Framework is not a Standard and it does not override any specific standard. Therefore, this does not form part of a set of standards pronounced by the standard-setters. While, the Framework is primarily meant for the standard-setter for formulating the standards, it has relevance to the preparers in certain situations such as to develop consistent accounting policies for areas those are not covered by a standard or where there is choice of accounting policy, and to assist all parties to understand and interpret the Standards.

The amendments made in following standards due to Conceptual Framework for Financial Reporting under Ind AS includes amendment of the footnote to the definition of an equity instrument in Ind AS 102- Share Based Payments, footnote to be added for definition of liability i.e. definition of liability is not revised on account of revision of definition in conceptual framework in case of Ind AS 37 - Provisions, Contingent Liabilities and Contingent Assets etc.

The MCA has notified the Amendments to Ind AS consequential to Conceptual Framework under Ind AS vide notification dated June 18, 2021, applicable for annual periods beginning on or after April 1, 2021. Accordingly, the Conceptual Framework is applicable for

Notes to the standalone Financial Statements

for the year ended March 31, 2022

preparers for accounting periods beginning on or after 1 April 2021.

3. **Ind AS 116: COVID-19 related rent concessions**

   MCA issued an amendment to Ind AS 116 Covid-19-Related Rent Concessions beyond 30 June 2021 to update the condition for lessees to apply the relief to a reduction in lease payments originally due on or before 30 June 2022 from 30 June 2021. The amendment applies to annual reporting periods beginning on or after 1 April 2021.

4. **Ind AS 103: Business combination**

   The amendment states that to qualify for recognition as part of applying the acquisition method, the identifiable assets acquired and liabilities assumed must meet the definitions of assets and liabilities in the Framework for the Preparation and Presentation of Financial Statements in accordance with Indian Accounting Standards issued by the Institute of Chartered Accountants of India at the acquisition date. Therefore, the acquirer does not recognise those costs as part of applying the acquisition method. Instead, the acquirer recognizes those costs in its post-combination financial statements in accordance with other Ind AS.

5. **Amendment to Ind AS 105, Ind AS 16 and Ind AS 28**

   The definition of "Recoverable amount" is amended such that the words "the higher of an asset's fair value less costs to sell and its value in use" are replaced with "higher of an asset's fair value less costs of disposal and its value in use". The consequential amendments are made in Ind AS 105, Ind AS 16 and Ind AS 28.

2.3 Significant accounting 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.

i) **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 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).

ii) **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 27.

Fair value measurement

In measuring the fair value of certain assets and liabilities for financial reporting purpose,

Notes to the standalone Financial Statements

for the year ended March 31, 2022

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 34 for further disclosures.

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, 2022

3. Property, Plant and Equipment, Right-of-Use assets, Other Intangible Assets, Goodwill and Capital Work-in-Progress

Note 3(a) Property, Plant and Equipment

₹ In Crore

Particulars	Free Hold Land	Buildings, Roads and Civil Infrastructure	Computer Hardware	Land Development cost	Office Equipment	Plant & Equipment	Furniture & Fixture	Vehicles	Dredged Channels	Marine Structures	Railway Tracks	Railway Wagons	Tugs and Boats	Project Assets	Total
Cost															
As at April 1, 2020	**573.91**	**2,222.60**	**80.39**	**327.55**	**84.32**	**3,381.65**	**181.97**	**22.24**	**2,571.33**	**1,928.16**	**298.81**	**22.30**	**18.02**	**984.20**	**12,697.45**
Additions	8.37	132.44	22.10	2.51	18.47	58.36	10.20	0.61	44.12	0.92	-	49.75	-	28.63	376.48
Deductions/Adjustment	(0.11)	(1.24)	(3.83)	(0.49)	(2.54)	(6.50)	(5.37)	(2.37)	-	(0.31)	-	(72.05)	(0.03)	(33.87)	(128.71)
Exchange difference	-	(6.14)	-	-	-	(12.11)	-	-	(2.92)	(8.96)	(1.49)	-	-	(0.64)	(32.26)
As at March 31, 2021	**582.17**	**2,347.66**	**98.66**	**329.57**	**100.25**	**3,421.40**	**186.80**	**20.48**	**2,612.53**	**1,919.81**	**297.32**	**-**	**17.99**	**978.32**	**12,912.96**
Additions	60.29	25.55	19.20	12.71	8.17	296.15	5.85	4.84	63.53	0.29	-	267.99	0.47	50.86	815.90
Deductions/Adjustment	(1.31)	-	-	-	-	(85.36)	(0.09)	(0.63)	-	-	-	(267.99)	-	(1.28)	(356.66)
Exchange difference	-	-	-	-	-	0.33	-	-	-	-	-	-	-	1.05	1.38
Transfer pursuant to Composite Scheme of Arrangement (refer note 42(a))	-	(127.47)	-	-	(0.01)	(36.41)	(0.26)	-	-	-	(297.32)	-	-	-	(461.47)
As at March 31, 2022	**641.15**	**2,245.74**	**117.86**	**342.28**	**108.41**	**3,596.11**	**192.30**	**24.69**	**2,676.06**	**1,920.10**	**-**	**-**	**18.46**	**1,028.95**	**12,912.11**
Accumulated Depreciation															
As at April 1, 2020	**-**	**497.33**	**37.57**	**80.89**	**35.73**	**894.60**	**28.08**	**14.01**	**199.61**	**150.25**	**137.39**	**0.05**	**8.28**	**431.44**	**2,515.23**
Depreciation for the year	-	81.41	15.00	16.47	16.41	239.77	18.70	2.14	51.66	42.15	21.32	0.12	1.61	88.86	595.62
Deductions/Adjustment	-	(1.17)	(3.82)	(0.49)	(2.53)	(3.04)	(5.16)	(2.32)	-	(0.31)	-	(0.17)	(0.02)	(24.29)	(43.32)
As at March 31, 2021	**-**	**577.57**	**48.75**	**96.87**	**49.61**	**1,131.33**	**41.62**	**13.83**	**251.27**	**192.09**	**158.71**	**-**	**9.87**	**496.01**	**3,067.53**
Depreciation for the year	-	78.36	18.68	16.48	16.76	235.18	19.42	1.89	52.72	41.66	-	0.10	1.53	87.83	570.61
Deductions/Adjustment	-	-	-	-	-	(56.92)	(0.07)	(0.61)	-	-	-	(0.10)	-	(1.15)	(58.85)
Transfer pursuant to Composite Scheme of Arrangement (refer note 42(a))	-	(29.02)	-	-	(0.01)	(16.97)	(0.12)	-	-	-	(158.71)	-	-	-	(204.83)
As at March 31, 2022	**-**	**626.91**	**67.43**	**113.35**	**66.36**	**1,292.62**	**60.85**	**15.11**	**303.99**	**233.75**	**-**	**-**	**11.40**	**582.69**	**3,374.46**
Net Block															
As at March 31, 2021	582.17	1,770.09	49.91	232.70	50.64	2,290.07	145.18	6.65	2,361.26	1,727.72	138.61	-	8.12	482.31	9,845.43
As at March 31, 2022	**641.15**	**1,618.83**	**50.43**	**228.93**	**42.05**	**2,303.49**	**131.45**	**9.58**	**2,372.07**	**1,686.35**	**-**	**-**	**7.06**	**446.26**	**9,537.65**

Notes to the standalone Financial Statements

for the year ended March 31, 2022

3. Property, Plant and Equipment, Right of use assets, other Intangible Assets, Goodwill (Contd...)

i) Depreciation of ₹14.98 crore (previous year ₹16.10 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 ₹2.75 crore (previous year ₹2.37 crore) which is constructed on land not owned by the Company.

iv) Land development cost on leasehold land includes costs incurred towards reclaimed land of ₹180.18 crore (Gross) (previous year ₹180.18 crore), accumulated depreciation ₹62.85 crore (previous year ₹54.18 crore).

The cost has been estimated by the management, being cost allocated out of the dredging activities approximate the actual cost.

v) Reclaimed land measuring 1093.53 hectare are pending to be registered in the name of the Company.

vi) Project Assets includes dredgers and earth moving equipments.

vii) Free Hold and Lease Hold Land includes Land given on Operating Lease Basis:

Gross Block as at March 31, 2022 : ₹6.71 crore (previous year : ₹6.71 crore)

Accumulated Depreciation as at March 31, 2022 : ₹0.41 crore (previous year : ₹0.36 crore)

Net Block as at March 31, 2022 : ₹6.30 crore (previous year : ₹6.35 crore)

viii) Refer footnote to note 14 and 18 for security / charges created

ix) Following is the details of immovable properties not held in the name of the Company

₹ in Crore

Relevant line items in the Balance sheet	Description of item of property	Gross Carrying Value	Title deeds held in name of	Whether title deed holder is a promoter,director or relative of promoter/director or employee of promoter or director	Property held since which date	Reason for not being held in the name of the Company
Property, Plant and Equipment	Reclaimed Land	180.18	NA	NA	NA	Reclaimed land allotment is being processed by Government of Gujarat (GOG).

Note 3(b) Right-of-use assets

₹ in Crore

Particulars	Land	Building	Total
Cost			
As at April 1, 2020	**277.44**	**60.42**	**337.86**
Addition during the year	69.22	-	69.22
As at March 31, 2021	**346.66**	**60.42**	**407.08**
Additions	57.41	-	57.41
Deductions/Adjustment	(0.32)	-	(0.32)
Transfer pursuant to Composite Scheme of Arrangement (refer note 42(a))	(25.09)	-	(25.09)
As at March 31, 2022	**378.66**	**60.42**	**439.08**
Accumulated Depreciation			
As at April 1, 2020	14.12	5.66	19.78
Depreciation for the year	17.07	5.66	22.73

Notes to the standalone Financial Statements

for the year ended March 31, 2022

3. Property, Plant and Equipment, Right of use assets, other Intangible Assets, Goodwill (Contd...)

₹ in Crore

Particulars	Land	Building	Total
As at March 31, 2021	**31.19**	**11.32**	**42.51**
Depreciation for the year	22.09	5.66	27.75
Deductions/Adjustment	(0.16)	-	(0.16)
Transfer pursuant to Composite Scheme of Arrangement (refer note 42(a))	(3.03)	-	(3.03)
As at March 31, 2022	**50.09**	**16.98**	**67.07**
Net Block			
As at March 31, 2021	315.47	49.10	364.57
As at March 31, 2022	**328.57**	**43.44**	**372.01**

(i) 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 Right of use assets .

(ii) Refer footnote to note 14 and 18 for security / charges created

Note 3(c) Other Intangible Assets

₹ in Crore

Particulars	Software	Railway License	Total
Cost			
As at April 1, 2020	**78.04**	**5.00**	**83.04**
Additions	6.74	-	6.74
Deductions/Adjustment	(7.96)	-	(7.96)
As at March 31, 2021	**76.82**	**5.00**	**81.82**
Additions	72.97	-	72.97
As at March 31, 2022	**149.79**	**5.00**	**154.79**
Accumulated Amortisation			
As at April 1, 2020	**45.27**	**0.17**	**45.44**
Amortisation for the year	16.79	0.14	16.93
Deductions/Adjustment	(7.96)	-	(7.96)
As at March 31, 2021	**54.10**	**0.31**	**54.41**
Amortisation for the year	16.09	0.14	16.23
As at March 31, 2022	**70.19**	**0.45**	**70.64**
Net Block			
As at March 31, 2021	22.72	4.69	27.41
As at March 31, 2022	**79.60**	**4.55**	**84.15**

i) Refer footnote to note 14 and 18 for security / charges created

Note 3(d) Goodwill

₹ in Crore

Particulars	March 31, 2022	March 31, 2021
Carrying value at the beginning	44.86	44.86
Carrying value at the end	44.86	44.86

i) Refer footnote to note 14 and 18 for security / charges created

Notes to the standalone Financial Statements

for the year ended March 31, 2022

3. Property, Plant and Equipment, Right of use assets, other Intangible Assets, Goodwill (Contd...)

Note 3(e) Capital Work-in-Progress

Capital Work-in-Progress (CWIP)

₹ in Crore

Particulars	March 31, 2022	March 31, 2021
Opening	590.23	675.36
Additions	934.22	315.01
Capitalised during the year	(907.41)	(400.14)
Transfer Pursuant to Composite Scheme of Arrangement	(2.96)	-
Closing	**614.08**	**590.23**

(i) Refer footnote to note 14 and 18 for security / charges created

Capital Work-in-Progress (CWIP) Ageing

As at March 31, 2022

₹ in Crore

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
Projects in Progress	242.84	119.40	129.16	122.68	614.08
Total	**242.84**	**119.40**	**129.16**	**122.68**	**614.08**

As at March 31, 2021

₹ in Crore

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
Projects in Progress	213.36	188.42	152.91	35.54	590.23
Total	**213.36**	**188.42**	**152.91**	**35.54**	**590.23**

There are no project whose completion is overdue or has exceeded its cost compared to its original plan

4. Non - Current Investments

Particulars	March 31, 2022 ₹ in Crore	March 31, 2021 ₹ in Crore
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	275.00	262.50
Nil (previous year 5,50,000) fully paid Equity Shares of ₹10 each of Mundra Solar Technopark Private Limited (refer note (p) below)	-	0.94
50,000 (previous year 50,000) fully paid Equity Shares of ₹10 each of Mundra LPG Terminal Private Limited	0.05	0.05
50,000 (previous year 50,000) fully paid Equity Shares of ₹10 each of Adani Dhamra LPG Terminal Private Limited	0.05	0.05
1,000 (previous year 1,000) fully paid Equity Shares of AUD 1 each of NQXT Port Pty Limited (formerly known as Mundra Port Pty Limited)	*-	*-
Total FVTOCI Investment	**275.10**	**263.54**
In Equity Shares of subsidiaries (valued at cost)		
65,50,00,000 (previous year 65,50,00,000) fully paid Equity Shares of ₹10 each of Adani Logistics Limited (refer note (e) below)	735.84	729.50
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

Notes to the standalone Financial Statements

for the year ended March 31, 2022

4. Non - Current Investments (Contd...)

Particulars	March 31, 2022 ₹ in Crore	March 31, 2021 ₹ in Crore
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	62.95
Nil (previous year 1,31,35,000) fully paid Equity Shares of ₹10 each of MPSEZ Utilities Limited (Formerly known as MPSEZ Utilities Private Limited) (refer note (e) and (m) below))	-	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) (iii) 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	3.86
71,54,70,000 (previous year 71,54,70,000) fully paid Equity Shares of ₹10 each of Adani Hazira Port Limited (refer note (a) below) (Formerly known as 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)	0.72	0.72
19,20,00,000 (previous year 19,20,00,000) fully paid Equity Shares of ₹10 each of Adani Ennore Container Terminal Private Limited	192.00	192.00
50,000 (previous year 50,000) fully paid Equity Shares of ₹10 each of Adani Kattupalli Port Limited (Formerly known as Adani Kattupalli Port Private Limited)	0.05	0.05
13,50,50,000 (previous year 13,50,50,000) fully paid Equity Shares of ₹10 each of Shanti Sagar International Dredging Limited (refer note (e) below) (Formerly known as Shanti Sagar International Dredging Private Limited)	142.40	142.40
89,70,00,000 (previous year 89,70,00,000) fully paid Equity Shares of ₹10 each of Adani Vizhinjam Port Private Limited (refer note (a) and (e) below)	902.00	902.00
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 (a) and (e) below)	2,811.22	2,811.22
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)	12.84	12.84
5,76,92,155 (previous year 5,76,92,155) fully paid Equity Shares of ₹10 each of The Adani Harbour Services Limited (Formerly known as The Adani Harbour Services Private Limited)	106.26	106.26
50,000 (previous year 50,000) fully paid 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	38.51	38.51

Notes to the standalone Financial Statements

for the year ended March 31, 2022

4. Non - Current Investments (Contd...)

Particulars	March 31, 2022 ₹ in Crore	March 31, 2021 ₹ in Crore
4,900 (previous year 4,900) fully paid Equity Shares of ₹10 each of Dholera Infrastructure Private Limited	*-	*-
50,000 (previous year 50,000) fully paid Equity Shares of ₹10 each of Adani Ports Technologies Private Limited (formerly known as Mundra International Gateway Terminal Private Limited)	0.05	0.05
38,80,00,000 (previous year 38,80,00,000) fully paid Equity Shares of ₹10 each of Marine Infrastructure Developer Private Limited	388.00	388.00
8,85,76,159 (previous year 6,64,32,120) fully paid Equity Shares of ₹10 each of Adani Krishnapatnam Port Limited (formerly known as Krishnapatnam Port Company Limited) (refer note (h))	6,194.01	3,395.01
50,000 (previous year 50,000) fully paid Equity Shares of ₹10 each of Mundra Crude Oil Terminal Private Limited (formerly known as Adani Bhavanapadu Port Private Limited)	0.05	0.05
Nil (previous year 50,000) fully paid Equity Shares of ₹10 each of Adani Tracks Management Services Private Limited (refer note (i))	-	0.05
1,000 (previous year 1,000) fully paid Equity Shares of SGD 1 each of Coastal International Terminals Pte Ltd (Formerly known as Adani International Terminals Pte Limited) (refer note (e) below)	6.36	6.36
5,50,000 (previous year Nil) fully paid Equity Shares of ₹10 each of Mundra Solar Technopark Private Limited(refer note (p) below)	0.56	-
50,000 (previous year 50,000) fully paid Equity Shares of ₹10 each of Adani Pipelines Private Limited	0.05	0.05
50,000 (previous year Nil) fully paid Equity Shares of ₹10 each of HDC Bulk Terminal Limited (refer note (l))	0.05	-
5,53,409 (previous year 5,53,409) fully paid Equity Shares of BDT 10 each of Adani Bangladesh Ports Private Limited	0.47	0.47
6,000 (previous year 6,000) fully paid Equity Shares of USD 1 each of Anchor Port Holding Pte Limited (formerly known as Adani Mundra Port Holding Pte Limited)	0.04	0.04
50,000 (previous year Nil) fully paid Equity Shares of ₹10 each of Adani Gangavaram Port Private Limited (refer note (l))	0.05	-
10,000 (previous year Nil) fully paid Equity Shares of ₹10 each of Aqua Desilting Private Limited (refer note (k))	0.01	-
5000 (Previous year Nil) fully paid Equity Shares of USD 1 each of Adani International Ports Holdings Pte. Limited (refer note (l))	0.04	-
20,00,01,983 (previous year Nil) fully paid Equity Shares of ₹10 each of Adani Tracks Management Services Private Limited (formerly known as Sarguja Rail Corridor Private Limited) (refer note 42 (a))	4,895.76	-
10,00,000 (previous year 10,00,000) fully paid Equity Shares of ₹10 each of Dighi Port Limited (refer note (j) below)	1.00	1.00
	17,806.54	**10,157.31**
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 (a) and (e) below)	63.86	63.86
	404.89	**404.89**

Notes to the standalone Financial Statements

for the year ended March 31, 2022

4. Non - Current Investments (Contd...)

Particulars	March 31, 2022 ₹ in Crore	March 31, 2021 ₹ in Crore
In Equity Shares of Associate (valued at cost)		
21,65,86,700 (previous year Nil) fully paid Equity Shares of ₹10 each of Gangavaram Port Limited (refer note (n))	2,624.88	-
Investment in Non Cumulative Convertible Debentures of subsidiary (valued at cost) (refer note (o))		
245,70,00,000 (previous year 245,70,00,000) 0.01% Non Cumulative Compulsory 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 of subsidiaries (valued at cost) (refer note (f) below)		
120,00,00,000 (previous year 120,00,00,000) 6.50% Unsecured Perpetual Non-Cumulative Non-Convertible Debentures of ₹10 each of The Dhamra Port Company Limited	1,200.00	1,200.00
50,00,00,000 (previous year 50,00,00,000) 6.50% Unsecured Perpetual Non-Cumulative Non-Convertible Debentures of ₹10 each of Adani Logistics Limited	500.00	500.00
40,00,000 (previous year 40,00,000) 6.50% Unsecured Perpetual Non-Cumulative Non-Convertible Debentures of ₹10 each of Adani Hospitals Mundra Private Limited	4.00	4.00
70,00,000 (previous year 70,00,000) 6.50% Unsecured Perpetual Non-Cumulative Non-Convertible Debentures of ₹10 each of Mundra International Airport Private Limited	7.00	7.00
18,50,00,000 (previous year 18,50,00,000) 6.50% Unsecured Perpetual Non-Cumulative Non-Convertible Debentures of ₹10 each of Karnavati Aviation Private Limited	185.00	185.00
110,00,00,000 (previous year 110,00,00,000) 6.50% Unsecured Perpetual Non-Cumulative Non-Convertible Debentures of ₹10 each of Marine Infrastructure Developer Private Limited	1,100.00	1,100.00
Investment in Perpetual Debt of subsidiaries (valued at cost) (refer note (f) below)		
Adani Logistics Limited	3,703.00	2,190.00
Adani Vizhinjam Port Private Limited	1,274.90	-
Madurai Infrastructure Private Limited	233.93	233.93
Marine Infrastructure Developer Private Limited	500.00	500.00
Adani Ennore Container Terminal Private Limited	500.00	500.00
Adani Kandla Bulk Terminal Private Limited (refer note (b) (ii) below)	250.00	250.00
Dighi Port Limited	764.90	-
Mundra SEZ Textile and Apparel Park Private Limited	25.00	-
Adani Ports Technologies Private Limited	0.04	-
Mundra Crude Oil Terminal Private Limited	207.82	-
Investment in Compulsory Convertible Cumulative Participatory Preference Shares (valued at cost)		
0.001% 68,00,07,962 (previous year 68,00,07,962) Compulsory Convertible Cumulative Participatory Preference Shares of ₹10 each of Adani Krishnapatnam Port Limited	924.49	924.49

Notes to the standalone Financial Statements

for the year ended March 31, 2022

4. Non - Current Investments (Contd...)

Particulars	March 31, 2022 ₹ in Crore	March 31, 2021 ₹ in Crore
Investment in Compulsory Convertible Debentures (valued at cost)		
1,28,79,640 (previous year Nil) Compulsory Convertible Debentures of ₹100 each of Adani Tracks Management Services Private Limited (formerly known as Sarguja Rail Corridor Private Limited) (refer note 42(a))	152.00	-
Investment in Non Convertible Redeemable Debentures (valued at cost)		
6.25 % 5000 (previous year Nil) Non Convertible Redeemable Debentures of ₹10,00,000 each of Adani Vizhinjam Port Private Limited	500.00	-
Other Investment (Investment valued at fair value through profit and loss)		
1,14,203 units (previous year Nil) of Special Infrastructure Investment Scheme of ASSIS	1,129.49	-
	36,729.98	**20,877.16**
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)	(7.00)
Provision for Diminution in value of Perpetual Debt of Adani Kandla Bulk Terminal Private Limited (refer note 4(b)(ii))	(250.00)	
	36,371.70	**20,768.88**

* Figures being nullified on conversion to ₹ in Crore.

** The Company has power over the entity and ability to affect its return and hence considered it as subsidiary

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, 2022	No of Shares Pledged March 31, 2021
Subsidiary Companies		
(i) Adani Hazira Port Limited	19,50,00,000	19,50,00,000
(ii) The Dhamra Port Company Limited	34,44,00,000	34,44,00,000
(iii) Adani Vizhinjam Port Private Limited	-	26,91,00,000
Joint Venture		
(i) Adani CMA Mundra Terminal Private Limited	3,02,82,922	3,02,82,922
	56,96,82,922	**83,87,82,922**

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. During the previous year, on October 03, 2020, AVCTPL had received the consultation notice for shortfall in Minimum Guarantee Cargo (MGC) from Visakhapatnam Port Trust ("VPT"). In response to the said letter, AVCTPL contested the said consultation notice on the grounds that the consultation notice is not valid since notified force majeure event due to COVID-19 pandemic was still under continuances. Also since the force majeure event has exceeded 120 days, AVCTPL has initiated termination on mutual consent as per right under the concession agreement. VPT has also issued the counter termination and the matter is under arbitration. 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).

ii) Adani Kandla Bulk Terminal Private Limited ("AKBTPL"), a wholly owned subsidiary of the Company, is engaged in providing port services near Tuna outside Kandla creek at Kandla Port under concession from Deendayal Port Trust. The carrying amounts of long-term investments in equity shares and perpetual securities of AKBTPL amounts to ₹370.05 crore as at March 31, 2022 and non-current loans

Notes to the standalone Financial Statements

for the year ended March 31, 2022

4. Non - Current Investments (Contd...)

given to AKBTPL amounts to ₹918.06 crore (including interest accrued ₹101.23 crore) as at March 31, 2022.

During the current year, the management of the Company has carried out detailed cash flow projections over the period of the Concession agreement for determining the recoverable value of its Investments in accordance with Ind AS 36 Impairment of Assets. During current year, the Company was impacted due to lower cargo volumes, which seem to be sustainable in near future considering coal volume handling over long term, pursuant to which the cargo projections were reassessed at the reporting date. Basis such assessment, the Management has revised the estimates relating to cargo traffic, port tariffs, inflation, discount rates, revenue share etc. which are reasonable over the entire concession period and determined the sustainable investments in AKBTPL. On a careful evaluation of the aforesaid factors, the management of the Company has concluded its assessment and provision for impairment loss amounting to ₹491.23 crore has been recorded towards the Company's investments. The same has been presented as an exceptional item.

(iii) The carrying amounts of long-term investments in equity shares of Adani Murmugao Port Terminal Private Limited ("AMPTPL") amounts to ₹115.89 crore as at March 31, 2022 and non-current loans given to AMPTPL amounts to ₹457.40 crore (including interest accrued ₹29.87 crore) as at March 31, 2022. The Company has been providing financial support to AMPTPL to meet its financial obligations as and when required in the form of loans, which are recoverable at the end of the concession period. AMPTPL was undergoing an arbitration with Murmugao Port Trust (MPT) for revenue share on deemed storage charges and loss of profit to AMPTPL due to failure of MPT to fulfil obligations as per concession agreement for a period till FY 2018-19. Post FY 2018-19, AMPTPL has received relief in terms of rationalized tariff on storage charges up to March 2020 from authorities and has filed application for similar relief for subsequent periods and awaiting approval. Subsequent to reporting date, the arbitration was concluded which affirms AMPTPL's claim for loss of return of capital and also upheld revenue share on deemed storage for three-year period on the Company. In earlier years, AMPTPL had made provision of ₹134.61 crore for revenue share on deemed storage charges against which ₹40.50 crore shall be payable as per the order. Considering the cure period, the financial impact of the same is not considered in the financial results.

The Company has determined the recoverable amounts of its investments and loans in AMPTPL as at March 31, 2022 by considering a discounted cash flow model. Such determination is based on significant estimates & judgements made by the management as regards the benefits of the rationalization of revenue share on storage income, cargo traffic, port tariffs, inflation, discount rates which have been considered over the remaining concession period and 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

Particulars	March 31, 2022 ₹ in Crore	March 31, 2021 ₹ in Crore
Opening Balance	263.54	251.04
Fair value Gain recognised in Other Comprehensive Income	12.12	12.50
Mundra Solar Technopark Private Limited became subsidiary (refer note (p))	(0.56)	-
Closing Balance	**275.10**	**263.54**

Notes to the standalone Financial Statements

for the year ended March 31, 2022

4. Non - Current Investments (Contd...)

e) Value of Deemed Investment accounted in subsidiaries and joint ventures in terms of fair valuation under Ind AS 109

Particulars	March 31, 2022 ₹ in Crore	March 31, 2021 ₹ in Crore
i) Adani Logistics Limited	80.75	74.41
ii) Karnavati Aviation Private Limited	17.95	17.95
iii) MPSEZ Utilities Limited	-	0.02
iv) Mundra International Airport Private Limited	0.36	0.36
v) Adani Hospitals Mundra Private Limited	0.41	0.41
vi) Shanti Sagar International Dredging Limited	7.35	7.35
vii) The Dhamra Port Company Limited	68.54	68.54
viii) Abbot Point Operations Pty Limited	12.33	12.33
ix) Coastal International Terminals Pte Ltd	6.36	6.36
x) Adani International Container Terminal Private Limited	11.57	11.57
xi) Adani CMA Mundra Terminal Private Limited	4.48	4.48
xii) Adani Vizhinjam Port Private Limited	5.00	5.00
	215.10	**208.78**

f) Investment in Perpetual Non-Cumulative Non-convertible Debenture / Perpetual Debt is redeemable / payable at issuer's option and can be deferred indefinitely.

g) Aggregate amount of unquoted investments as at March 31, 2022 ₹36,371.70 crore (previous year ₹20,768.88 crore).

h) During the previous year, the Company has acquired 75% equity shares of Adani Krishnapatnam Port Limited ("AKPL") (formerly known as Krishnapatnam Port Company Limited) on October 01, 2020. During the current year, the Company has acquired balance 25% stake in AKPL and hence it became wholly owned subsidiary of the Company w.e.f June 08, 2021.

i) Pursuant to Composite Scheme of Arrangement, Adani Tracks Management Services Private Limited get dissolved into Adani Tracks Management Services Private Limited (formerly known as Sarguja Rail Corridor Private Limited).

j) During the previous year, the Company has completed the acquisition of 100% stake in Dighi Port Limited ("DPL") under the Corporate Insolvency Resolution Plan ("CIRP") on February 15, 2021 with Equity Infusion of ₹1 crore. The Company has entered into the assignment agreement dated February 15, 2021 with the Financial Creditors of Dighi Port Limited for assignment of Debt of Dighi Port Limited at a value of ₹650 crore. Further DPL has incurred a cost of ₹54.71 crore towards the payment of CIRP cost.

k) Aqua Desilting Private Limited has been incorporated as a wholly owned subsidiaries of the Company on February 17, 2021.

l) Adani Gangavaram Port Private Limited, Adani International Ports Holdings Pte. Limited and HDC Bulk Terminal Limited have been incorporated as a wholly owned subsidiary of the Company on July 14, 2021, June 16, 2021 and March 07, 2022 respectively.

m) During the current year, the Company has divested its investment in subsidiary company MPSEZ Utilities Limited ("MUL") on December 15, 2021 pursuant to which MUL ceased to be subsidiary of the Company.

n) During the current year, the Company completed acquisition of 41.90% equity stake of Gangavaram Port Limited ("GPL") and has been accounted as an associate entity.

o) Interest is payable at the discretion of issuer and conversion ratio is fixed to fixed at the maturity.

p) On March 30, 2022 Subsidiary of company, Adani Logistic Limited has acquired 37.95% equity shares of Mundra Solar Technopark Private Limited ("MSTPL") from Adani Green Technology Limited. Subsequently MSTPL has became subsidiary of the Company by virtue of management control.

Notes to the standalone Financial Statements

for the year ended March 31, 2022

5. Trade Receivables

(unsecured, unless otherwise stated)

Particulars	March 31, 2022 ₹ in Crore	March 31, 2021 ₹ in Crore
Trade Receivables		
-Considered Good	1,139.63	1,694.76
Less : Allowances for expected credit loss	(57.50)	(62.34)
	1,082.13	**1,632.42**
Customers' Bill Discounted (refer note (c) below)	208.24	539.81
Other Trade Receivables	873.89	1,092.61
Total Receivables	**1,082.13**	**1,632.42**

Refer note 32 for Related Party Balances

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 30-60 days although the Company provide extended credit period with interest between 7.5% to 9% considering business and commercial arrangements with the customers including with the related parties.

c) The Carrying amounts of the trade receivables include receivables amounting to ₹208.24 crore (previous year ₹539.81 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 18.

d) Trade receivables ageing schedule for March 31, 2022 is as below

₹ in Crore

Sr No	Particulars	Not Due	Outstanding for following periods from due date of payment					Total
			Less than 6 months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 years	
1	Undisputed Trade receivables - Considered good	503.29	251.68	182.36	56.62	44.88	100.80	1,139.63
2	Allowances for expected credit loss	-	-	-	-	-	-	(57.50)
	Total							**1,082.13**

Trade receivables ageing schedule for March 31, 2021 is as below

₹ in Crore

Sr No	Particulars	Not Due	Outstanding for following periods from due date of payment					Total
			Less than 6 months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 years	
1	Undisputed Trade receivables - Considered good	962.04	469.44	56.87	69.70	37.29	99.42	1,694.76
2	Allowances for expected credit loss	-	-	-	-	-	-	(62.34)
	Total							**1,632.42**

Notes to the standalone Financial Statements

for the year ended March 31, 2022

6. Loans

(Unsecured unless otherwise stated)

Particulars	Non-current portion		Current portion	
	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Loans to Related Parties				
Considered Good (refer note 4 (b) (iii))	11,984.41	14,531.23	150.26	211.57
Credit impaired (refer note 4 (b) (i) and (ii))	336.10	196.10	8.91	8.92
Loan to others				
Considered Good (refer note below (i))	10.00	135.00	198.00	493.14
Credit impaired	-	-	-	0.05
	12,330.51	**14,862.33**	**357.17**	**713.68**
Less: Allowances for doubtful loans	(336.10)	(196.10)	(8.91)	(8.97)
	11,994.41	**14,666.23**	**348.26**	**704.71**

Note:

(i) Loans/ Inter Corporate deposits given from time to time are based on terms approved by the Finance Committee of the Board of Directors of the Company as per the Treasury Policy, as permitted by the Articles of Association, and their repayment along with interest are guaranteed by unconditional and irrevocable Letter of Indemnity and Undertaking by a related party. (Refer note 3 to the Statement of Cashflows, note 34.3 (B) of Credit Risk , and note 32 Related Parties)

7. Other Financial Assets

Particulars	Non-current portion		Current portion	
	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Security deposit (refer note 36 (i))				
Considered good	1,656.38	1,120.06	18.60	15.55
Considered doubtful	-	-	7.27	7.27
	1,656.38	**1,120.06**	**25.87**	**22.82**
Less: Allowances for Doubtful Deposit	-	-	(7.27)	(7.27)
	1,656.38	**1,120.06**	**18.60**	**15.55**
Loans and advances to Employees	1.85	1.55	1.14	1.48
Lease Receivable (refer note (i) below)	1,890.38	1,631.93	63.02	47.42
Interest Accrued (refer note (ii) below)	151.32	67.88	617.27	705.77
Non Trade receivable	-	-	107.92	0.06
Derivatives instruments / Forward Contracts Receivable	1.22	-	0.34	15.05
	3,701.15	**2,821.42**	**808.29**	**785.33**

Notes to the standalone Financial Statements

for the year ended March 31, 2022

7. Other Financial Assets (Contd...)

Note:

(i) **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, 2022		March 31, 2021	
	Gross Investment in the lease	Present Value of MLPR	Gross Investment in the lease	Present Value of MLPR
Within one year	196.24	148.03	160.13	130.61
After one year but not later than five years	823.59	551.98	671.24	470.07
More than five years	3,311.00	1,253.39	3,154.71	1,078.67
Total minimum lease receivables	**4,330.83**	**1,953.40**	**3,986.08**	**1,679.35**
Less: Amounts representing finance charges	(2,377.43)	-	(2,306.73)	-
Present value of minimum lease receivables	**1,953.40**	**1,953.40**	**1,679.35**	**1,679.35**

(ii) Inter Corporate Deposits ("ICD") aggregating to ₹199.05 crore extended by the Company to Adani International Container Terminal Private Limited ("AICTPL") is treated as subordinated loan to the Senior Secured USD Notes ("Notes") issued by AICTPL, as per the terms of the Notes (which was also approved by the Company).

Further interest and principal repayment in respect of this shareholder loan or ICDs can be made only from the surplus funds transferred to the Distribution Account by AICTPL in accordance with the Operating Account Waterfall (as defined in the terms of the Notes). As of March 31, 2022, accrued interest receivable on this loan is ₹6.34 crore, the same can be paid by AICTPL only from the surplus funds transferred to the said Distribution Account. The Company being one of the shareholder has agreed the above terms of arrangement and hence non-repayment of interest during the year has not been considered as default.

8. Other Assets

Particulars	Non-current portion		Current portion	
	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Capital advances (refer note (a) and (d) below)	317.91	306.34	-	-
Balance with Government Authorities	4.50	4.50	106.64	76.24
Prepaid Expenses	7.92	9.64	16.79	49.99
Accrued Income	-	-	51.43	52.38
Contract Assets (refer note (b) below)	-	-	53.45	26.88
Advances recoverable other than in cash				
To related party	-	111.35	2.92	120.11
To others	-	-	33.02	35.52
Export benefit and other receivables (refer note (c) below)	-	120.60	-	-
Taxes recoverable (net of provision) (refer note 27)	520.60	364.57	-	-
	850.93	**917.00**	**264.25**	**361.12**

Notes to the standalone Financial Statements

for the year ended March 31, 2022

8. Other Assets (Contd...)

Notes:

(a) Capital advance includes ₹139.93 crore (previous year ₹98.48 crore) paid to various private parties and government authorities towards purchase of land.

(b) 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.

(c) On September 23, 2021 DGFT issued a notification, which restricts the Company's eligibility for SEIS benefits and also restricts the benefit up to ₹5 Crore per entity for FY 2019-20, pursuant to which the SEIS receivable amounting to ₹120.60 crore pertaining to FY 2019-20 has been written off during the current year and is shown as exceptional item. However, the Company has contested the legality and retrospective application of the said notification.

(d) Capital advance is net of allowance for doubtful advance of ₹10.59 crore (previous year ₹10.59 crore).

9. Inventories

(At lower of cost and Net realisable value)

Particulars	March 31, 2022 ₹ in Crore	March 31, 2021 ₹ in Crore
Stores and Spares, Fuel and Lubricants	79.33	74.22
	79.33	**74.22**

10. Current Investments

Particulars	March 31, 2022 ₹ in Crore	March 31, 2021 ₹ in Crore
Investment in Pass Through Certificates (Valued at Amortised Cost)		
Nil (previous year 1,00,000) of Pass Through Certificates	-	926.02
	-	**926.02**
Aggregate carrying value of unquoted investment in Pass Through Certificates	-	926.02

11. Cash and Bank Balances

Particulars	Non-current portion		Current portion	
	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Cash and Cash Equivalents				
Balances with banks:				
Balance in current accounts*	-	-	4,827.00	2,806.07
Deposits with original maturity of less than three months	-	-	1.00	504.49
Cash on hand	-	-	0.04	0.18
	-	**-**	**4,828.04**	**3,310.74**
Other Bank Balances				
Deposits with maturity over 3 months but less than 12 months	-	-	-	150.00
In Current Accounts (earmarked for Unpaid Dividend)	-	-	1.96	1.50

Notes to the standalone Financial Statements

for the year ended March 31, 2022

11. Cash and Bank Balances (Contd...)

Particulars	Non-current portion		Current portion	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
	₹ In Crore	₹ In Crore	₹ In Crore	₹ In Crore
Margin Money Deposits (refer note below)	1,950.24	81.11	1,381.50	1.90
	1,950.24	**81.11**	**1,383.46**	**153.40**
Amount disclosed under Non-Current Financial Assets in Balance Sheet	(1,950.24)	(81.11)	-	-
	-	**-**	**6,211.50**	**3,464.14**

Note: Margin Money Deposits (net of overdraft facilities of ₹2,009.70 crore (Previous year ₹1,869.09 crore)) aggregating to ₹3,331.74 crore (previous year ₹83.01 crore) are pledged / lien against bank guarantees, letter of credit and other credit facilities.

* includes cheques realised subsequent to the Balance Sheet date amounting ₹4,645.39 crore (Previous year ₹2,321.98 crore)

12. Share Capital

Particulars	March 31, 2022	March 31, 2021
	₹ in Crore	₹ in Crore
Authorized share capital		
Equity share capital		
5,47,50,00,000 (previous year 4,97,50,00,000) Equity Shares of ₹2 each	1095.00	995.00
Preference Share Capital		
50,00,000 (previous year 50,00,000) Non-Cumulative Redeemable Preference shares of ₹10 each	5.00	5.00
	1100.00	**1000.00**

Note:-

Pursuant to Composite Scheme of Arrangement, the authorized share capital of the Company has automatically stand increased by 50,00,00,000 equity shares upon scheme become effective (refer note 42(a)).

Issued, subscribed and fully paid-up share capital		
2,11,23,73,230 (previous year 2,03,17,51,761) fully paid up Equity Shares of ₹2 each	422.47	406.35
	422.47	**406.35**

a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting year

Equity Shares	March 31, 2022		March 31, 2021	
	No	₹ In Crore	No	₹ In Crore
At the beginning of the year	2,03,17,51,761	406.35	2,03,17,51,761	406.35
Add: Issue of equity shares (refer note (ii) below)	1,00,00,000	2.00	-	-
Add: Issue of equity Shares pursuant to Composite Scheme of Arrangement (refer note (iii) below)	7,06,21,469	14.12	-	-
Outstanding at the end of the year	**2,11,23,73,230**	**422.47**	**2,03,17,51,761**	**406.35**

Notes to the standalone Financial Statements

for the year ended March 31, 2022

12. Share Capital (Contd...)

Note

i) Terms/rights attached to equity shares

- 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.
- 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.

ii) On April 19, 2021, the Company has allotted 1,00,00,000 equity shares having face value of ₹2 each on preferential basis to Windy Lakeside Investment Limited at an issue price of ₹800 per share (including premium of ₹798 per share).

For the period of five years immediately preceding the date as at which the Balance Sheet is prepared:

iii) Aggregate number of 7,06,21,469 (upto March 31, 2021: Nil) equity shares of ₹2 each have been allotted, Pursuant to Composite Scheme of Arrangement, (refer note 42(a)).

iv) Aggregate number of 3,92,00,000 (upto March 31, 2021: 3,92,00,000) equity shares bought back

b) Equity Component of Non-Cumulative Redeemable Preference shares

	March 31, 2022	March 31, 2022	March 31, 2021	March 31, 2021
	No.	₹ in Crore	No.	₹ in Crore
At the beginning of the year	25,01,824	166.53	25,01,824	166.53
Outstanding at the end of the year	25,01,824	166.53	25,01,824	166.53

i) Terms of Non-Cumulative Redeemable Preference shares

The Company has outstanding 25,01,824 (previous year 25,01,824) 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 ₹247.68 crore (previous year ₹247.68 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 redeemable 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, 2022		March 31, 2021	
	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)	79,93,53,935	37.84%	79,93,53,935	39.34%
ii) Adani Tradeline LLP	13,81,93,549	6.54%	13,81,93,549	6.80%

Notes to the standalone Financial Statements

for the year ended March 31, 2022

12. Share Capital (Contd...)

Equity Shares	March 31, 2022		March 31, 2021	
	No	% Holding in the Class	No	% Holding in the Class
iii) Flourishing Trade and Investment Limited	11,44,54,607	5.42%	10,38,47,944	5.11%
iv) Life Insurance Corporation of India	20,95,27,194	9.92%	21,88,69,728	10.77%
Non-Cumulative Redeemable Preference Shares of ₹10 each fully paid up				
Priti G. Adani	5,00,365	20.00%	5,00,365	20.00%
Shilin R. Adani	5,00,364	20.00%	5,00,364	20.00%
Pushpa V. Adani	5,00,365	20.00%	5,00,365	20.00%
Ranjan V. Adani	5,00,455	20.00%	5,00,455	20.00%
Suvarna M. Adani	5,00,275	20.00%	5,00,275	20.00%
	25,01,824	**100.00%**	**25,01,824**	**100.00%**

d) Details of Equity Shares held by Promoter and Promoter Group at the end of the year

As at March 31, 2022

Sr No	Promoter and Promoter Group Name	No of Shares at the end of the year	% of Total Shares	% Change during the year
1	Gautambhai Shantilal Adani	1	0.00%	-
2	Rajeshbhai Shantilal Adani	1	0.00%	-
3	Gautambhai Shantilal Adani & Rajeshbhai Shantilal Adani (on behalf of S.B. Adani Family Trust)	79,93,53,935	37.84%	-
4	Rajeshbhai Shantilal Adani & Shilin Rajeshbhai Adani (on behalf of Rajesh S. Adani Family Trust)	30,000	0.00%	-
5	Adani Properties Private Limited	16,85,000	0.08%	-
6	Adani Rail Infra Private Limited	7,06,21,469	3.34%	NA
7	Adani Tradeline LLP	13,81,93,549	6.54%	-
8	Worldwide Emerging Market Holding Limited	8,60,92,798	4.08%	11%
9	Afro Asia Trade and Investments Limited	8,99,45,212	4.26%	-
10	Emerging Market Investments DMCC	8,41,79,195	3.99%	-
11	Flourishing Trade And Investments Ltd	11,44,54,607	5.42%	10%
	Total	**1,38,45,55,767**	**65.55%**	

As at March 31, 2021

Sr No	Promoter and Promoter Group Name	No of Shares at the end of the year	% of Total Shares	% Change during the year
1	Gautambhai Shantilal Adani	1	0.00%	-
2	Rajeshbhai Shantilal Adani	1	0.00%	-
3	Gautambhai Shantilal Adani & Rajeshbhai Shantilal Adani (on behalf of S.B. Adani Family Trust)	79,93,53,935	39.34%	-

Notes to the standalone Financial Statements

for the year ended March 31, 2022

12. Share Capital (Contd...)

Sr No	Promoter and Promoter Group Name	No of Shares at the end of the year	% of Total Shares	% Change during the year
4	Rajeshbhai Shantilal Adani & Shilin Rajeshbhai Adani (on behalf of Rajesh S. Adani Family Trust)	30,000	0.00%	-
5	Adani Properties Private Limited	16,85,000	0.08%	NA
6	Adani Tradeline LLP	13,81,93,549	6.80%	-
7	Worldwide Emerging Market Holding Limited	7,77,56,181	3.83%	-
8	Afro Asia Trade and Investments Limited	8,99,45,212	4.43%	-
9	Emerging Market Investments DMCC	8,41,79,195	4.14%	-
10	Flourishing Trade And Investments Ltd	10,38,47,944	5.11%	1454%
11	Universal Trade and Investments Ltd	-	0.00%	-100%
	Total	**1,29,49,91,018**	**63.73%**	

e) Details of Non-Cumulative Redeemable Preference Shares held by Promoter and Promoter Group at the end of the year

As at March 31, 2022

Sr No	Promoter Group Name	No of Shares at the end of the year	% of Total Shares	% Change during the year
1	Priti G. Adani	5,00,365	20.00%	-
2	Shilin R. Adani	5,00,364	20.00%	-
3	Pushpa V. Adani	5,00,365	20.00%	-
4	Ranjan V. Adani	5,00,455	20.00%	-
5	Suvarna M. Adani	5,00,275	20.00%	-
6	**Total**	**25,01,824**	**100.00%**	

As at March 31, 2021

Sr No	Promoter Group Name	No of Shares at the end of the year	% of Total Shares	% Change during the year
1	Priti G. Adani	5,00,365	20.00%	-
2	Shilin R. Adani	5,00,364	20.00%	-
3	Pushpa V. Adani	5,00,365	20.00%	-
4	Ranjan V. Adani	5,00,455	20.00%	-
5	Suvarna M. Adani	5,00,275	20.00%	-
6	**Total**	**25,01,824**	**100.00%**	

13. Other Equity

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Equity Component of Non-Cumulative Redeemable Preference shares		
Opening Balance	166.53	166.53
Closing Balance	**166.53**	**166.53**
Securities Premium		
Opening Balance	583.54	583.54

Notes to the standalone Financial Statements

for the year ended March 31, 2022

13. Other Equity (Contd...)

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Add: Premium on issue of equity shares on preferential basis (refer note (12(a) (ii))	798.00	-
Add: Premium on Issue of equity Shares pursuant to Composite Scheme of Arrangement (refer note (12(a) (iii) and 42(a))	4,754.10	-
Closing Balance	**6,135.64**	**583.54**

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.

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
General Reserve		
Opening Balance	2,765.97	2,719.80
Add: Transfer from Debenture Redemption Reserve	46.16	46.17
Closing Balance	**2,812.13**	**2,765.97**

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.

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Debenture Redemption Reserve (DRR)		
Opening Balance	556.69	477.20
Add: Transferred from retained earnings	122.21	125.66
Less: Transferred to General Reserve	(46.16)	(46.17)
Closing Balance	**632.74**	**556.69**

Note:-

The Company has issued redeemable non-convertible debentures. The Company has been creating Debenture Redemption Reserve (DRR) as per the relevant provisions of the Companies Act 2013. However, according to Companies (Share Capital and Debentures) Amendment Rules, 2019 effective from August 16, 2019, the Company is not required to create DRR on any fresh issue of Debentures. Accordingly, the Company has not created DRR on fresh issue of redeemable non-convertible debentures.

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Capital Reserve		
Opening Balance	-	-
Add: Loss pursuant to Composite Scheme of Arrangement	(71.70)	-
Closing Balance	**(71.70)**	**-**

Note:-

Capital reserves represents the difference between value of net assets transferred by the Company in the course of composite scheme of arrangement against divestment Business undertaking and the consideration received against such arrangement.

Notes to the standalone Financial Statements

for the year ended March 31, 2022

13. Other Equity (Contd...)

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Capital Redemption Reserve (CRR)		
Opening Balance	7.84	7.84
Closing Balance	**7.84**	**7.84**

Note:-

As per Companies Act, 2013, Capital redemption reserve is created when company purchases its own shares out of free reserves or securities premium. A sum equal to the nominal value of the shares so purchased is transferred to capital redemption reserve. The reserve is utilised in accordance with the provisions of section 69 of the Companies Act, 2013.

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Retained Earnings		
Opening Balance	17,128.30	15,328.41
Add : Profit for the year	297.56	1,927.93
Less : Dividend on Shares	(1,020.88)	-
Less :Transfer to Debenture Redemption Reserve	(122.21)	(125.66)
Less : Re-measurement (losses) on defined benefit plans (net of tax)	(2.81)	(2.38)
Closing Balance	**16,279.96**	**17,128.30**

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.

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Other Comprehensive Income		
Opening Balance	186.06	175.50
Add : Change in fair value of FVTOCI Equity Investments (net of tax)	10.59	10.56
Closing Balance	**196.65**	**186.06**

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	**26,159.79**	**21,394.93**

Distribution made and proposed

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Cash Dividend on Equity Share declared and paid		
Final Dividend for the year ended March 31, 2021 and March 31, 2020 (₹5 per share and ₹ Nil) on 2,04,17,51,761 equity shares	1,020.88	-
	1,020.88	**-**
Proposed Dividend on Equity Shares		
Final Dividend for the year ended March 31, 2022 ₹5 per share (Previous year ₹5 per share) on 2,11,23,73,230 equity shares (Previous year 2,04,17,51,761 equity shares)	1,056.19	1,020.88

Notes to the standalone Financial Statements

for the year ended March 31, 2022

13. Other Equity (Contd...)

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Cash Dividend on Preference Share declared and paid		
Dividend @ 0.01 % on Non-Cumulative Redeemable Preference Shares	*-	*-
Proposed Dividend on Preference Shares		
Dividend @ 0.01 % on Non-Cumulative Redeemable Preference Shares	*-	*-

*- Figure nullified in conversion of ₹ in Crore

Proposed dividend on equity shares are in compliance with relevant section of the Companies Act, 2013 which is subject to approval at the annual general meeting and are not recognised as liability

14. Non-Current Borrowings

Particulars	Non-current portion		Current portion	
	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Debentures				
15,000 (previous year 15,000) 8.50% Non Convertible Redeemable Debentures of ₹10,00,000 each Secured (Redeemable on April 12, 2030 (refer note (a) below)	1,487.03	1,485.95	-	-
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)	251.55	251.46	-	-
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)	1,589.45	1,587.59	-	-
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, 2022

14. Non-Current Borrowings (Contd...)

Particulars	Non-current portion		Current portion	
	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
9,000 (previous year 9,000) 6.50% Non Convertible Redeemable Debentures of ₹10,00,000 each Secured (Redeemable on September 11, 2023 (refer note (a) below)	896.01	893.48	-	-
6,000 (previous year 6,000) 7.25% Non Convertible Redeemable Debentures of ₹10,00,000 each Secured (Redeemable ₹500 crore on May 26, 2023 and ₹100 crore on June 01, 2023 (refer note (f) below)	598.15	596.67	-	-
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)	199.10	198.78	-	-
Nil (previous year 200) 10.50% Non Convertible Redeemable Debentures of ₹10,00,000 each Secured (Redeemed during current year) (refer note (b) below)	-	-	-	19.94
Nil (previous year 2,800) 7.5% Non Convertible Redeemable Debentures of ₹10,00,000 each Secured. (Redeemed during current year) (refer note (f) below)	-	-	-	280.00
1,647 (previous year 3,293) 10.50% Non Convertible Redeemable Debentures of ₹10,00,000 each Secured (Redeemable at three annual equal instalments commencing from March 02, 2021) (refer note (a) below)	-	164.66	164.66	164.67
10,000 (previous year Nil) 6.25% Non Convertible Redeemable Debentures of ₹10,00,000 each Secured (Redeemable at October 18, 2024) (refer note (g) below)	985.90	-	-	-
Foreign currency Bonds				
4.375% Foreign Currency Bond priced at 238 basis points over the 10 years US Treasury Note (unsecured) (refer note (k) (ii))	5,640.68	5,433.56	-	-
4.00 % Foreign Currency Bond priced at 195 basis points over the 10 years US Treasury Note (unsecured) (refer note (k) (i))	3,759.40	3,617.74	-	-

Notes to the standalone Financial Statements

for the year ended March 31, 2022

14. Non-Current Borrowings (Contd...)

Particulars	Non-current portion		Current portion	
	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
3.375% Foreign Currency Bond priced at 150 basis points over the 5 years US Treasury Note (unsecured) (refer note (k) (iii))	4,908.91	4,725.26	-	-
4.20% Foreign Currency Bond priced at 376 basis points over the 7 years US Treasury Note (unsecured) (refer note (k) (iv))	5,653.58	5,447.13	-	-
3.10% Foreign Currency Bond priced at 205.50 basis points over the 10 years US Treasury Note (unsecured) (refer note (k) (v))	3,755.69	3,618.50	-	-
3.828% Foreign Currency Bond priced at 255 basis points over the 10.50 years US Treasury Note (unsecured) (refer note (k) (vi))	2,238.96	-	-	-
5% Foreign Currency Bond priced at 315.30 basis points over the 20 years US Treasury Note (unsecured) (refer note (k) (vii))	3,356.91	-	-	-
Preference Shares Liability Component of Compound Financial Instrument - 0.01% Non Cumulative Redeemable Preference shares (unsecured) (refer note 12 (b))	115.35	105.83	-	-
Term loans				
Foreign currency loans:				
From banks (secured) (refer note (h) and (i))	-	18.94	18.60	56.27
Rupee Loan				
From Financial institutions (unsecured) (refer note (k) (viii)	-	-	-	1.20
Inter Company deposit from a subsidiary (refer note (k) (x)	2,371.52	93.77	-	-
From Bank (Secured) (refer note (j))	336.56	410.80	74.25	61.75
Foreign currency letters of credit				
From bank (unsecured) (refer note (k) (ix))	181.90	-	-	-
	40,626.65	**30,950.12**	**257.51**	**583.83**
The above amount includes				
Secured borrowings	8,643.75	7,908.33	257.51	582.63
Unsecured borrowings	31,982.90	23,041.79	-	1.20
Amount disclosed under the head Current Borrowings (refer note 18)	-	-	(257.51)	(583.83)
	40,626.65	**30,950.12**	**-**	**-**

Notes to the standalone Financial Statements

for the year ended March 31, 2022

14. Non-Current Borrowings (Contd...)

Notes:

a) Debentures include Secured Non-Convertible Redeemable Debentures amounting to ₹2,746.80 crore (previous year ₹2,907.54 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.

b) Debentures include Secured Non-Convertible Redeemable Debentures aggregating to ₹ Nil (previous year ₹19.94 crore) which were 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. The same has been repaid during financial year 2021-22.

c) Debentures include Secured Non-Convertible Redeemable Debentures aggregating to ₹1,251.55 crore (previous year ₹1,251.46 crore) which are secured by first pari-passu charge on all the movable and immovable assets pertaining to coal terminal project assets at Wandh, Mundra Port.

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' and all the immovable and movable project assets of MPT, T-II and CT-II located at Mundra Port.

e) Debentures include Secured Non-Convertible Redeemable Debentures aggregating to ₹1,589.45 crore (previous year ₹1,587.59 crore) are secured by first pari-passu charge on specified assets of one of the subsidiary company.

f) Debentures include Secured Non-Convertible Redeemable Debentures aggregating to ₹598.15 crore (previous year ₹876.67 crore) are secured by first pari-passu charge on all the movable and immovable assets pertaining to coal terminal project assets at Mundra Port.

g) Debentures include Secured Non-Convertible Redeemable Debentures aggregating to ₹985.90 crore (previous year ₹ Nil) are secured by first Pari-passu charge on specified assets of one of the subsidiary company.

h) Foreign currency loan aggregating to ₹18.60 crore (previous year ₹56.83 crore) carries interest @ 6 months EURIBOR plus basis point 95. The above loan has final maturity date as on 26th April 2022. The loan is secured by exclusive charge on the Dredgers procured under the facility.

i) Foreign currency loans aggregating to ₹ Nil (previous year ₹18.38 crore) carries interest @ 6 months EURIBOR plus 75 basis point. The loan was secured by exclusive charge on the Cranes purchased under the facility and the same has been repaid during financial year 2021-22.

j) Rupee term loan amounting to ₹410.81 crore (previous year ₹472.55 crore) crore carrying interest @ Repo Rate plus spread of 1.35%. The loan is repayable in 8 half yearly structured instalment commencing from December 30, 2020. The loan is secured by first ranking pari-passu charge on the movable and immovable assets of MPT, T-II and CT-II, project assets of the Company located at Mundra Port. .

k) Unsecured Loan

(i) 10 years Foreign Currency Bond of USD 500 million equivalent to ₹3,759.40 crore (previous year ₹3,617.74 crore) carries interest rate at 4.00% p.a. with bullet repayment in the year 2027.

(ii) 10 years Foreign Currency Bond of USD 750 million equivalent to ₹5,640.68 crore (previous year ₹5,433.56 crore) carries interest rate at 4.375% p.a. with bullet repayment in the year 2029.

(iii) 5 years Foreign Currency Bond of USD 650 million equivalent to ₹4,908.91 crore (previous year ₹4,725.26 crore) carries interest rate at 3.375% p.a. with bullet repayment in the year 2024.

(iv) 7 years Foreign Currency Bond of USD 750 million equivalent to ₹5,653.58 crore (previous year ₹5,447.13 crore) carries interest rate at 4.20% p.a. with bullet repayment in the year 2027.

(v) 10 years Foreign Currency Bond of USD 500 million equivalent to ₹3,755.69 crore (previous year ₹3,618.50 crore) carries interest rate at 3.10% p.a. with bullet repayment in the year 2031.

Notes to the standalone Financial Statements

for the year ended March 31, 2022

14. Non-Current Borrowings (Contd...)

(vi) 10.50 years Foreign Currency Bond of USD 300 million equivalent to ₹2,238.96 crore (previous year ₹ Nil) carries interest rate at 3.828% p.a. with bullet repayment in the year 2032

(vii) 20 years Foreign Currency Bond of USD 450 million equivalent to ₹3,356.91 crore (previous year ₹ Nil) carries interest rate at 5% p.a. with bullet repayment in the year 2041.

(viii) Rupee Term Loan aggregating to ₹ Nil (previous year ₹1.20 crore) carries interest ranging from 4.56 % p.a. to 7.95 % p.a. and same had been repaid during the current year.

(ix) Trade credit facilities of ₹181.90 crore (previous year ₹ Nil). The same is repayable on June 10, 2022 unless maturity date of the same is extended/rolled over.

(x) Inter Company deposit from a subsidiaries aggregating to ₹2,371.52crore (previous year ₹93.77 crore) carries interest rate at 7.50%.

15. Lease Liabilities

Particulars	Non-current portion		Current portion	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
	₹ In Crore	₹ In Crore	₹ In Crore	₹ In Crore
Lease Liabilities (refer note (a) and (b))	128.64	140.42	4.95	3.95
	128.64	**140.42**	**4.95**	**3.95**

Note:

a) Land and Building have been taken on lease by the Company. The terms of lease rent are for the period ranging from 15 years to 35 years depending on the lease agreement with the lessor. Such leases are renewable by mutual consent. There is no contingent rent, no sub-leases and no restrictions imposed by the lease arrangements.

b) **Future minimum lease payments under 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, 2022						
Minimum Lease Payments	14.82	59.84	143.39	218.05	(84.46)	133.59
Finance charge allocated to future periods	9.87	35.00	39.59	84.46	-	-
Present Value of MLP	4.95	24.84	103.80	133.59	-	133.59
March 31, 2021						
Minimum Lease Payments	12.77	62.32	170.60	245.69	(101.32)	144.37
Finance charge allocated to future periods	8.82	41.30	51.20	101.32	-	-
Present Value of MLP	3.95	21.02	119.40	144.37	-	144.37

Notes to the standalone Financial Statements

for the year ended March 31, 2022

16. Other financial liabilities

Particulars	Non-current portion		Current portion	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
	₹ In Crore	₹ In Crore	₹ In Crore	₹ In Crore
Derivatives Instruments	-	-	13.95	-
Capital creditors and retention money	0.34	0.51	132.30	107.87
Other payables (including discounts etc)	-	-	505.25	195.37
Unpaid Dividends #	-	-	1.96	1.50
Interest accrued but not due on borrowings	-	-	581.98	585.61
Deposit from Customers	1.51	1.47	30.95	26.57
Financial Guarantees Obligation	11.66	18.26	7.28	5.48
	13.51	**20.24**	**1,273.67**	**922.40**

Not due for credit to "Investors Education & Protection Fund"

Notes:

a) **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:

Changes in liabilities arising from financing activities

₹ In Crore

Particulars	Borrowings (including Current Maturities) and Interest accrued but not due	Lease Liabilities	Unpaid Dividend on Equity and Preference Shares	Derivative Contract	Total
April 1, 2020	**29,219.15**	**124.48**	**1.73**	**(119.81)**	**29,225.55**
Cash Flows	3,850.12	(1.80)	(0.23)	(20.94)	3,827.15
Foreign Exchange Movement	(786.09)	-	-	-	(786.09)
Other Adjustments	(18.32)	-	-	-	(18.32)
Addition of Lease Obligation	-	21.69	-	-	21.69
Charged to P&L during the period	2,201.15	-	-	125.70	2,326.85
Customers' Bills discounted during the period	(73.24)	-	-	-	(73.24)
March 31, 2021	**34,392.77**	**144.37**	**1.50**	**(15.05)**	**34,523.59**
Cash Flows	7,530.90	(19.20)	(1,020.42)	17.16	6,508.44
Foreign Exchange Movement	957.18	-	-	-	957.18
Other Adjustments	18.32	-	-	25.98	44.30
Addition of Lease Obligation	-	34.04	-	-	34.04
Charged to P&L during the period	2,509.36	-	-	(15.70)	2,493.66
Pursuant to Composite Scheme of Arrangement	279.78	(25.62)	-	-	254.16
Dividend recognised during the period	-	-	1,020.88	-	1,020.88
Customers' Bills discounted during the period	(331.57)	-	-	-	(331.57)
March 31, 2022	**45,356.74**	**133.59**	**1.96**	**12.39**	**45,504.68**

Notes to the standalone Financial Statements

for the year ended March 31, 2022

17. Other Liabilities

Particulars	Non-current portion		Current portion	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
	₹ In Crore	₹ In Crore	₹ In Crore	₹ In Crore
Advance from customers (refer note 40)	-	-	716.00	716.01
Deposits from customers	-	-	12.14	12.40
Statutory liability	-	-	55.44	64.45
Unearned Income under land lease/ Infrastructure usage agreements	499.19	561.42	62.24	62.24
Deferred Income on fair valuation of Deposit taken	0.94	1.05	-	-
Deferred Government Grant (refer note (i) below)	0.52	0.61	-	-
Unearned revenue - others	-	-	66.02	66.00
Contract Liabilities (refer note (ii) below)	-	-	144.24	143.07
	500.65	**563.08**	**1,056.08**	**1,064.17**

Notes:

i) Movement in Deferred Government Grant

Particulars	March 31, 2022	March 31, 2021
	₹ In Crore	₹ In Crore
Opening Balance	0.61	0.71
Amortisation during the year (refer note 22)	(0.09)	(0.10)
Closing Balance	**0.52**	**0.61**

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.

18. Current Borrowings

Particulars	March 31, 2022	March 31, 2021
	₹ In Crore	₹ In Crore
Short term borrowings from banks (secured) (refer note (a) below)	1,000.00	-
Packing Credit Rupee Loan from bank (unsecured) (refer note (d),(e) and (f) below)	900.00	400.00
Commercial paper (unsecured) (refer note (b) below)	1,782.36	-
Inter Company deposit from a subsidiaries (unsecured) (refer note (c) below and 32)	-	1,333.40
Current maturities of long term borrowings (refer note 14)	257.51	583.83
	3,939.87	**2,317.23**
Customers' Bill Discounted (unsecured) (refer note (g) below)	208.24	539.81
	4,148.11	**2,857.04**

Notes:

a) Short Term loan is secured by Second pari-passu charge on all the immovable and movable assets of Multi-purpose Terminal, Terminal-II and Container Terminal –II located at Mundra Port.

b) Commercial Paper (CP) aggregating ₹1,782.36 crore (previous year ₹ Nil) carried interest rate 4.25% p.a. The CP have maturity period of 3 months.

c) Short term borrowing from subsidiary ₹ Nil (previous year ₹1,333.40 crore) carries interest rate @ 7.50 % p.a is repayable on demand.

Notes to the standalone Financial Statements

for the year ended March 31, 2022

18. Current Borrowings (Contd...)

d) Packing Credit rupee Loan aggregating to ₹ Nil (previous year ₹400 crore) linked to 14 day Treasury Bill and same had been repaid during the current year.

e) Packing Credit rupee Loan aggregating to ₹400 crore (previous year ₹ Nil) linked to 3 month Treasury Bill.

f) Packing Credit rupee Loan aggregating to ₹500 crore (previous year ₹ Nil) carries interest rate of 4.10% p.a.

g) Factored receivables of ₹208.24 crore (previous year ₹539.81 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 (refer note 5).

19. Trade and other payables

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Total outstanding dues of micro enterprises and small enterprises (refer note 35)	6.78	1.94
Total outstanding dues of creditors other than micro enterprises and small enterprises	304.23	214.75
	311.01	**216.69**
Dues to related parties included in above		
Trade payables (refer note 32)	126.07	66.79

Trade and other payable ageing as on March 31, 2022 is as below

₹ in Crore

Sr. No.	Particulars	Not Due	Outstanding for following periods from due date of Payment				Total
			Less than 1 year	1-2 years	2-3 Years	More than 3 years	
1	MSME	6.78	-	-	-	-	6.78
2	Others	159.45	135.08	7.45	1.99	0.26	304.23
	Total	**166.23**	**135.08**	**7.45**	**1.99**	**0.26**	**311.01**

Trade and other payable ageing as on March 31, 2021 is as below

₹ in Crore

Sr. No.	Particulars	Not Due	Outstanding for following periods from due date of Payment				Total
			Less than 1 year	1-2 years	2-3 Years	More than 3 years	
1	MSME	1.94	-	-	-	-	1.94
2	Others	100.57	105.25	6.17	0.08	2.68	214.75
	Total	**102.51**	**105.25**	**6.17**	**0.08**	**2.68**	**216.69**

20. Provisions

Particulars	Non-current portion		Current portion	
	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Provision for Employee Benefits				
Provision for Gratuity (refer note 30)	5.47	2.40	-	-
Provision for Compensated Absences	-	-	19.58	16.54
	5.47	**2.40**	**19.58**	**16.54**

Notes to the standalone Financial Statements

for the year ended March 31, 2022

21. Revenue from Operations

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Revenue from Contract with Customers (refer note (a) below)		
Income from Port Operations (Including Port Infrastructure Services)	3,907.06	4,172.29
	3,907.06	**4,172.29**
Lease, Upfront Premium and Deferred Infrastructure Income (refer note (b) and (c) below)	239.74	132.15
Income from Export Incentives (Service Export from India Scheme)	-	7.90
Other Operating Income	59.42	64.81
	4,206.22	**4,377.15**

Notes:

a) Reconciliation of revenue recognised with contract price:

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Contract Price	4,150.08	4,411.34
Adjustment for:		
Refund Liabilities	(273.92)	(217.49)
Change in value of Contract Assets	26.56	(24.24)
Change in value of Contract Liabilities	4.34	2.68
Revenue from Contract with Customers	**3,907.06**	**4,172.29**

b) The Company has given various assets on finance lease to various parties. The lease agreements entered are non-cancellable. There is no contingent rent, no sub-leases and no restrictions imposed by the lease arrangements. Land leases include a clause to enable upward revision of the rental charge every 3 years upto 20%. The company has also received one-time income of upfront premium ranging from ₹600 to ₹3000 per Sq. mtr for use of common infrastructure by the parties. Such one-time income of upfront premium is non-refundable. Income of ₹145.98 crore (previous year ₹15.46 crore) including upfront premium of ₹108.78 crore (previous year ₹ 9.32 crore) accrued under such lease have been booked as income in the statement of profit and loss.

c) Land given under operating lease:

The Company has given certain land portions on operating lease. 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, 2022	March 31, 2021
i) Not later than one year	20.15	19.34
ii) Later than one year and not later than five years	85.52	84.07
iii) Later than five years	347.82	369.66

Company has recognised income from operating leases of ₹26.40 crore (previous year ₹20.27 crore)

22. Other Income

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Interest Income on		
Bank Deposits, Inter Corporate Deposits, Security Deposit etc.	2,122.02	2,028.24
Customers dues	21.23	30.13
Finance Lease	148.01	135.68
Dividend income on non current Investments	95.85	7.01

Notes to the standalone Financial Statements

for the year ended March 31, 2022

22. Other Income (Contd...)

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Unclaimed liabilities / excess provision written back	0.16	0.29
Scrap sale	15.33	12.37
Net gain on Sale of Current Investments	0.92	4.62
Profit on Sale of Non current Investments (refer note (4) (m))	63.76	-
Profit on sale / discard of Property, Plant and Equipment (net)	1.35	0.09
Financial Guarantee Income	11.14	3.80
Amortisation of Government Grant (refer note 17 (i))	0.09	0.10
Miscellaneous Income	39.45	43.98
	2,519.31	**2,266.31**

23. Operating Expenses

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Cargo handling / other charges to Contractors (net of reimbursements)	354.04	342.75
Customer Claims (including Expected Credit Loss)	(4.00)	-
Railway Service Charges (refer note 42(a))	-	115.40
Tug and Pilotage Charges	8.72	6.21
Maintenance Dredging	10.62	20.88
Other expenses including Customs Establishment Charges	1.71	0.89
Repairs to Plant & Equipment	91.96	58.21
Stores & Spares consumed	107.92	94.56
Repairs to Buildings	9.33	8.84
Power & Fuel	75.26	85.48
Waterfront Charges	174.42	186.14
Cost of assets transferred under Finance Lease	1.29	0.11
	831.27	**919.47**

24. Employee Benefits Expense

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Salaries, Wages and Bonus	205.45	208.98
Contribution to Provident and Other Funds	9.60	9.68
Gratuity Expenses (refer note 30)	3.49	3.20
Staff Welfare Expenses	19.80	13.15
	238.34	**235.01**

25. Finance Costs

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
a)Interest and Bank Charges		
Interest on		
Debentures and Bonds	1,851.11	1,684.60
Loans, Buyer's Credit etc.	621.42	438.80
Lease Liabilities	9.71	10.51
Bank and other Finance Charges	27.12	67.24
	2,509.36	2,201.15
b)Derivative (Gain)/Loss (net)	(15.70)	125.70
	2,493.66	**2,326.85**

Notes to the standalone Financial Statements

for the year ended March 31, 2022

26. Other Expenses

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Rent Expenses	4.22	4.77
Rates and Taxes	33.71	3.27
Insurance	10.27	10.44
Advertisement and Publicity	14.96	4.24
Other Repairs and Maintenance	20.16	17.02
Legal and Professional Expenses	98.41	72.60
Corporate Support Service Fee	37.27	59.43
IT Support Services	21.00	7.55
Payment to Auditors (refer note (a) below)	1.72	1.29
Security Service Charges	18.68	21.35
Communication Expenses	27.77	24.64
Electric Power Expenses	5.81	3.00
Travelling and Conveyance	75.29	48.10
Directors Sitting Fee	0.55	0.38
Commission to Non-executive Directors	1.00	0.94
Charity & Donations (refer note (b) below)	51.89	60.31
Miscellaneous Expenses	10.96	12.46
	433.67	**351.79**

Notes:

a) Payment to Auditors

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
As auditor:		
Audit fee	1.03	0.59
Limited review	0.53	0.52
In other capacity:		
Certification fees	0.15	0.10
Other services*	-	1.80
Reimbursement of expenses	0.01	0.03
	1.72	**3.04**

* Note- Professional fee of ₹ Nil (previous year ₹1.75 crore) paid for the services rendered in respect of the Bond issued by the Company has been accounted as transaction cost in accordance with Ind AS 109.

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 utilized through the year on these activities which are specified in Schedule VII of the Companies Act, 2013.

As per notification issued by Ministry of Corporate Affairs dated January 22, 2021, where a company spends an amount in excess of requirement provided under sub-section (5) of section 135, such excess amount may be set off against the requirement to spend under sub-section (5) of section 135 up to immediate succeeding three financial years.

(i) Gross amount required to be spent during the year ₹49.89 crore (previous year ₹56.10 crore)

(ii) Excess amount to be set off against succeeding three financial years ₹ Nil (previous year ₹16 crore)

Notes to the standalone Financial Statements

for the year ended March 31, 2022

26. Other Expenses (Contd...)

(iii) Amount spent during the year ended:

Particulars	In cash ₹ In Crore	Yet to be paid in cash	Total ₹ In Crore
March 31, 2022			
i) Construction/acquisition of any asset	-	-	-
ii) On purposes other than (i) above	34.29	-	34.29
Total	**34.29**	**-**	**34.29**
March 31, 2021			
i) Construction/acquisition of any asset	-	-	-
ii) On purposes other than (i) above	72.99	-	72.99
Total	**72.99**	**-**	**72.99**
(iv) Nature of CSR activities	COVID support- PM CARES Fund, COVID support – CM Relief Fund, Promoting Health Care, Eradicating hunger, poverty and malnutrition, COVID 19 expense, Ensuring environmental sustainability, Promoting Education, Social development and Enhancing vocation skills		

(v) Detail of related party Transactions

Name	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Contribution / Donation to related party (Refer note 32)	13.98	-

(vi) The amount of shortfall at the end of the year out of the amount required to be spent by the Company during the year	-	-

27. Income Tax

The major component of income tax expenses for the year ended March 31, 2022 and March 31, 2021 are as under

a) Tax Expense reported in the Statement of Profit and Loss

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Current Income tax		
Current tax charges	287.68	948.74
Deferred Tax		
Relating to origination and reversal of temporary differences	36.49	32.97
Tax Expense reported in the Statement of Profit and Loss	**324.17**	**981.71**
Tax on Other Comprehensive Income ('OCI')		
Deferred tax related to items recognised in OCI during the year		
Tax impact on re-measurement loss on defined benefit plans	(1.51)	(1.27)
Tax impact on unrealised gain on FVTOCI Equity Investment	1.53	1.94
	0.02	**0.67**

b) Balance Sheet Section

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Taxes Recoverable (net) (refer note 8)	520.60	364.57
	520.60	**364.57**

Notes to the standalone Financial Statements

for the year ended March 31, 2022

27. Income Tax (Contd...)

c) Reconciliation of tax expenses and the accounting profit multiplied by India's domestic tax rate for March 31, 2022 and March 31, 2021

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Profit Before Tax	621.73	2,909.64
Tax Rate	34.944%	34.944%
At India's Statutory Income Tax rate	217.26	1,016.74
Tax Effect of:		
Effect due to lower Tax rate	(14.34)	(27.17)
Loss on which Deferred Tax not created*	171.65	-
Expenses not allowable under Tax laws	19.86	27.16
Deduction under chapter VI-A	(38.86)	(23.51)
Indexation on Sale of Non Current Investment	(18.41)	-
Reversal of Tax on Composite scheme of arrangement	(24.54)	-
Adjustment in respect of previous years	14.62	0.69
Other Adjustments	(3.07)	(12.20)
Income tax reported in Statement of Profit and Loss	**324.17**	**981.71**
Effective tax rate	**52.14%**	**33.74%**

*The loss has been considered as a Capital Loss for the said transaction in the current year and hence on a prudent basis, DTA has not been recognized.

d) Deferred Tax Liability (net)

Particulars	Balance Sheet as at		Statement of Profit and Loss	
	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Deferred Tax (liabilities) / assets in relation to:				
(Liability) on Accelerated depreciation for tax purpose (refer note below)	(800.67)	(823.60)	22.93	(19.58)
Asset on unrealised exchange variation	52.68	36.72	15.96	(10.67)
Assets on Provision for Gratuity and Leave encashment	11.01	7.33	3.68	3.45
(Liability) on Preference Share debt component	(33.34)	(36.68)	3.34	3.05
(Liability) on Deemed Investment	(50.12)	(48.65)	(1.47)	(3.49)
Asset on fair valuation of Inter Corporate Deposit / Corporate / Bank Guarantee	11.30	11.51	(0.21)	6.81
(Liability) on Equity Investment FVTOCI	(38.20)	(36.67)	(1.53)	(1.95)
(Liability) on CSR expense carried forward	-	(5.59)	5.59	(5.59)
Asset on provision for doubtful debt, loans and advances	67.07	69.40	(2.33)	5.43
(Liability) on Lease Receivables	(145.43)	(67.38)	(78.05)	(8.61)
Assets on other adjustments	(2.03)	2.39	(4.42)	(2.49)

Notes to the standalone Financial Statements

for the year ended March 31, 2022

27. Income Tax (Contd...)

Particulars	Balance Sheet as at		Statement of Profit and Loss	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
	₹ In Crore	₹ In Crore	₹ In Crore	₹ In Crore
	(927.73)	**(891.22)**	**(36.51)**	**(33.64)**

Note:

Pursuant to Composite Scheme of Arrangement, Company has transferred asset related to Railway Business undertaking. Accordingly deferred tax liability on such assets has been reversed by ₹24.54 crore

e) Deferred Tax Assets reflected in the Balance Sheet as follows

Particulars	March 31, 2022	March 31, 2021
	₹ In Crore	₹ In Crore
Tax Credit Entitlement under MAT	1,283.37	1,374.45
Less :Deferred tax liabilities (net)	(927.73)	(891.22)
	355.64	**483.23**

f) Reconciliation of Deferred tax liabilities (net)

Particulars	March 31, 2022	March 31, 2021
	₹ In Crore	₹ In Crore
Tax expenses during the period recognised in Statement of Profit and Loss	36.49	32.97
Tax expenses during the period recognised in OCI	0.02	0.67
	36.51	**33.64**

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

Financial Year	Amount (₹ in crore)	Expiry Date
2014-15	268.19	2029-30
2015-16	608.26	2030-31
2016-17	406.92	2031-32
Total	**1,283.37**	

28. Earnings Per Share (EPS)

Particulars	March 31, 2022	March 31, 2021
	₹ In Crore	₹ In Crore
Profit after tax	297.56	1,927.93
Less: Dividends on Non-Cumulative Redeemable Preference Shares	*-	*-
	297.56	**1,927.93**
* Figures being nullified on conversion to ₹ in Crore.		
	No of Shares	**No of Shares**
Weighted average number of equity shares in calculating basic and diluted EPS	2,11,18,80,079	2,03,17,51,761
Basic and Diluted Earnings per Share (in ₹)	**1.41**	**9.49**

Notes to the standalone Financial Statements

for the year ended March 31, 2022

29. Below are the ratio as on March 31, 2022 and March 31, 2021

Sr No	Ratio Name	Formula	March 31, 2022	March 31, 2021	% Variance	Reason for variance
1	Current	Current Assets / Current Liabilities	1.29	1.56	-17%	-
2	Debt-Equity	Total Debt / Shareholder's Equity	1.68	1.53	10%	-
3	Debt Service Coverage	Earnings available for debt service (PAT + Interest cost + Foreign Exchange Loss or (Gain) (net) + Depreciation) / Debt Service (Interest cost & lease payments + repayment of non current debt made during the period excluding refinanced loans)	1.71	1.86	-8%	-
4	Return on Equity	Net Profit after Taxes /Average Equity Shareholder's Fund	1.23%	9.25%	-87%	Mainly due to Increase in foreign exchange rate and provision for Loan (including Interest accrued) & perpetual debt and reversal of SEIS income as mentioned in exceptional item leads to decrease in Net profit
5	Inventory Turnover		NA			-
6	Trade Receivables Turnover	Revenue from operations / Average Accounts Receivables	4.28	3.35	28%	Mainly due to improved realisation of receivables
7	Trade Payable Turnover	Operating expense & Other expense/Average Trade Payables	4.79	5.85	-18%	-
8	Net Capital Turnover	Revenue from Operation / Average Working Capital	1.74	1.30	34%	Mainly due to improved realisation of trade and other receivables
9	Net Profit	Profit After Tax /Revenue from Operations	7.07%	44.05%	-84%	Mainly due to Increase in foreign exchange rate and provision for Loan (including Interest accrued) & perpetual debt and reversal of SEIS income as mentioned in exceptional item leads to decrease in Net profit
10	Return on Capital Employed	Earnings before Interest, Taxes and exceptional items / Capital Employed (Tangible Networth+Total Debt)	5.26%	9.23%	-43%	Mainly due to Increase in foreign exchange rate which leads to decrease in earning
11	Return on Investment		NA			

30. 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 ₹9.37 crore (previous year ₹9.25 crore) as expenses under the following defined contribution plan.

₹ in Crore

Contribution to	March 31, 2022	March 31, 2021
Provident Fund	9.31	9.19
Superannuation Fund	0.06	0.06
Total	**9.37**	**9.25**

Notes to the standalone Financial Statements

for the year ended March 31, 2022

30. Disclosures as required by Ind AS - 19 Employee Benefits (Contd...)

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, 2022	March 31, 2021
Present value of the defined benefit obligation at the beginning of the year	32.13	27.46
Current service cost	3.32	3.40
Interest cost	2.15	1.79
Re-measurement (or Actuarial) (gain) / loss arising from and including in OCI:		
- change in demographic assumptions	0.20	(0.58)
- change in financial assumptions	4.44	-
- experience variance	(0.32)	2.51
Benefits paid	(1.84)	(1.77)
Liability Transfer In	2.02	0.33
Liability Transfer Out	(5.03)	(1.01)
Present value of the defined benefit obligation at the end of the year	37.07	32.13

(ii) Changes in fair value of plan assets are as follows:

₹ in Crore

Particulars	March 31, 2022	March 31, 2021
Fair value of plan assets at the beginning of the year	29.73	29.82
Investment income	1.99	2.00
Benefits paid	(0.12)	(0.37)
Return on plan assets, excluding amount recognised in net interest expense	-	(1.72)
Fair value of plan assets at the end of the year	31.60	29.73

(iii) Net asset/(liability) recognised in the balance sheet

₹ in Crore

Particulars	March 31, 2022	March 31, 2021
Present value of the defined benefit obligation at the end of the year	37.07	32.13
Fair value of plan assets at the end of the year	31.60	29.73
Amount recognised liability (refer note 20)	(5.47)	(2.40)
Net liability - Non Current	(5.47)	(2.40)

Notes to the standalone Financial Statements

for the year ended March 31, 2022

30. Disclosures as required by Ind AS - 19 Employee Benefits (Contd...)

(iv) Expense recognised in the Statement of Profit and Loss for the year

₹ in Crore

Particulars	March 31, 2022	March 31, 2021
Current service cost	3.32	3.40
Net Interest on benefit obligation	0.17	(0.20)
Total Expense included in Employee Benefits Expense (refer note 24)	3.49	3.20

(v) Recognised in the other comprehensive income for the year

₹ in Crore

Particulars	March 31, 2022	March 31, 2021
Actuarial (gain)/losses arising from		
- change in demographic assumptions	0.20	(0.58)
- change in financial assumptions	4.44	-
- experience variance	(0.32)	2.51
Return on plan assets, excluding amount recognised in net interest expense	-	1.72
Recognised in the other comprehensive income	4.32	3.65

(vi) The principle assumptions used in determining gratuity obligations are as follows:

Particulars	March 31, 2022	March 31, 2021
Discount rate	6.90%	6.70%
Rate of escalation in salary (per annum)	10.00%	8.00%
Mortality	India Assured Lives Mortality (2012-14)	India Assured Lives Mortality (2012-14)
Attrition rate	9.11%	9.50%

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, 2022	March 31, 2021
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.

(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, 2022		March 31, 2021	
Assumptions	Discount rate		Discount rate	
Sensitivity level	1 % Increase	1 % Decrease	1 % Increase	1 % Decrease
Impact on defined benefit obligations	(₹ in Crore) (2.69)	(₹ in Crore) 3.06	(₹ in Crore) (2.03)	(₹ in Crore) 2.28

Notes to the standalone Financial Statements

for the year ended March 31, 2022

30. Disclosures as required by Ind AS - 19 Employee Benefits (Contd...)

Particulars	March 31, 2022		March 31, 2021	
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)
	2.94	(2.64)	2.23	(2.02)

Particulars	March 31, 2022		March 31, 2021	
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)
	(1.92)	3.03	(0.73)	1.10

Particulars	March 31, 2022		March 31, 2021	
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, 2022	March 31, 2021
Weighted average duration (based on discounted cash flows)	8 years	7 years

(x) The expected cash flows of defined benefit obligation over the future periods (valued on undiscounted bases)

₹ in Crore

Particulars	March 31, 2022	March 31, 2021
Within the next 12 months (next annual reporting period)	4.34	6.26
Between 2 and 5 years	13.79	12.32
Between 6 and 10 years	17.18	13.20
Beyond 10 years	34.86	23.26
Total Expected Payments	**70.17**	**55.04**

The Company expect to contribute ₹9.40 crore to the gratuity fund in the financial year 2022-23 (previous year ₹5.55 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).

31. 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 Segments".

Notes to the standalone Financial Statements

for the year ended March 31, 2022

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.

32. Related Party Disclosures

Related parties where control exists.

Wholly owned Subsidiary Companies	Adani Ennore Container Terminal Private Limited
	Adani Hazira Port 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 Limited (upto December 15, 2021)
	Mundra International Airport Private Limited
	The Dhamra Port Company Limited
	Adani Vizhinjam Port Private Limited
	Adani Ports Technologies Private Limited (formerly known as Mundra International Gateway Terminal Private Limited)
	Madurai Infrastructure Private Limited (formerly known as Mundra LPG Infrastructure Private Limited)
	Adani Kattupalli Port Limited
	Coastal International Terminals Pte Ltd (Formerly known as Adani International Terminals Pte Limited), Singapore
	Adani Kandla Bulk Terminal Private Limited
	Adani Murmugao Port Terminal Private Limited
	Shanti Sagar International Dredging Limited
	Abbot Point Operations Pty Limited, Australia
	The Adani Harbour Services Limited
	Mundra Crude Oil Terminal Private Limited (Formerly known as Adani Bhavanapadu Port Private Limited)
	Adinath Polyfills Private Limited
	Adani Tracks Management Services Private Limited (upto March 31, 2021) (refer note 42 (a))
	Adani Pipelines Private Limited
	Adani Bangladesh Ports Private Limited, Bangladesh
	Adani Mundra Port Holding Pte. Limited, Singapore
	Aqua Desilting Private Limited [incorporated on February 19, 2021]
	HDC Bulk Terminal Limited [incorporated on March 07, 2022]
	Adani International Ports Holdings Pte Limited, Singapore [incorporated on June 16, 2021]
	Adani Gangavaram Port Private Limited [incorporated on July 14, 2021]
	Adani Krishnapatnam Port Limited (formerly known as Krishnapatnam Port Company Limited) [w.e.f June 08, 2021]
	Adani Tracks Management Services Private Limited (formerly known as Sarguja Rail Corridor Private Limited) (wef April 02, 2021) (refer note 42 (a))
	Dighi Port Limited [acquired on February 15, 2021)
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
	Mundra Solar Technopark Private Limited (w.e.f March 30, 2022)
	Adani Krishnapatnam Port Limited (formerly known as Krishnapatnam Port Company Limited) [acquired on October 01, 2020] [upto June 07, 2021]

Notes to the standalone Financial Statements
for the year ended March 31, 2022

32. Related Party Disclosures (Contd...)

Step down Subsidiaries	Hazira Infrastructure Limited
	Dholera Port and Special Economic Zone Limited (Controlling Interest)
	Dhamra Infrastructure Private Limited
	Abbot Point BulkCoal Pty Limited, Australia
	Blue Star Realtors Limited (formerly known as Blue Star Realtors Private Limited)
	Adani Mundra Port Pte. Limited, Singapore
	Bowen Rail Operations Pte Limited, Singapore, (upto July 14, 2021)
	Bowen Rail Company Pty Limited, Australia, (upto July 14, 2021)
	Dermot Infracon Private Limited
	Adani Abbot Port Pte. Limited,Singapore
	Adani Logistics Services Private Limited (formerly known as Innovative B2B Logistics Solutions Private Limited)
	Adani Forwarding Agent Private Limited
	Adani Noble Private Limited
	Adani Cargo Logistics Limited (formerly known as Adani Cargo Logistics Private Limited)
	Adani Logistics Infrastructure Private Limited
	Adani Yangon International Terminal Company Limited, Myanmar
	Adani Agri Logistics (Samastipur) Limited
	Adani Agri Logistics (Darbhanga) Limited
	Adani Agri Logistics (Dahod) Limited
	Adani Agri Logistics Limited
	Adani Agri Logistics (MP) Limited
	Adani Agri Logistics (Dewas) Limited
	Adani Agri Logistics (Harda) Limited
	Adani Agri Logistics (Hoshangabad) Limited
	Adani Agri Logistics (Satna) Limited
	Adani Agri Logistics (Ujjain) Limited
	Adani Agri Logistics (Panipat) Limited
	Adani Agri Logistics (Kannauj) Limited
	Adani Agri Logistics (Katihar) Limited
	Adani Agri Logistics (Kotkapura) Limited
	Adani Agri Logistics (Mansa) Limited
	Adani Agri Logistics (Bathinda) Limited
	Adani Agri Logistics (Moga) Limited
	Adani Agri Logistics (Barnala) Limited
	Adani Agri Logistics (Nakodar) Limited
	Adani Agri Logistics (Raman) Limited
	Adani Agri Logistics (Dhamora) Limited
	AYN Logistics Infra Private Limited
	Adani Logistics International Pte Limited, Singapore [incorporated on July 13, 2020]
	Adani Krishnapatnam Container Terminal Private Limited (formerly known as Navayuga Container Terminal Private Limited) [acquired on October 01, 2020]
	Seabird Distriparks (Krishnapatnam) Private Limited
	Adani Warehousing Limited (formerly known Adani Agri Logistics (Borivali) Limited)
	Adani KP Agriwarehousing Private Limited (Formerly known as KP Agriwarehousing Company Private Limited) [acquired on October 01, 2020] [upto December 31, 2021]
	Shankheshwar Buildwell Private Limited [acquired on March 30, 2021]
	Sulochana Pedestal Private Limited [acquired on March 31, 2021]
	Colombo West International Terminal (Private) Limited
	NRC Limited [acquired on March 31, 2021]

Notes to the standalone Financial Statements

for the year ended March 31, 2022

32. Related Party Disclosures (Contd...)

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
	Dhamra LNG Terminal Private Limited
	Adani Total Private Limited (formerly known as Adani Petroleum Terminal Private Limited)
	Adani KP Agriwarehousing Private Limited (Formerly known as KP Agriwarehousing Company Private Limited) [w.e.f January 01, 2022]
Key Managerial Personnel and their relatives	Mr. Gautam S. Adani - Chairman and Managing Director
	Mr. Rajesh S. Adani - Director
	Mr. Karan G. Adani - Whole-time Director & Chief Executive Officer
	Dr. Malay Mahadevia - Wholetime Director (upto May 31, 2021), Director (w.e.f June 01, 2021)
	Prof. G. Raghuram - Independent Non-Executive Director
	Mr. Gopal Krishna Pillai - Independent Non-Executive Director
	Mr. Mukesh Kumar - Nominee Director (upto May 22, 2020)
	Mrs. Nirupama Rao - Independent Non-Executive Director
	Mr. Bharat Sheth - Independent Non-Executive Director
	Mr. Palamadai Sundararajan Jayakumar - Independent Non-Executive Director (w.e.f July 23, 2020)
	Mrs. Avantika Singh Aulakh IAS, Nominee Director (w.e.f September 15, 2020)
	Mr. Deepak Maheshwari - Chief Financial Officer (upto May 05, 2021)
	Mr. Kamlesh Bhagia - Company Secretary
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 Township And Real Estate Company Private Limited
	Adani Bunkering Private Limited
	Adani Enterprises Limited
	Mundra Solar PV Limited
	Adani Cementation Limited
	Adani Road Transport Limited
	Adani Finserve Private Limited
	Mundra Solar Technopark Private Limited (upto March 29, 2022)
	Adani Green Energy Limited
	Adani Total Gas Limited
	Adani Global F.Z.E., Dubai
	Adani Estate Management Private Limited
	Adani Infra (India) Limited
	Belvedere Golf and Country Club Private Limited
	Sunanda Agri Trade Private Limited
	Adani Skill Development Center
	Shantigram Utility Services Private Limited
	Mundra LPG Terminal Private Limited
	Adani Dhamra LPG Terminal Private Limited
	Adani Power (Mundra) Limited
	Adani Power Maharashtra Limited

Notes to the standalone Financial Statements

for the year ended March 31, 2022

32. Related Party Disclosures (Contd...)

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 Power Limited
	Adani Power Rajasthan Limited
	Adani Wilmar Limited
	MPSEZ Utilities Limited (w.e.f December 16, 2021)
	Ahmedabad International Airport Limited (formerly known as Adani Ahmedabad International Airport Limited)
	Maharashtra Eastern Grid Power Transmission Company Limited
	Lucknow International Airport Limited (Formerly known as Adani Lucknow International Airport Limited)
	Adani Airport Holding Limited
	Adani Agri Fresh Limited
	Jash Energy Private Limited
	Mundra Petrochem Limited
	Adani Electricity Mumbai Limited
	Raipur Energen Limited
	Raigarh Energy Generation Limited
	Adani Rail Infra Private Limited
	Adani Transmission Limited
	Adani Connex Private Limited
	Navi Mumbai International Airport Limited
	Adani Institute for Education and Research
	Mangaluru International Airport Limited
	Vishakha Solar Films Private Limited
	Vishakha Renewables Private Limited
	TRV (Kerala) International Airport Private Limited
	Jaipur International Airport Limited
	Mundra WindTech Limited
	Kutch Copper Limited
	Adani Solar USA Inc, USA

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 for loans (including Interest accrued) and Perpetual debt given to a subsidiaries of ₹696.25 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 6.25 % p.a. to 7.50 % 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 and Abbot Point Operations Pty Limited whereby loan transaction aggregating to ₹99 crore (previous year ₹154.14 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.

Notes to the standalone Financial Statements

for the year ended March 31, 2022

32. Related Party Disclosures (Contd...)

(A) Transactions with Related Parties

₹ in Crore

Sr No	Particulars	For the Year Ended	With Subsidiaries	With Joint Ventures	With Other Entities #	Key Managerial Personnel and their relatives
1	Income from Port Services / Other Operating Income	**March 31, 2022**	72.69	661.35	374.88	-
		March 31, 2021	85.65	554.40	651.88	-
2	Lease & Infrastructure Usage Income/ Upfront Premium (Includes Reversal)	**March 31, 2022**	57.62	12.92	102.06	-
		March 31, 2021	37.20	12.38	96.66	-
3	Sale of Non Financial Asset	**March 31, 2022**	-	-	-	-
		March 31, 2021	-	-	156.12	-
4	Interest Income on loans/ deposits/deferred accounts receivable	**March 31, 2022**	855.43	45.84	40.13	-
		March 31, 2021	900.01	88.19	64.32	-
5	Interest Expenses	**March 31, 2022**	91.85	-	23.76	-
		March 31, 2021	111.80	-	-	-
6	Purchase of Spares and consumables, Power & Fuel	**March 31, 2022**	44.13	0.10	16.47	-
		March 31, 2021	55.89	0.37	11.57	-
7	Recovery of expenses (Reimbursement)	**March 31, 2022**	13.75	40.75	-	-
		March 31, 2021	0.21	50.08	-	-
8	Services Availed (including reimbursement of expenses)	**March 31, 2022**	219.05	3.29	64.61	-
		March 31, 2021	100.14	5.92	121.14	-
9	Rent charges paid	**March 31, 2022**	0.13	-	14.34	-
		March 31, 2021	0.04	-	12.04	-
10	Sales of Scrap and other Miscellaneous Income	**March 31, 2022**	30.30	1.84	50.91	-
		March 31, 2021	19.41	4.24	46.34	-
11	Loans Given	**March 31, 2022**	7,762.64	-	-	-
		March 31, 2021	5,374.53	-	-	-
12	Loans Received back	**March 31, 2022**	8,291.57	294.45	-	-
		March 31, 2021	5,980.44	496.68	1.85	-
13	Loan taken	**March 31, 2022**	6,192.33	-	-	-
		March 31, 2021	11,079.38	-	-	-
14	Loan Repaid	**March 31, 2022**	5,247.98	-	279.81	-
		March 31, 2021	10,360.21	-	-	-
15	Advance / Deposit given	**March 31, 2022**	-	-	32.83	-
		March 31, 2021	-	-	42.95	-
16	Advance / Deposit Received back	**March 31, 2022**	-	-	246.31	-
		March 31, 2021	-	-	145.75	-
17	Share Application Money Paid / Investment	**March 31, 2022**	0.15	-	-	-
		March 31, 2021	697.04	-	-	-
18	Assignment of Financial Assets	**March 31, 2022**	-	-	-	-
		March 31, 2021	200.00	-	-	-
19	Sale of Investment	**March 31, 2022**	-	-	116.27	-
		March 31, 2021	-	-	-	-

Notes to the standalone Financial Statements

for the year ended March 31, 2022

32. Related Party Disclosures (Contd...)

₹ in Crore

Sr No	Particulars	For the Year Ended	With Subsidiaries	With Joint Ventures	With Other Entities #	Key Managerial Personnel and their relatives
20	Donation	**March 31, 2022**	-	-	13.98	-
		March 31, 2021	-	-	1.00	-
21	Purchase of Property / Assets /Land use rights	**March 31, 2022**	5.30	-	25.99	-
		March 31, 2021	19.88	2.02	17.00	-
22	Sale of Assets	**March 31, 2022**	53.12	-	-	-
		March 31, 2021	0.16	2.19	-	-
23	Investment in perpetual debt / Non Convertible Redeemable Debentures	**March 31, 2022**	2,577.36	-	-	-
		March 31, 2021	-	-	-	-
24	Redemption of perpetual debt	**March 31, 2022**	-	-	-	-
		March 31, 2021	630.00	-	-	-
25	Conversion of Loan to Perpetual Debt	**March 31, 2022**	1,708.30	-	-	-
		March 31, 2021	750.00	-	-	-
26	**Remuneration ***					
	Short-term employee benefits	**March 31, 2022**	-	-	-	9.69
		March 31, 2021	-	-	-	21.09
	Other long-term benefits	**March 31, 2022**	-	-	-	0.01
		March 31, 2021	-	-	-	0.05
	Post-employment benefits	**March 31, 2022**	-	-	-	0.65
		March 31, 2021	-	-	-	0.87
27	Commission to Directors	**March 31, 2022**	-	-	-	2.80
		March 31, 2021	-	-	-	1.00
28	Commission to Non-Executive Directors	**March 31, 2022**	-	-	-	1.00
		March 31, 2021	-	-	-	0.94
29	Sitting Fees	**March 31, 2022**	-	-	-	0.55
		March 31, 2021	-	-	-	0.38
30	Sale Consideration received against Composite scheme of arrangement	**March 31, 2022**	188.70	-	-	-
		March 31, 2021	-	-	-	-
31	Issue of Equity Shares against Composite scheme of arrangement	**March 31, 2022**	-	-	4,768.22	-
		March 31, 2021	-	-	-	-
32	Corporate Guarantee Given	**March 31, 2022**	581.97	480.00	-	-
		March 31, 2022	USD 50 Mn	USD 75 Mn		
		March 31, 2021	-	USD 70 Mn	-	-
		March 31, 2021	1,031.51	199.00	-	-

*The above remuneration does not include Provision for Leave Encashment and Gratuity as it is provided in the books on the basis of actuarial valuation for the Company as a whole and hence individual figures cannot be identified

Notes to the standalone Financial Statements

for the year ended March 31, 2022

32. Related Party Disclosures (Contd...)

(B) Balances with Related Parties

₹ in Crore

Sr No	Particulars	As at	With Subsidiaries	With Joint Ventures	With Other Entities #	Key Managerial Personnel and their relatives
1	Trade Receivables (net of bills discounted)	**March 31, 2022**	180.03	66.12	321.16	-
		March 31, 2021	28.57	59.53	555.52	-
2	Loans (Net of provision)	**March 31, 2022**	11,598.40	537.85	-	-
		March 31, 2021	13,924.57	819.26	-	-
3	Capital Advances	**March 31, 2022**	-	-	13.19	
		March 31, 2021	-	-	13.19	-
4	Trade Payables (including provisions)	**March 31, 2022**	69.06	0.93	56.08	-
		March 31, 2021	24.71	2.36	39.72	-
5	Advances and Deposits from Customer/ Sale of Assets	**March 31, 2022**	-	0.54	7.88	-
		March 31, 2021	0.18	0.54	12.69	-
6	Other Financial & Non-Financial Assets	**March 31, 2022**	495.04	60.78	466.30	-
		March 31, 2021	460.60	69.14	720.67	-
7	Borrowings	**March 31, 2022**	2,371.52	-	-	-
		March 31, 2021	1,427.17	-	-	-
8	Other Financial & Non-Financial Liabilities	**March 31, 2022**	290.99	-	12.44	
		March 31, 2021	91.90	-	1.57	-
9	Corporate Guarantee	**March 31, 2022**	USD 39.05 Mn	USD 315.08 Mn	-	-
		March 31, 2022	EUR 58.03 Mn	-	-	-
		March 31, 2022	1,483.80	564.48	-	-
		March 31, 2021	USD 18.46 Mn	USD 190.91 Mn	-	-
		March 31, 2021	EUR 67.70 Mn	-	-	-
		March 31, 2021	1,686.16	159.26	-	-

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 ₹566.92 crore (previous year ₹868.67 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.

c) The Loans and ICDs of ₹208 crores as at the balance sheet date and those given subsequently (Refer note 3 to the Statement of Cashflows) are guaranteed by Adani Properties Private Limited, a promoter group company and a related party.

Notes to the standalone Financial Statements

for the year ended March 31, 2022

33 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, 2022	As at March 31, 2021	
Forward Contract	USD 23 Million	-	Hedging of expected future billing based on foreign currency denominated tariff
	USD 25 Million	USD 9 Million	Hedging of foreign currency interest liability
	-	USD 40Million	Hedging of foreign currency borrowing principal liability of USD against JPY

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, 2022		As at March 31, 2021	
	Amount (₹ In Crore)	Foreign Currency (in Million)	Amount (₹ In Crore)	Foreign Currency (in Million)
Foreign Currency Loan	18.61	EUR 2.21	75.21	EUR 8.77
Foreign Currency Bond	29,559.08	USD 3900	23,029.65	USD 3150
Buyer's Credit	181.90	USD 24	-	-
Trade Payables and Other Current Liabilities	49.74	USD 6.56	21.00	USD 2.87
	1.41	EUR 0.17	5.06	EUR 0.59
	0.13	SGD 0.02	0.13	SGD 0.02
	*	AUD *	0.09	AUD 0.02
	-	-	*	GBP *
Interest accrued but not due	28.79	USD 3.80	102.82	USD 14.06
	0.03	EUR *	0.18	EUR 0.02
Trade Receivable	-	-	0.52	USD 0.07
	-	-	0.02	EUR *
Other Receivable	148.72	USD 19.62	68.72	USD 9.40
	0.02	EUR *	-	-
Loan given	45.39	AUD 8	86.34	AUD 15.50
	-	-	9.58	BDT 110.95
	1,905.07	USD 251.35	1,657.07	USD 226.65

* Figures being nullified on conversion to ₹ in Crore and foreign currency in million

Closing rates as at :	March 31, 2022	March 31, 2021
INR / USD	75.79	73.11
INR / EUR	84.22	85.75
INR / GBP	99.46	100.75
INR / JPY	0.62	0.66
INR / AUD	56.74	55.70
INR / SGD	55.97	54.35
INR / BDT	0.88	0.86

Notes to the standalone Financial Statements

for the year ended March 31, 2022

34. Financial Instruments, Fair Value Measurements, Financial Risk and Capital Management

34.1 Category-wise Classification of Financial Instruments:

₹ in Crore

Particulars	Refer Note	As at March 31, 2022			
		Fair Value through other Comprehensive income	Fair Value through profit or loss	Amortised cost	Carrying Value
Financial Assets					
Cash and cash equivalents	11	-	-	4,828.04	4,828.04
Bank balances other than cash and cash equivalents	11	-	-	3,333.70	3,333.70
Investments in Equity Shares (other than investment in subsidiaries, joint ventures and associates)	4	275.10	-	-	275.10
Investment in Special Infrastructure Investment Scheme of ASSIS	4	-	1,129.49	-	1,129.49
Trade Receivables (including bills discounted)	5	-	-	1,082.13	1,082.13
Loans	6	-	-	12,342.67	12,342.67
Derivatives instruments	7	-	1.56	-	1.56
Other Financial Assets	7	-	-	4,507.88	4,507.88
Total		**275.10**	**1,131.05**	**26,094.42**	**27,500.57**
Financial Liabilities					
Borrowings (including the bills discounted and current maturities)	14 & 18	-	-	44,774.76	44,774.76
Trade Payables	19	-	-	311.01	311.01
Derivatives instruments	16	-	13.95	-	13.95
Lease Liabilities	15	-	-	133.59	133.59
Other Financial Liabilities	16	-	-	1,273.23	1,273.23
Total		**-**	**13.95**	**46,492.59**	**46,506.54**

₹ in Crore

Particulars	Refer Note	As at March 31, 2021			
		Fair Value through other Comprehensive income	Fair Value through profit or loss	Amortised cost	Carrying Value
Financial Assets					
Cash and cash equivalents	11	-	-	3,310.74	3,310.74
Bank balances other than cash and cash equivalents	11	-	-	234.51	234.51
Investments in unquoted Equity Shares (other than investment in subsidiaries and joint ventures)	4	263.54	-	-	263.54
Investments in unquoted Pass Through Certificates	10	-	-	926.02	926.02
Trade Receivables (including bills discounted)	5	-	-	1,632.42	1,632.42
Loans	6	-	-	15,370.94	15,370.94
Derivatives instruments	7	-	15.05	-	15.05

Notes to the standalone Financial Statements

for the year ended March 31, 2022

34. Financial Instruments, Fair Value Measurements, Financial Risk and Capital Management (Contd...)

₹ in Crore

Particulars	Refer Note	As at March 31, 2021			
		Fair Value through other Comprehensive income	Fair Value through profit or loss	Amortised cost	Carrying Value
Other Financial Assets	7	-	-	3,591.70	3,591.70
Total		**263.54**	**15.05**	**25,066.33**	**25,344.92**
Financial Liabilities					
Borrowings (including the bills discounted and current maturities)	14 & 18	-	-	33,807.16	33,807.16
Trade Payables	19	-	-	216.69	216.69
Lease Liabilities	15	-	-	144.37	144.37
Other Financial Liabilities	16	-	-	942.64	942.64
Total		**-**	**-**	**35,110.86**	**35,110.86**

Note:

Group Company investment amounting to ₹34,967.11 crore (previous year ₹20,505.34 crore) are measured at cost hence not included in above tables.

34.2 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, 2022			As at March 31, 2021		
	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)	-	275.10	275.10	-	263.54	263.54
Investment in Infrastructure Investment Fund (refer note 4)	1,129.49	-	1,129.49	-	-	-
Derivatives instruments (refer note 7)	1.56	-	1.56	15.05	-	15.05
Financial Liabilities						
Derivatives instruments (refer note 16)	0.19	13.76	13.95	-	-	-
Total	**1,131.24**	**288.86**	**1,420.10**	**15.05**	**263.54**	**278.59**

Derivative instruments are valued based on observable inputs i.e yield curves, FX rates and volatilities etc.

The company has entered into call option agreement for an equity investment, whereby the company has agreed to grant the buyer an option to purchase the underlying equity investment, the fair value of such call option as at March 31, 2022 is ₹13.76 crore. The fair value is independently determined using the Black-Scholes Model which takes into account the exercise price, the term of the option, the spot price, expected price volatility and the risk-free interest rate for the term of the option. The critical inputs for options granted are : (i) Expected price volatility : 36 % (ii) Risk-free interest rate: 5.60 % (iii) Intrinsic value : Nil

Notes to the standalone Financial Statements

for the year ended March 31, 2022

34. Financial Instruments, Fair Value Measurements, Financial Risk and Capital Management (Contd...)

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, 2022 and March 31, 2021 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, 2022 : 13.18% March 31, 2021 : 11.79% - 18.50% (15.15%)	1% increase would result in decrease in fair value by ₹2.25 crore as of March 31, 2022 (₹4.69 crore as of March 31, 2021)

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.

34.3 Financial Risk Management 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 based on underlying market curves on closing basis of relevant instrument quoted on Bloomberg/Reuters. For period 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.

Notes to the standalone Financial Statements

for the year ended March 31, 2022

34. Financial Instruments, Fair Value Measurements, Financial Risk and Capital Management (Contd...)

(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.

The sensitivity analysis in the following sections relate to the position as at March 31, 2022 and March 31, 2021.

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, 2022 and March 31, 2021. 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, 2022 and March 31, 2021.

(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, 2022 would decrease / increase by ₹10.07 crore (previous year ₹4.74 crore). This is mainly attributable to interest rates on variable rate of long term borrowings.The same has been calculated based on risk exposure outstanding as on balance sheet date. The year end balances are not necessarily representative of average debt outstanding during the year.

(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, BDT, GBP 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.

The Company's forex revenues provide a natural hedge to its forex debt, derisking it against currency movements.

Notes to the standalone Financial Statements

for the year ended March 31, 2022

34. Financial Instruments, Fair Value Measurements, Financial Risk and Capital Management (Contd...)

₹ in Crore

Particulars	Impact on Profit before tax		Impact on Pre-tax Equity	
	For the year ended		For the year ended	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
USD Sensitivity				
RUPEES / USD – Increase by 1%	(277.66)	(214.27)	(277.66)	(214.27)
RUPEES / USD – Decrease by 1%	277.66	214.27	277.66	214.27
EURO Sensitivity				
RUPEES / EURO – Increase by 1%	(0.01)	(0.05)	(0.01)	(0.05)
RUPEES / EURO – Decrease by 1%	0.01	0.05	0.01	0.05
SGD Sensitivity				
RUPEES / SGD – Increase by 1%	*	*	*	*
RUPEES / SGD – Decrease by 1%	*	*	*	*
AUD Sensitivity				
RUPEES / AUD – Increase by 1%	0.45	0.86	0.45	0.86
RUPEES / AUD – Decrease by 1%	(0.45)	(0.86)	(0.45)	(0.86)
BDT Sensitivity				
RUPEES / BDT – Increase by 1%	-	0.10	-	0.10
RUPEES / BDT – Decrease by 1%	-	(0.10)	-	(0.10)
GBP Sensitivity				
RUPEES / GBP – Increase by 1%	-	*	-	*
RUPEES / GBP – Decrease by 1%	-	*	-	*

* Figures being nullified on conversion to ₹ in Crore

(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

Notes to the standalone Financial Statements

for the year ended March 31, 2022

34. Financial Instruments, Fair Value Measurements, Financial Risk and Capital Management (Contd...)

impairment collectively. The calculation is based on exchange losses historical data.

Credit risk from balances with banks, financial institutions and other counter parties 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 Management of the Company 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. The Company further mitigate credit risk of counter parties by obtaining adequate securities including undertaking from creditable parties.

The Company is exposed to market conditions and counter party credit risk on Loans and ICDs extended from time to time based on limits set by the Finance Committee of the Board of Directors having regard to various factors including net-worth of the counterparties. As part of credit risk policy, guarantees are obtained to secure repayment of these loans and ICDs and interest thereon. These guarantees are evaluated for enforceability under the prevailing laws by the Management including assessment by external legal expert, and by assessing financial ability of the guarantor.

Corporate Guarantees given to banks and financial institutions against credit facilities availed by the subsidiaries and joint ventures ₹5,221.10 crore (previous year ₹3,956.79 crore)

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 49 % revenue (previous year 47 %) from such customers, and with some of these customers, the Company has long term cargo contracts. As at March 31, 2022, receivables from such customer constitute 45% (previous year 41%) 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.

₹ in Crore

Particulars	Refer Note	Less than 1 year	1 to 5 years	Over 5 years	Total	Carrying Value
As at March 31, 2022						
Borrowings (including bills discounted)	14 & 18	6,538.03	11,764.51	26,665.96	44,968.50	44,774.76
Interest on borrowings	16	2,051.14	6,674.68	4,745.51	13,471.33	581.98
Trade Payables	19	311.01	-	-	311.01	311.01
Lease Liabilities (Including finance charge)	15	14.82	59.84	143.39	218.05	133.59
Other Financial Liabilities	16	691.69	13.05	0.46	705.20	705.20
Total		**9,606.69**	**18,512.08**	**31,555.32**	**59,674.09**	**46,506.54**

Notes to the standalone Financial Statements

for the year ended March 31, 2022

34. Financial Instruments, Fair Value Measurements, Financial Risk and Capital Management (Contd...)

₹ in Crore

Particulars	Refer Note	Less than 1 year	1 to 5 years	Over 5 years	Total	Carrying Value
As at March 31, 2021						
Borrowings (including bills discounted)	14 & 18	2,857.85	9,108.59	22,068.76	34,035.20	33,807.16
Interest on borrowings	16	1,637.43	5,466.50	2,826.62	9,930.55	585.61
Trade Payables	19	216.69	-	-	216.69	216.69
Lease Liabilities (Including finance charge)	15	12.77	62.32	170.60	245.69	144.37
Other Financial Liabilities	16	336.79	17.31	2.93	357.03	357.03
Total		**5,061.53**	**14,654.72**	**25,068.91**	**44,785.16**	**35,110.86**

Note:

The table has been drawn up based on the undiscounted contractual maturities of the financial liabilities including interest that will be paid on those liabilities upto the maturity of the instruments, ignoring the refinancing options available with the Company. The amounts included above for variable interest rate instruments for non derivative liabilities is subject to change if changes in variable interest rates differ to those estimates of interest rates determined at the end of the reporting period.

34.4 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 & Investments in Mutual Fund) divided by total capital plus net debt.

₹ in Crore

Particulars	March 31, 2022	March 31, 2021
Total Borrowings (including bills discounting) (refer note 14 and 18)	44,774.76	33,807.16
Less: Cash and bank balance (refer note 11)	8,161.74	3,545.25
Net Debt (A)	36,613.02	30,261.91
Total Equity (B)	26,582.26	21,801.28
Total Equity and Net Debt (C = A + B)	63,195.28	52,063.19
Gearing ratio (D=A/C)	58%	58%

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, 2022 and March 31, 2021.

35. 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, 2022. 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.

Notes to the standalone Financial Statements

for the year ended March 31, 2022

35. Information required to be furnished as per Section (Contd...)

₹ in Crore

Sr. No	Particulars	March 31, 2022	March 31, 2021
i)	Principal amount and interest due thereon remaining unpaid to any supplier as at the end of each accounting year.		
	Principal	6.78	1.94
	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

36. Capital Commitments and Other Commitments

(i) Capital Commitments

Estimated amount of contract [net of security deposits amounting to ₹1,210.63 crore (previous year ₹683.63 crore) included in note 7 and advances] remaining to be executed on capital account and not provided for ₹4,068.58 crore (previous year ₹2,681.86 crore) pertains to various projects to be executed during the next 5 years.

(ii) Other Commitments

a) The port projects of subsidiary companies viz. The Dhamra Port Company Limited ("DPCL"), Adani Vizhinjam Port Private Limited ("AVPPL"), and joint venture Adani International Container Terminal Private Limited ("AICTPL") 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, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Adani International Container Terminal Private Limited	50.00%	50.00%	-	-
Adani Vizhinjam Port Private Limited	-	70.00%	-	30.00%
The Dhamra Port Company Limited	21.00%	21.00%	30.00%	30.00%

b) Contract/ Commitment for purchase of certain supplies. Advance given ₹ Nil (previous year ₹231.20 crore)

c) The Company has provided a letter of support to few subsidiaries to provide financial support if and when needed to meet its financial obligation.

Notes to the standalone Financial Statements

for the year ended March 31, 2022

37. Contingent Liabilities not provided for

₹ in Crore

Sr. No	Particulars	March 31, 2022	March 31, 2021
a)	Certain facilities availed by the subsidiaries and joint ventures and other group company against credit facilities sanctioned to the Company.	566.92	868.67
b)	Bank Guarantees given to government authorities and banks	280.54	291.54
c)	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
d)	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
e)	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 2016-17. 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).	32.63	32.63
f)	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

Notes to the standalone Financial Statements

for the year ended March 31, 2022

37. Contingent Liabilities not provided for (Contd...)

₹ in Crore

Sr. No	Particulars	March 31, 2022	March 31, 2021
g)	Commissioner of Customs, Ahmedabad has vide order no.4/ Comm./SIIB/2009 dated November 25, 2009 imposed penalty in connection with import of Air Craft 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 imposition of penalty, the management is reasonably confident that no liability will devolve on the Company and hence no liability has been recognized in the books of account.	2.00	2.00
h)	The Company's tax assessments is completed till Assessment year 2018-19, Appeals are pending with High Court/Supreme Court for Assessment Year 2008-09 to AY 2010-11, with Appellate Tribunal for Assessment Year 2011-12 to 2016-17 & with CIT for AY 2018-19.Company has received favourable orders on most of the matters for AY 2008-09 to AY 2016-17 from CIT(A)/ITAT/High Court, hence the management is reasonably confident that no liability will devolve on the Company.		

38. 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, 2022	March 31, 2021	March 31, 2022	March 31, 2021
1	Adani Logistics Limited	135.93	-	141.13	360.32
2	Adani Kandla Bulk Terminal Private Limited (refer note 4(b)(ii))	816.83	820.76	833.33	1,291.30
3	The Dhamra Port Company Limited	-	865.04	1,086.45	1,561.40
4	Adani Petronet (Dahej) Port Private Limited	-	50.39	52.03	188.93
5	Adani Murmugao Port Terminal Private Limited	427.53	413.43	438.70	424.61
6	Adani Ennore Container Terminal Private Limited	344.01	378.29	397.48	878.29
7	Adani Hazira Port Limited	1,300.00	1,300.00	1,300.00	1,535.00
8	Adani Vizag Coal Terminal Private Limited (refer note 4(b)(i))	280.92	417.61	435.89	417.61
9	Karnavati Aviation Private Limited	36.80	47.68	59.76	71.78
10	Adani Kattupalli Port Limited	-	18.42	21.50	25.22
11	Shanti Sagar International Dredging Limited	-	-	29.68	74.38
12	Mundra SEZ Textile and Apparel Park Private Limited	7.11	29.08	31.81	31.05
13	Adani Vizhinjam Port Private Limited	-	903.48	1,003.59	1,599.82
14	Mundra International Airport Private Limited	2.60	0.55	2.60	3.64

Notes to the standalone Financial Statements

for the year ended March 31, 2022

38. The following are the details of loans and advances in the nature of loans. (contd.)

₹ in Crore

Sr. No	Particulars	Outstanding amount as at		Maximum amount outstanding during the year	
		March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
15	Adani Hospitals Mundra Private Limited	5.07	0.86	13.34	0.86
16	MPSEZ Utilities Limited (upto December 15, 2021)	-	-	1.23	0.10
17	Adani Total Private Limited	-	68.00	68.00	68.00
18	Adani Warehousing Services Private Limited	12.73	8.80	13.12	10.71
19	Abbot Point Operations Pty Limited	45.39	86.34	86.34	92.15
20	Adani CMA Mundra Container Terminal Private Limited	277.02	267.22	277.02	276.56
21	Adani International Container Terminal Private Limited	260.83	484.05	484.05	987.81
22	Marine Infrastructure Developer Private Limited	189.55	197.56	233.65	528.21
23	Dholera Infrastructure Private Limited	4.91	4.91	4.91	4.91
24	Dholera Port & Special Economic Zone Limited	4.22	4.22	4.22	4.22
25	Adani Dhamra LPG Terminal Private Limited	-	-	-	1.85
26	Adani International Ports Holdings Pte. Limited	116.49	-	116.49	-
27	Adani Krishnapatnam Port Limited (formerly known as Krishnapatnam Port Company Limited)	5,928.83	6,576.50	7,261.27	6,873.50
28	Adani Bangladesh Ports Private Limited	-	9.58	9.58	10.03
29	Dighi Port Limited	-	704.71	704.71	704.71
30	Adani Mundra Port Holding Pte. Limited	5.04	182.88	187.29	183.08
31	Mundra Crude Oil Terminal Private Limited	160.00	-	188.08	-
32	Sarguja Rail Corridor Private Limited	628.96	-	628.96	-
33	The Adani Harbour Services Limited	45.78	-	1,082.61	-
34	Coastal International Terminals Pte Limited (formerly known as Adani International Terminals Pte Ltd)	1,444.75	1,108.49	1,444.75	1,253.22

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 and Abbot Point Operations Pty Limited.

Notes to the standalone Financial Statements

for the year ended March 31, 2022

39. 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 % March 31, 2022	Ownership % March 31, 2021
1	Adani Logistics Limited	Subsidiary	India	100	100
2	Karnavati Aviation Private Limited	Subsidiary	India	100	100
3	MPSEZ Utilities Limited (refer note 4 (m))	Subsidiary	India	-	100
4	Mundra SEZ Textile and Apparel Park Private Limited	Subsidiary	India	50	50
5	Adani Murmugao Port Terminal Private Limited	Subsidiary	India	100	100
6	Mundra International Airport Private Limited	Subsidiary	India	100	100
7	Adani Hazira Port Limited	Subsidiary	India	100	100
8	Adani Petronet (Dahej) Port Private Limited	Subsidiary	India	74	74
9	Madurai Infrastructure Private Limited (formerly known as Mundra LPG Infrastructure Private Limited)	Subsidiary	India	100	100
10	Adani Vizag Coal Terminal Private Limited	Subsidiary	India	100	100
11	Adani Kandla Bulk Terminal Private Limited	Subsidiary	India	100*	100*
12	Adani Warehousing Services Private Limited	Subsidiary	India	100	100
13	Adani Ennore Container Terminal Private Limited	Subsidiary	India	100	100
14	Adani Hospitals Mundra Private Limited	Subsidiary	India	100	100
15	The Dhamra Port Company Limited	Subsidiary	India	100	100
16	Shanti Sagar International Dredging Limited	Subsidiary	India	100	100
17	Abbot Point Operations Pty Limited	Subsidiary	Australia	100	100
18	Adani Vizhinjam Port Private Limited	Subsidiary	India	100	100
19	Adani Kattupalli Port Limited	Subsidiary	India	100	100
20	The Adani Harbour Services Limited	Subsidiary	India	100	100
21	Adani Ports Technologies Private Limited (formerly known as Mundra International Gateway Terminal Private Limited)	Subsidiary	India	100	100
22	Coastal International Terminals Pte Limited (formerly known as Adani International Terminals Pte Ltd)	Subsidiary	Singapore	100	100
23	Dholera Infrastructure Private Limited	Subsidiary	India	49	49
24	Adinath Polyfills Private Limited	Subsidiary	India	100	100
25	Marine Infrastructure Developer Private Limited	Subsidiary	India	97	97
26	Anchor Port Holding Pte Limited (formerly known as Adani Mundra Port Holding Pte Limited)	Subsidiary	Singapore	100	100
27	Mundra Crude Oil Terminal Private Limited (Formerly known as Adani Bhavanapadu Port Private Limited)	Subsidiary	India	100	100
28	Adani Tracks Management Services Private Limited (refer note 4 (i))	Subsidiary	India	-	100
29	Adani Pipelines Private Limited	Subsidiary	India	100	100

Notes to the standalone Financial Statements

for the year ended March 31, 2022

39. Disclosure of significant interest in subsidiaries and joint ventures as per Ind AS 27 para 17. (Contd...)

Sr. No	Name of Entities	Relationship	Place of Business	Ownership % March 31, 2022	Ownership % March 31, 2021
30	Adani Bangladesh Ports Private Limited	Subsidiary	Bangladesh	100	100
31	Adani Krishnapatnam Port Limited (formerly known as Krishnapatnam Port Company Limited) [w.e.f June 08, 2021]	Subsidiary	India	100	75
32	Dighi Port Limited [acquired on February 15, 2021)	Subsidiary	India	100	100
33	Aqua Desilting Private Limited	Subsidiary	India	100	100
34	Adani Gangavaram Port Private Limited	Subsidiary	India	100	-
35	HDC Bulk Terminal Limited	Subsidiary	India	100	-
36	Adani Tracks Management Services Private Limited (formerly known as Sarguja Rail Corridor Private Limited)	Subsidiary	India	100	-
37	Mundra Solar Technopark Private Limited (refer note 4 (P))	Subsidiary	India	11	-
38	Adani International Ports Holdings Pte. Limited	Subsidiary	Singapore	100	-
39	Adani International Container Terminal Private Limited	Joint Ventures	India	50	50
40	Adani CMA Mundra Terminal Private Limited		India	50	50
41	Gangavaram Port Limited	Associate	India	42	-

* Includes beneficial ownership of 26% of equity interest in aforesaid subsidiary (refer note 4(c))

40. The Company had entered into preliminary agreement dated September 30, 2014 with a party for development and maintenance of Liquefied Natural Gas ("LNG") terminal infrastructure facilities at Mundra ("the LNG Project").

During the year ended March 31, 2020, due to the disputes between the Company and Customer with respect to construction, operation and maintenance of the LNG Project, part of the cost has been capitalised in Property, Plant and Equipment, Interim Settlement and Arbitration Agreement dated December 24, 2019 was executed. Pursuant thereto, ₹666 crore has been received and arbitration has been invoked by the Company. On July 08, 2020, the Company has filed its claim before Arbitral Tribunal. On October 07, 2020, the customer has also filed counter claim before Arbitral Tribunal. Pending further developments, no adjustments has been made till March 31, 2022.

41. The Code on Wages, 2019 and Code of Social Security, 2020 ("the Codes") relating to employee compensation and post-employment benefits that received presidential assent and the related rules thereof for quantifying the financial impact have not been notified. The Company will assess the impact of the Codes when the rules are notified and will record any related impact in the period the Codes become effective.

42. a) On March 03, 2021, the board of directors have approved the Composite Scheme of Arrangement between the Company and Brahmi Tracks Management Services Private Limited ("Brahmi") and Adani Tracks Management Services Private Limited ("Adani Tracks") and Sarguja Rail Corridor Private Limited ("Sarguja") and their respective shareholders and creditors (the 'Scheme') under Section 230 to 232 and other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder ("the Act"). As per order of Hon'ble National Company Law Tribunal ("NCLT"), the NCLT convened meeting of Equity Shareholders, Secured and Unsecured creditors were held on September 20, 2021, wherein, the said Scheme was approved by Equity shareholders, Secured and Unsecured creditors in overwhelming majority. NCLT has approved the scheme vide order dated January 27, 2022 and accordingly the effect of the scheme has been given during current year.

Notes to the standalone Financial Statements

for the year ended March 31, 2022

42. On March 03, 2021, the board of directors (Contd...)

Consequent to above, Brahmi got amalgamated with the company w.e.f. appointed date April 1, 2021. Further, Mundra rail business ("Divestment Business undertaking") is transferred to Sarguja on Slump sale basis at a consideration of ₹188.65 crore with appointed date April 2, 2021. Accordingly, the company has derecognized the carrying value of assets and liabilities of the divestment business undertaking and recognized the difference between the carrying value and consideration in other equity. Further, transaction costs pertaining to such scheme has been charged off to Profit and Loss on the same date.

Pursuant to the Scheme, the Company has allotted 7,06,21,469 equity shares having face value of ₹2 each at an issue price of ₹675.18 per share to the erstwhile promoters of Brahmi Track Management Services Private Limited.

b) During the current year, the Company completed acquisition of 41.90% equity stake of Gangavaram Port Limited ("GPL") and has been accounted as an associate entity. On September 22, 2021, the board of directors have approved the Composite Scheme of Arrangement between the Company, Gangavaram Port Limited ("GPL"), Adani Gangavaram Port Private Limited ("AGPPL") and their respective shareholders and creditors (the 'Scheme') under Section 230 to 232 and other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder ("the Act") with an appointed date of April 01, 2021. The meeting of Shareholders and creditors was concluded on March 14, 2022 wherein the proposal received consent of majority stakeholders. The said scheme will now be effective upon receipt of final approval from Hon'ble National Company Law Tribunal with an appointed date of April 01, 2021.

43. In line with board guidance and recommendation of risk committee, the Company subsequent to the reporting date, on May 22, 2022, entered into a binding Share Purchase Agreement (SPA) for sale of its investments in Coastal International Pte Limited, which has investments in Myanmar Project. The SPA is signed on a completed project basis, which ensures full recover of its investments, loans given and cost to complete the project. The deal will be concluded after receipt of proceeds, in line with the agreed condition precedents. Management has concluded that the net realizable value is higher than the carrying value.

44. Following are the details of the funds loaned by the Company to Intermediaries for further Loan or investment to the Ultimate beneficiaries

₹ in Crore

Name of the intermediary to which the funds are advanced	Date on which funds are Loaned to Intermediary	Amount of funds Loaned	Date on which funds are further Loaned or invested by Intermediaries to other intermediaries or Ultimate Beneficiaries	Amount of fund further loaned or invested by such Intermediaries to other intermediaries or Ultimate Beneficiaries	Ultimate Beneficiary
Coastal International Terminals Pte Ltd (Formerly known as Adani International Terminals Pte Limited)	May 11, 2021	44.08	May 12, 2021	44.06	Adani Yangon International Terminal Company Limited
	July 06, 2021	37.28	July 07, 2021	37.37	
	August 17, 2021	18.58	August 20, 2021	18.61	
	September 27, 2021	10.70	September 27, 2021	10.68	
	October 18, 2021	15.07	October 21, 2021	2.24	
			October 26, 2021	12.77	
	November 15, 2021	29.00	November 17, 2021	29.01	
	November 22, 2021	44.66	November 24, 2021	44.64	
	January 25, 2022	88.97	January 27, 2022	46.61	
			February 03, 2022	7.49	
			February 07, 2022	1.49	
			February 15, 2022	3.03	
			March 4, 2022	25.88	
			March 28, 2022	5.34	

Notes to the standalone Financial Statements

for the year ended March 31, 2022

44. Following are the details of the funds loaned (Contd...)

₹ in Crore

Name of the intermediary to which the funds are advanced	Date on which funds are Loaned to Intermediary	Amount of funds Loaned	Date on which funds are further Loaned or invested by Intermediaries to other intermediaries or Ultimate Beneficiaries	Amount of fund further loaned or invested by such Intermediaries to other intermediaries or Ultimate Beneficiaries	Ultimate Beneficiary
Adani International Ports Holdings Pte Limited	February 28, 2022	114.59	March 4, 2022	116.47	Colombo West International Terminal (Private) Limited
	March 03, 2022	0.76			

Note : In above figrues, USD values are converted in rupee on respective date. There is no unutilised amount for the above transaction. Difference in amount is on account of foreign exchange fluctuation.

Complete details of the intermediary and Ultimate Beneficiary

Name of the entity	Registered Address	Relationship with the Company
Coastal International Terminals Pte Ltd (Formerly known as Adani International Terminals Pte Limited)	80, Raffles Place#33-20 UOB Plaza, Singapore 048624	Wholly Owned Subsidiary
Adani International Ports Holdings Pte Limited	17, Philip Street, #05-02 Grand Building, Singapore 048695	Wholly Owned Subsidiary
Adani Yangon International Terminal Company Limited	Plot No. 23 G/4 , 23R/ 2A Ahlon Port Compound Ahlon Township, Yangon Myanmar	Stepdown Subsidiary
Colombo West International Terminal (Private) Limited	117, Sir Chittampalam A. Gardiner Mawatha, Colombo 02, Srilanka	Stepdown Subsidiary

45. During the previous year ended on March 31, 2021, Adani Ennore Container Terminal Private Limited ("AECTPL") a wholly owned subsidiary of the Company has received notice from Kamarajar Port Limited ("KPL") relating to delay in completion of a milestone of Phase II, levying liquidated damages of ₹29.60 crore. AECTPL sought for injunction from Hon'ble High Court of Madras and as per its direction, initiated arbitration and deposited ₹10 crore without prejudice and subject to outcome of arbitration and other such remedies available in the concession agreement. The matter is under arbitration and both parties have appointed arbitrators as well as the presiding arbitrator as referred by the Hon'ble High Court of Madras. The management is confident that there should be no such levy and has contested the same attributing the delay in Phase II commencement to reasons beyond control of AECTPL including but not limited to delays in Phase I Project (including Force Majeure events of Cyclone Vardha), delay by the Concessioning Authority in appointing an Independent Engineer for Phase II Project, allocation of land, issuance of Phase I completion certificate, etc. Considering above, no provision of the liquidated damages claimed by KPL has been considered necessary at this stage. Both the parties have filed the claim with arbitrators and the matter is currently under arbitration. Further, during current year, AECTPL could not achieve the Minimum Guaranteed tonnage as per concession agreement on account of various force majeure events including reasons attributable to KPL which was also contested as part of ongoing arbitration.

46. Adani Vizhinjam Port Private Limited ("AVPPL"), a wholly owned subsidiary of the Company was awarded Concession Agreement ("CA") dated August 17, 2015 by Government of Kerala for development of Vizhinjam International Deepwater Multipurpose Seaport ("Project"). In terms of the CA the scheduled Commercial Operation Date ("COD") of the Project was December 03, 2019 extendable to August 30, 2020 with certain conditions. As at reporting date, the Project development is still in progress although COD date is past due in terms of CA. In respect of delay in COD, the Company has made several representations to Vizhinjam International Sea Port Limited ("VISL", the Implementing Agency on behalf of the Government) and Department of Ports, Government of Kerala in respect to difficulties faced by the Company including

Notes to the standalone Financial Statements

for the year ended March 31, 2022

46. Adani Vizhinjam Port Private Limited (Contd...)

reasons attributable to the government authorities and Force Majeure events such as Ockhi Cyclone, High Waves, National Green Tribunal Order and COVID 19 pandemic etc. which led to delay in development of the project and the Company not achieving COD.

Considering the above reasons and authority's rights to terminate the CA on completion of extendable COD, AVPPL issued a Notice of Disputes to Secretary and Principle Secretary of Ports, Government of Kerala under Clause 45.1 of the CA on July 26, 2020 followed by a Notice of Conciliation on August 04, 2020 under Clause 45.2 of the CA. On November 07, 2020, the Company issued a Notice of Arbitration in terms of Clause 45.3 of the CA which led to commencement of the arbitration proceedings through appointment of the nominee arbitrator on behalf of the Authorities and presiding arbitrator respectively in the matter w.e.f. February 05, 2021 and February 25, 2021 respectively.

As at March 31, 2022 the arbitration proceedings is continuing and AVPPL and the Government of Kerala have filed their respective statement of claims along with supporting affidavits before the arbitral tribunal on June 04, 2021 and August 19, 2021. On September 17, 2021, the AVPPL has also filed its reply to the counter claim filed by the Government of Kerala. The first three procedural hearing on the arbitration matters held on March 13, 2021, October 06, 2021 and November 19, 2021 wherein terms of arbitration, finalisation of summary of disputes, schedule of trial hearings and course of action has been discussed and agreed between the parties. Subsequent to year end the AVPPL has filed affidavits of witnesses on April 25, 2022 and is in the process of filling additional affidavits of Witnesses as on reporting date. Also, as per the Communication from the Arbitral Tribunal trial hearings of Witnesses are re-scheduled in July 2022 and the matter is presently sub judice.

Pending resolution of disputes with the VISL, authorities and arbitration proceedings still in progress, the Government Authorities continue to have right to take certain adverse action including termination of the Concession Agreement and levying liquidated damages at a rate of 0.1% of the amount of performance security for each day of delay in project completion in terms of the CA.

The management represents that the project development is in progress with revised timelines which has to be agreed with authorities. The Company's management represents that it is committed to develop the project and has tied up additional equity and debt funds and also received extension in validity of the environmental clearance from the Government for completion of the Project. Based on the above developments and on the basis of favorable legal opinion from the external legal counsel in respect of likely outcome of the arbitration proceedings, the management believes it is not likely to have significant financial impact on account of the disputes which are required to be considered for the purpose of these financial statements.

47. In compliance with Ministry of Corporate Affairs notification w.r.t. to amendment in Schedule III to the Companies Act, 2013 effective from April 01, 2021, figures for comparative previous periods have been regrouped/ reclassified, wherever necessary.

48. Based on information available with the Company, balances with Struck off Companies are as below:-

Name of the struck off company	Nature of transactions with struck off company	Balance outstanding as at March 31, 2022 ₹ in Crore	Relationship with the struck off company, if any, to be disclosed
Shiv Bhole Logistics And Shipping Private Limited	Deposit from Customer	*	Customer
Ocean Shell Projects Private Limited	Deposit from Customer	0.02	Customer
V I Furnishings Private Limited	Payable	0.02	Vendor
Cream Packs Private Limited	NA	NA	Share Holder

* Figures being nullified on conversion to ₹ in Crore

Notes to the standalone Financial Statements

for the year ended March 31, 2022

48. Based on information available (Contd...)

Name of the struck off company	Nature of transactions with struck off company	Balance outstanding as at March 31, 2021 ₹ in Crore	Relationship with the struck off company, if any, to be disclosed
Shiv Bhole Logistics And Shipping Private Limited	Deposit from Customer	*	Customer
Ocean Shell Projects Private Limited	Deposit from Customer	0.02	Customer
Cream Packs Private Limited	NA	NA	Share Holder

* Figures being nullified on conversion to ₹ in Crore

49. Statutory Information:-

(i) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

(ii) The Company was not required to file quarterly statement/returns of current assets with the banks or financial institutions w.r.t. secured working capital.

50. Standards issued but not effective

The amendments to standards that are issued, but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company intends to adopt these standards, if applicable, as and when they become effective. The Ministry of Corporate Affairs (MCA) has notified certain amendments to Ind AS, through Companies (Indian Accounting Standards) Amendment Rules, 2022 on 23rd March, 2022. These amendments maintain convergence with IFRS by incorporating amendments issued by International Accounting Standards Board(IASB) into Ind AS and has amended the following standards:

1. Ind AS 101 – First-time adoption of Ind AS
2. Ind AS 103 – Business Combinations
3. Ind AS 109 – Financial Instruments
4. Ind AS 16 – Property, Plant and Equipment
5. Ind AS 37 – Provisions, Contingent Liabilities and Contingent Assets
6. Ind AS 41 – Agriculture

These amendments shall come into force with effect from April 01, 2022

The Company is assessing the potential effect of the amendments on its financial statements. The Company will adopt these amendments, if applicable, from applicability date.

51. Event occurred after the Balance Sheet Date

i) The Board of Directors of the Company has recommended Equity dividend of ₹5 per equity share (previous year ₹5) on 2,11,23,73,230 equity shares.

ii) For binding share purchase agreement entered on May 22, 2022 refer note 43.

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

Kamlesh Bhagia
Company Secretary

Date : May 24, 2022

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 profit in its associates and joint ventures, which comprise the Consolidated Balance Sheet as at March 31, 2022, and 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 for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Financial Statements").

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, its associates and joint ventures 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, 2022, 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, its associates and joint ventures 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 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 45 to the Consolidated Financial Statements, which describes the matter relating to delay in achievement of scheduled commercial operation date ("COD" i.e. December 03, 2019) of the development of international deep-water multipurpose seaport being constructed by Adani Vizhinjam Port Private Limited ("AVPPL") at Vizhinjam, Kerala (the "Project"), as stipulated under the relevant concession agreement ("Agreement") and matter subject to arbitration proceedings thereof, initiated by AVPPL, to resolve disputes with the Government authorities relating to various matters pertaining to development of project which the Group represents led to delay in achieving scheduled COD, as at reporting date.

Our report is not modified in respect of these matters.

Key Audit Matter

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. This matter was 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 this matter. We have determined the matter described below to be the key audit matter to be communicated in our report.

Business Combinations — Sarguja Rail Scheme — [Refer to Note 38 to the Consolidated Financial Statements]

Key Audit Matter Description

During the current financial year, the Group has acquired business of Sarguja Rail Corridor for a consideration of ₹4,768.22 Crores. The Group accounted the acquisitions under the acquisition method of accounting for business combinations. Accordingly, the purchase price was allocated to the assets acquired and liabilities 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 key valuation assumptions viz. discount rate / contributory asset charge, as applicable including testing the source information underlying the determination of the discount rate, 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.

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 and Management Discussion and Analysis in the Annual Report, 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, its associates and joint ventures 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, its associates and joint ventures 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 associates and 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 associates and 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 associates and 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 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 associates and joint ventures are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate their respective entities or to 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 associates and joint ventures are also responsible for overseeing the financial reporting process of the Group and of its associates and 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, its associates and 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, its associates and 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 associates and 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 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 matter. 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 72 subsidiaries, whose financial statements reflect total assets of ₹33,653.29 crores as at March 31, 2022, total revenues of ₹7,385.14 crores and net cash inflows amounting to ₹3,257.80 crores 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 profit of ₹255.63 crores for the year ended March 31, 2022, as considered in the Consolidated Financial Statements, in respect of three joint ventures and two associates, 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, associates and joint ventures, and our report in terms of subsection (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, associates and joint ventures 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 statements of one subsidiary, whose financial statements reflect total assets of ₹0.05 crores as at March 31, 2022, total revenues of ₹Nil and net cash inflows amounting to ₹0.05 crores 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 profit of ₹ Nil for year ended March 31, 2022, 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 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 and joint venture, is based solely on such unaudited financial statements. In our opinion and according to the information and explanations given to us by the Management, these financial statements 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 statements 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 subsidiaries, associates and joint ventures 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 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, 2022 taken on record by the Board of Directors of the Parent and the reports of the statutory auditors of subsidiary companies, associate companies and joint venture companies incorporated in India, none of the directors of the Group companies, its associates and joint venture companies incorporated in India is disqualified as on March 31, 2022 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, associates 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 and based on the auditor's reports of subsidiary companies, associate companies and joint venture companies incorporated in India, the remuneration paid by the Parent and subsidiary companies, 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 associates and 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, its subsidiary companies, associate companies and joint venture companies incorporated in India.

   iv) (a) The respective Managements of the Parent and its subsidiaries, associates and joint ventures which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the other auditors of such subsidiaries, associates and joint ventures respectively that, to the best of their knowledge and belief, other than as disclosed in the note 4(b)(v) and note 52 to the Consolidated Financial Statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Parent or any of such subsidiaries, associates and joint ventures to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Parent or any of such subsidiaries, associates and joint ventures ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

   (b) The respective Managements of the Parent and its subsidiaries, associates and joint ventures which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the other auditors of such subsidiaries, associates and joint ventures respectively that, to the best of their knowledge and belief, other than as disclosed in the note 52 to the Consolidated financial statements, no funds have been received by the Parent or any of such subsidiaries, associates and joint ventures from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Parent or any of such subsidiaries, associates and joint ventures shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances performed by us and those performed by the auditors of the subsidiaries, associates and joint ventures which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us or the other auditors to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v) The final dividend proposed in the previous year, declared and paid by the Parent, and subsidiary which are companies incorporated in India, whose financial statement has been audited under the Act, where applicable, during the year is in accordance with section 123 of the Act, as applicable.

The Board of Directors of the Parent and a subsidiary have proposed final dividend for the year which is subject to the approval of the members of the Parent and such subsidiary at the ensuing respective Annual General Meetings. Such dividend proposed is in accordance with section 123 of the Act, as applicable

2. With respect to the matters specified in clause (xxi) of paragraph 3 and paragraph 4 of the Companies (Auditor's Report) Order, 2020 ("CARO"/ "the Order") issued by the Central Government in terms of Section 143(11) of the Act, according to the information and explanations given to us, and based on the CARO reports issued by us and the auditors of respective companies included in the Consolidated Financial Statements to which reporting under CARO is applicable, as provided to us by the Management of the Parent, we report that there are no qualifications or adverse remarks by the respective auditors in the CARO reports of the said respective companies included in the Consolidated Financial Statements except for the following:

Name of the company	CIN	Nature of relationship	Clause Number of CARO report with qualification or adverse remark
Adani Ports and Special Economic Zone Limited	L63090GJ1998PLC034182	Parent	Clause (iii) (C) ; (iii) (d)
The Adani Harbour Services Limited	U61100GJ2009FLC095953	Subsidiary	Clause iii(c)
Adani Hazira Port Limited	U45209GJ2009PLC058789	Subsidiary	Clause iii(c)
Adani Murmugao Port Terminal Private Limited	U61100GJ2009PTC057727	Subsidiary	Clause (ix)(a)
Adani Kandla Bulk Terminal Private Limited	U63090GJ2012PTC069305	Subsidiary	Clause (ix)(a)
Adani Krishnapatnam Port Limited	U45203GJ1996PLC128239	Subsidiary	Clause (ix) (a) ; (ix) (d)

In respect of the following companies included in the Consolidated Financial Statements, whose audits under section 143 of the Act has not yet been completed, the CARO Report as applicable in respect of those entities are not available and consequently have not been provided to us on the date of this audit report:

Name of the Component	CIN	Nature of Relationship
HDC Bulk Terminal Limited	U61200GJ2022PLC129880	Wholly Owned Subsidiary
Dighi Roha Rail Limited	U74140DL2015PLC285745	Joint Venture

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No 117366W/W-100018)

Kartikeya Raval
Partner
(Membership No. 106189)
(UDIN: 22106189AJNMJC4683)

Place: Ahmedabad
Date: May 24, 2022

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 Financial Statements of the Company as of and for the year ended March 31, 2022, we have audited the internal financial controls over financial reporting of **Adani Ports and Special Economic Zone Limited** (hereinafter referred to as "Parent"), its subsidiaries, associates 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 subsidiaries, associates 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 subsidiaries, associates and 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 subsidiaries, associates and joint ventures, 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 subsidiaries, its associates and 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 subsidiaries, associates 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, 2022, 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 57 subsidiaries, two associates and three joint ventures, 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)
(UDIN: 22106189AJNMJC4683)

Place: Ahmedabad
Date: May 24, 2022

Consolidated Balance Sheet as at March 31, 2022

₹ in Crore

Particulars	Notes	As at March 31, 2022	As at March 31, 2021
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	3 (a)	39,577.14	36,791.51
Right-of-Use Assets	3 (b)	2,744.33	1,919.37
Capital Work-in-Progress	3 (e)	3,985.76	3,697.13
Goodwill	3 (d)	5,917.88	4,047.05
Other Intangible Assets	3 (c)	8,571.66	5,533.03
Investments accounted using Equity Method	4 (a)	3,990.18	649.53
Financial Assets			
Investments	4 (b)	1,923.15	447.86
Loans	6	87.00	235.00
Loans to Joint Venture Entities	6	484.41	751.26
Other Financial Assets			
- Bank Deposits having maturity over twelve months	11	1,954.49	89.42
- Other Financial Assets other than above	7	4,597.55	5,010.85
Deferred Tax Assets (net)	27	994.38	881.73
Other Non-Current Assets	8	2,248.20	2,502.11
		77,076.13	**62,555.85**
Current Assets			
Inventories	9	381.19	991.85
Financial Assets			
Investments	10	47.79	1,138.76
Trade Receivables	5	2,170.44	2,385.90
Customers' Bills Discounted	5	299.24	539.81
Cash and Cash Equivalents	11	8,596.77	4,198.04
Bank Balances other than Cash and Cash Equivalents	11	1,895.32	502.74
Loans	6	1,240.65	1,014.81
Loans to Joint Venture Entities	6	61.77	68.00
Other Financial Assets	7	523.27	699.84
Other Current Assets	8	686.71	1,013.20
		15,903.15	**12,552.95**
Assets Held For Sale	39	1,898.48	354.86
Total Assets		**94,877.76**	**75,463.66**
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	12	422.47	406.35
Other Equity	13	37,827.53	30,201.91
Total Equity attributable to Equity holders of the parent		**38,250.00**	**30,608.26**
Non-Controlling Interests		392.77	1,464.93
Total Equity		**38,642.77**	**32,073.19**
Liabilities			
Non-Current Liabilities			
Financial Liabilities			
Borrowings	14	39,691.48	32,935.53
Lease Liabilities	15	1,951.92	715.75
Other Financial Liabilities	16	227.56	207.61
Provisions	20	32.04	26.68
Deferred Tax Liabilities (net)	27	2,207.34	1,203.16
Other Non-Current Liabilities	17	988.21	1,065.79
		45,098.55	**36,154.52**
Current Liabilities			
Financial Liabilities			
Borrowings	18	5,761.56	1,465.45
Customers' Bills Discounted	18	299.24	539.81
Lease Liabilities	15	30.53	32.26
Trade and Other Payables	19		
- total outstanding dues of micro enterprises and small enterprises		35.24	11.50
- total outstanding dues of creditors other than micro enterprises and small enterprises		944.35	1,002.35
Other Financial Liabilities	16	1,937.30	2,214.63
Other Current Liabilities	17	1,624.11	1,721.19
Provisions	20	104.83	95.73
Current Tax Liabilities (net)	27	93.92	38.49
		10,831.08	**7,121.41**
Liabilities associated with Assets classified as Held for Sale	39	305.36	114.54
Total Liabilities		**56,234.99**	**43,390.47**
Total Equity and Liabilities		**94,877.76**	**75,463.66**

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

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

Kamlesh Bhagia
Company Secretary

Place : Ahmedabad
Date : May 24, 2022

Date : May 24, 2022

Consolidated Statement of Profit and Loss for the year ended March 31, 2022

₹ in Crore

Particulars	Notes	For the year ended March 31, 2022	For the year ended March 31, 2021
Income			
Revenue from Operations	21	15,934.03	12,549.60
Other Income	22	2,154.78	1,970.23
Total Income		**18,088.81**	**14,519.83**
Expenses			
Operating Expenses	23	4,629.62	3,259.49
Employee Benefits Expense	24	663.92	615.05
Finance Costs	25		
Interest and Bank Charges		2,556.27	2,129.16
Derivative (Gain)/Loss (net)		(15.69)	126.13
Depreciation and Amortisation Expense	3	2,739.63	2,107.34
Foreign Exchange Loss/(Gain) (net)		872.07	(715.24)
Other Expenses	26	889.49	691.62
Total Expenses		**12,335.31**	**8,213.55**
Profit before share of profit/loss from Joint Venture Entities, Associates and tax		**5,753.50**	**6,306.28**
Share of profit/loss from Joint Venture Entities and Associates (net)		192.85	(14.27)
Profit before exceptional items and tax		**5,946.35**	**6,292.01**
Exceptional items	8 (c)	(405.19)	-
Profit before tax		**5,541.16**	**6,292.01**
Tax expense:	27		
Current tax		800.26	1,271.51
Deferred tax		106.49	102.39
Tax (credit) under Minimum Alternate Tax (MAT)		(160.83)	(130.63)
Total tax expense		**745.92**	**1,243.27**
Profit for the Year	(A)	**4,795.24**	**5,048.74**
Attributable to:			
Equity holders of the parent		4,728.09	4,994.30
Non-controlling interests		67.15	54.44
Other Comprehensive Income			
Items that will not be reclassified to profit or loss in subsequent periods			
Re-measurement losses on defined benefit plans		(4.86)	(1.34)
Income tax impact		1.57	0.54
		(3.29)	**(0.80)**
Net Losses on FVTOCI Equity Investments	4 (ii)	(3.62)	(25.01)
Income tax impact		(1.51)	13.86
		(5.13)	**(11.15)**
Items that will be reclassified to profit or loss in subsequent periods			
Share in other comprehensive income of joint venture (net of tax)		33.99	2.35
Exchange difference on translation of foreign operations		(99.57)	(6.32)
		(65.58)	**(3.97)**
Total Other Comprehensive Income for the year (net of tax)	(B)	**(74.00)**	**(15.92)**
Attributable to:			
Equity holders of the parent		(75.61)	(15.48)
Non-controlling interests		1.61	(0.44)
Total Comprehensive income for the year (net of tax)	(A)+(B)	**4,721.24**	**5,032.82**
Attributable to:			
Equity holders of the parent		4,652.48	4,978.82
Non-controlling interests		68.76	54.00
Earnings per Share - (Face value of ₹2 each) Basic and Diluted (in ₹)	28	22.39	24.58

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 24, 2022

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

Kamlesh Bhagia
Company Secretary

Date : May 24, 2022

Consolidated Statement of Changes in Equity for the year ended March 31, 2022

₹ 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	Reserves and Surplus							Other Comprehensive Income					
			Securities Premium	Capital Reserve	Debenture Redemption Reserve	Tonnage Tax Reserve	Capital Redemption Reserve	General Reserve	Retained Earnings	Foreign Currency Translation Reserve	Cash Flow Hedge Reserve	Equity instrument through OCI			
Balance as at April 1, 2020	**406.35**	**166.53**	**599.56**	**-**	**477.20**	**746.35**	**7.84**	**2,719.80**	**20,292.17**	**40.48**	**(12.12)**	**179.33**	**25,623.49**	**219.59**	**25,843.08**
Profit for the year	-	-	-	-	-	-	-	-	4,994.30			-	4,994.30	54.44	5,048.74
Other Comprehensive Income															
Re-measurement losses on defined benefit plans (net of tax)	-	-	-	-	-	-	-	-	(0.80)	-	-	-	(0.80)	-	(0.80)
Net Gains on FVTOCI Equity Investments (net of tax)	-	-	-	-	-	-	-	-	-	-	-	(10.71)	(10.71)	(0.44)	(11.15)
Share in other comprehensive income of joint venture	-	-	-	-	-	-	-	-	-	-	2.35	-	2.35	-	2.35
Exchange difference on translation of foreign operations	-	-	-	-	-	-	-	-	-	(6.32)	-	-	(6.32)	-	(6.32)
Total Comprehensive Income for the year	**-**	**-**	**-**	-	**-**	**-**	**-**	**-**	**4,993.50**	**(6.32)**	**2.35**	**(10.71)**	**4,978.82**	**54.00**	**5,032.82**
Transfer to General Reserve	-	-	-	-	(46.17)	-	-	46.17	-	-	-	-	-	-	-
Non-controlling Interest adjustment on acquisition	-	-	-	-	-	-	-	-	-	-	-	-	-	1,191.34	1,191.34
Capital reserve on acquisition	-	-	-	5.95	-	-	-	-	-	-	-	-	5.95	-	5.95
Transferred to retained earnings	-	-	-	-	-	-	-	-	(14.80)	-	-	14.80	-		-
Transfer to Debenture Redemption Reserve	-	-	-	-	125.66	-	-	-	(125.66)	-	-	-	-	-	-
Transfer from/to Tonnage Tax Reserve	-	-	-	-	-	269.53	-	-	(269.53)	-	-	-	-	-	-
Balance as at March 31, 2021	**406.35**	**166.53**	**599.56**	**5.95**	**556.69**	**1,015.88**	**7.84**	**2,765.97**	**24,875.68**	**34.16**	**(9.77)**	**183.42**	**30,608.26**	**1,464.93**	**32,073.19**

Consolidated Statement of Changes in Equity for the year ended March 31, 2022

₹ 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	Reserves and Surplus							Other Comprehensive Income					
			Securities Premium	Capital Reserve	Debenture Redemption Reserve	Tonnage Tax Reserve	Capital Redemption Reserve	General Reserve	Retained Earnings	Foreign Currency Translation Reserve	Cash Flow Hedge Reserve	Equity instrument through OCI			
Balance as at April 01, 2021	**406.35**	**166.53**	**599.56**	**5.95**	**556.69**	**1,015.88**	**7.84**	**2,765.97**	**24,875.68**	**34.16**	**(9.77)**	**183.42**	**30,608.26**	**1,464.93**	**32,073.19**
Profit for the year	-	-	-	-	-	-	-	-	4,728.09	-	-	-	4,728.09	67.15	4,795.24
Other Comprehensive Income				-					-	-	-	-	-	-	-
Re-measurement losses on defined benefit plans (net of tax)	-	-	-	-	-	-	-	-	(3.29)	-	-	-	(3.29)	-	(3.29)
Net Gains on FVTOCI Equity Investments (net of tax)	-	-	-	-	-	-	-	-	-	-	-	(4.69)	(4.69)	(0.44)	(5.13)
Share in other comprehensive income of joint venture	-	-	-	-	-	-	-	-	-	-	33.99	-	33.99	-	33.99
Exchange difference on translation of foreign operations	-	-	-	-	-	-	-	-	-	(101.62)	-	-	(101.62)	2.05	(99.57)
Total Comprehensive Income for the year	**-**	**-**	**-**	-	**-**	**-**	**-**	**-**	**4,724.80**	**(101.62)**	**33.99**	**(4.69)**	**4,652.48**	**68.76**	**4,721.24**
Dividend on shares	-	-	-	-	-	-	-	-	(1,020.88)	-	-	-	(1,020.88)	-	(1,020.88)
Dividend to Non-Controlling Interests	-	-	-	-	-	-	-	-	-	-	-	-	-	(5.85)	(5.85)
Transfer to General Reserve	-	-	-	-	(46.16)	-	-	46.16	-	-	-	-	-	-	-
Issue of equity Shares (refer note 12 (a) (ii))	2.00		798.00	-	-	-	-	-	-	-		-	800.00		800.00
Issue of equity Shares pursuant to Composite Scheme of Arrangement (refer note 12 (a) (iii) & 38 (i) (3))	14.12	-	4,754.10	-	-	-	-	-	-	-	-	-	4,768.22	-	4,768.22
Adjustment on Acquisition of Non-controlling stake	-	-	-	-	-	-	-	-	(1,558.08)	-	-	-	(1,558.08)	(1,246.87)	(2,804.95)
Non-controlling Interest adjustment on acquisition	-	-	-	-	-	-	-	-	-	-	-	-	-	2.55	2.55
Increase in share capital of non controlling interest	-	-	-	-	-	-	-	-	-	-	-	-	-	109.25	109.25
Transfer to Debenture Redemption Reserve	-	-	-	-	122.21	-	-	-	(122.21)	-	-	-	-	-	-
Transfer from/to Tonnage Tax Reserve	-	-	-	-	-	(24.75)	-	-	24.75	-	-	-	-	-	-
Balance as at March 31, 2022	**422.47**	**166.53**	**6,151.66**	**5.95**	**632.74**	**991.13**	**7.84**	**2,812.13**	**26,924.06**	**(67.46)**	**24.22**	**178.73**	**38,250.00**	**392.77**	**38,642.77**

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 24, 2022

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

Kamlesh Bhagia
Company Secretary

Date : May 24, 2022

Consolidated Statement of Cash Flows for the year ended March 31, 2022

₹ in Crore

	Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
A	**Cash Flows from Operating Activities**		
	Net profit before Tax	5,541.16	6,292.01
	Adjustments for :		
	Share of (Gain)/Loss of Joint Venture Entities and Associates	(192.85)	14.27
	Depreciation and Amortisation Expense	2,739.63	2,107.34
	Unclaimed Liabilities / Excess Provision Written Back	(12.59)	(5.38)
	Cost of Assets transferred under Finance Lease	8.62	4.20
	Recognition of Deferred Income under Long Term Land Lease / Infrastructure Usage Agreements	(65.63)	(65.62)
	Financial Guarantees Income	(4.38)	(2.71)
	Amortisation of Government Grant	(14.23)	(12.95)
	Finance Cost	2,556.27	2,129.16
	Effect of Exchange Rate Change	917.91	(729.14)
	Derivative (Gain)/Loss (net)	(15.69)	126.13
	Provision of Doubtful Debts	-	25.00
	Loss on fair valuation of Financial Instruments	12.53	-
	Interest Income	(1,880.47)	(1,758.17)
	Dividend Income	(4.01)	(7.01)
	Net Gain on Sale of Current Investments	(5.41)	(12.39)
	Gain on Disposal of Associate	-	(92.28)
	De-recognition of Service Exports from India Scheme Receivables	405.19	-
	Investment accounted using Equity Method	41.25	-
	Gain on loss of control of subsidiaries	(59.23)	-
	Diminution in value of Inventories	1.83	2.49
	Amortisation of fair valuation adjustment on Security Deposit	1.72	1.72
	Loss on Sale / Discard of Property, Plant and Equipment (net)	3.52	3.55
	Operating Profit before Working Capital Changes	**9,975.14**	**8,020.22**
	Adjustments for :		
	Decrease in Trade Receivables	240.07	295.20
	Decrease/(Increase) in Inventories	609.03	(23.58)
	(Increase)/Decrease in Financial Assets	(89.17)	219.36
	Decrease in Other Assets	234.25	56.57
	Increase in Provisions	9.07	10.68
	Decrease in Trade and other Payables	(40.17)	(68.92)
	Increase in Other Financial Liabilities	8.70	29.68
	Decrease in Other Liabilities	(298.28)	(110.60)
	Cash Generated from Operations	**10,648.64**	**8,428.61**
	Direct Taxes paid (Net of Refunds)	(848.42)	(872.83)
	Net Cash generated from Operating Activities	**9,800.22**	**7,555.78**
B	**Cash Flows from Investing Activities**		
	Purchase of Property, Plant and Equipment ("PPE") (including Capital Work-in-progress, other intangible assets, capital advances and capital creditors)	(3,749.17)	(1,953.51)
	Proceeds from Assets considered as held for sale (refer note 39 (iv))	155.00	-
	Proceeds from Sale of Property, Plant and Equipment	12.70	3.80
	Deposit given against Capital Commitments	(847.00)	(630.00)
	Refund of Deposit given against Capital Commitments	1,464.22	491.39
	Payment for acquisition of subsidiaries	(21.10)	(13,666.98)
	PPE purchased along with Adani Krishnapatnam Port Limited transaction	-	(398.19)
	Equity Investment in Joint Venture entities/Associates	(2,624.88)	-
	Proceeds from Sale of Stake in Associate	-	252.06
	Proceeds from Sale of Investment	1.81	72.40
	Investment in Preference share of Joint Venture entities	(634.47)	(23.77)
	Proceeds from loss of control of subsidiary	116.27	-
	Loans / Inter Corporate Deposits (ICDs) given (refer foot-note 3)	(40,655.69)	(41,467.26)

Consolidated Statement of Cash Flows for the year ended March 31, 2022

₹ in Crore

	Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
	Loans / Inter Corporate Deposits (ICDs) received back (refer foot-note 3)	41,066.75	42,499.03
	Proceeds from Fixed Deposits (net) including Margin Money Deposits	(3,057.27)	(370.38)
	Investment in Financial Instruments (Net)	(446.00)	(926.02)
	Proceeds from sale/(Purchase) of Investments in Mutual Fund (net)	286.35	(188.45)
	Dividend Received	4.01	7.01
	Interest Received	1,716.86	2,156.20
	Net Cash used in Investing Activities	**(7,211.61)**	**(14,142.67)**
C	**Cash Flows from Financing Activities**		
	Proceeds from Non-Current Borrowings	7,244.31	13,893.45
	Repayment of Non-Current Borrowings	(2,293.10)	(7,252.60)
	Proceeds from/(Repayment of) Current Borrowings (Net)	2,576.38	(1,150.00)
	Payment for acquisition of non-controlling stake	(2,802.00)	-
	Proceeds from Issue of Equity Shares	800.00	-
	Proceeds from Issue of Share Capital to Non-Controlling Interest	109.25	-
	Interest and Finance Charges Paid	(2,549.94)	(1,937.73)
	Repayment of Lease Liabilities	(59.85)	(18.10)
	Gain/(Loss) on settlement of Derivative Contracts	43.13	(20.94)
	Payment of Dividend on Equity and Preference Shares	(1,026.65)	(0.23)
	Net Cash generated from Financing Activities	**2,041.53**	**3,513.85**
D	**Net increase in Cash and Cash Equivalents (A+B+C)**	**4,630.14**	**(3,073.04)**
E	**Cash and Cash Equivalents at the Beginning of the year (refer note 11)**	4,200.97	7,195.46
F	**Cash and Cash Equivalents on acquisition of subsidiaries (refer note 38)**	22.14	78.55
G	**Reduction in Cash and Cash Equivalents on account of loss of control of subsidiaries.**	(56.00)	-
H	**Net movement relating to Assets Classified as held for sale**	(177.45)	-
I	**Cash and Cash Equivalents at the End of the year (refer note 11)**	**8,619.80**	**4,200.97**

Summary of significant accounting policies refer note 2.3

Notes:

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 Disclosure with regards to changes in liabilities arising from Financing activities as set out in Ind AS 7 – Statement of Cash flows is presented under note 16(a).

3 Subsequent to the balance sheet date, the Company has given Loans/Inter Corporate Deposits (Loans and ICDs) with contractual maturity of less than twelve months amounting to ₹ 18,418.87 crores, where repayments have been guaranteed by a related party. Loans and ICDs of ₹ 12,277.99 crores have been subsequently received along with interest. (refer note 6)

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

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

Kamlesh Bhagia
Company Secretary

Place : Ahmedabad
Date : May 24, 2022

Date : May 24, 2022

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

1 Corporate information

The Consolidated financial statements comprise financial statements of Adani Ports and Special Economic Zone Limited ("the Company" or "APSEZL"), subsidiaries, joint venture entities and associates (collectively, the "Group") for the year ended March 31, 2022. 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 Corporate House", Shantigram, Near Vaishno Devi Circle, S. G. Highway, Khodiyar, Ahmedabad, Gujarat, India - 382421.

The Group has port infrastructure facilities at Mundra, Kandla, Hazira, Dahej, Dhamra, Vizag, Murmugao, Kattupalli, Ennore, Krishnapatnam and Dighi locations developed pursuant to the respective concession/sub concession agreements apart from other businesses. The Group is also developing Port Infrastructure at Vizhinjam and Colombo.

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 recognised as commercially operational w.e.f. February 01, 2011.

The first Container Terminal facility (CT-1) developed at Mundra, was transferred under a Sub-Concession Agreement entered on January 7, 2003 between Mundra International Container Terminal Limited (MICTL) and the Company in line with the Concession Agreement, wherein the ownership of the asset (CT 1) was transferred by the Company to the MICTL. MICTL was given rights to handle container cargo at the CT 1 Terminal for a period that was co-terminus with the Concession Agreement of Mundra Port, i.e. till February 17, 2031. The container terminal facilities developed at South Port location include CT-3, for development of which the Company had entered into an agreement with the Adani International Container Terminal Private Limited (AICTPL), a 50:50 Joint Venture between the Company and MSC (Mediterranean Shipping Company). AICTPL is a sub-concessionaire as per the arrangement and the ownership of the CT 3 Terminal is transferred to AICTPL in line with the Sub-Concession Agreement dated October 17, 2011. The period of the Sub-Concession Agreement is co-terminus with the Concession Agreement of Mundra Port, and during the said period AICTPL can handle container cargo at CT 3 terminal. In the financial year 2017-18, Sub-Concession Agreement was entered into for the extension of CT 3 Terminal. This terminal, an extension of CT 3 was developed and ownership of the same was also transferred to AICTPL in line with the above. Operations commenced at CT 3 Extension w.e.f. November 01, 2017. As part of South Port, the third Container Terminal is CT 4, the ownership of this terminal is also transferred after development to a sub-concessionaire in line with the Mundra Concession Agreement; who in this case is Adani CMA Mundra Terminal Private Limited (ACMTPL), a 50:50 Joint Venture between the Company and CMA Terminals, France (joint venture agreement dated July 30,2014). The Sub-Concession Agreements for Terminals of CT 3, CT 3 Extension and CT 4 are to be approved by GOG for the final signing between parties and GMB as confirming party.

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

Notes to the Consolidated Financial Statements
for the year ended March 31, 2022

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 24, 2022.

Major Entities and their nature of operations are as follows:

1) 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.

2) MPSEZ Utilities Limited ("MUL") (Formerly known as MPSEZ Utilities Private Limited), was a 100% subsidiary of APSEZL, had developed infrastructure including operation, development, maintenance, improvement and extension of utility services (including power distribution) at Mundra Special Economic Zone in Kutch district, Gujarat. During the year, the company has divested the investment and MUL ceased to be subsidiary of the Company.

3) 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.

4) Karnavati Aviation Private Limited ("KAPL"), a 100% subsidiary of APSEZL, is engaged in providing non scheduled (passenger) airline services through its aircrafts.

5) 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.

6) 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.

7) Mundra International Airport Private Limited ("MIAPL"), a 100% subsidiary of APSEZL, has plan to set up air cargo operations at Kawai, Rajasthan.

8) Adani Hazira Port Limited ("AHPL") (Formerly known as Adani Hazira Port Private Limited), 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.

9) 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.

10) 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.

11) 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.

12) 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.

13) Adani Hospitals Mundra Private Limited ("AHMPL") is a 100% subsidiary of APSEZL. The Company provides hospital and related services at Mundra.

14) The Dhamra Port Company Limited ("DPCL"), is a 100% subsidiary of APSEZL and is operating bulk cargo port infrastructure facilities at Dhamra in the state of Odisha.

15) Shanti Sagar International Dredging Limited ("SSIDL") (Formerly known as Shanti Sagar International Dredging Private Limited) is a 100% subsidiary of APSEZL. The Company is providing dredging services.

16) The Adani Harbour Services Limited ("TAHSL") (Formerly known as The Adani Harbour Services Private Limited) is a 100% subsidiary of APSEZL. Previously, the company was known as TM Harbour Services Private Limited. The principal activity of TAHSL is to own and operate harbour tugs, barges, other port crafts, ocean towage and offshore

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support vessels and to provide marine services like pilotage, laying and maintenance of buoys including SBMs, mooring of vessels at berth and mid-stream.

17) Adani Vizhinjam Port Private Limited ("AVPPL"), a 100% subsidiary of APSEZL, is developing container terminal port and other related infrastructure at Vizhinjam.

18) Adani Kattupalli Port Limited ("AKPL") (Formerly known as Adani Kattupalli Port Private Limited), a 100% subsidiary of APSEZL is engaged in the business of Container Freight Station at Kattupalli Port, Tamil Nadu.

19) Abbot Point Operations Pty Limited ("APO") is a 100% subsidiary of APSEZL and engaged in the business of Operation and Maintenance (O&M) service to port.

20) Marine Infrastructure Developer Private Limited ("MIDPL") is subsidiary of APSEZL with 97% equity stake and is engaged in the business of Port Operations at Kattupalli Port.

21) Adani Yangon International Terminal Company Limited ("AYITCL") is wholly owned subsidiary of Coastal International Terminals Pte Limited (Formerly known as Adani International Terminals Pte Limited) (a subsidiary company), developing port infrastructure at Myanmar. (refer note 39 (iii))

22) Adani Agri Logistics Limited, Adani Agri Logistics (Dahod) Limited, Adani Agri Logistics (Samastipur) Limited and Adani Agri Logistics (Darbhanga) Limited had become wholly owned subsidiaries of Adani Logistics Limited (the subsidiary company of APSEZL) and is engaged in the business of Logistics Operations. Pursuant to the acquisition of 100% equity stake of Adani Agri Logistics Limited (""AALL"") in preceding year, subsidiary companies of AALL have became step down subsidiary companies of Adani Logistics Limited (the subsidiary company of APSEZL).

23) Adani Logistics Services Private Limited is subsidiary of Adani Logistics Limited (a subsidiary) with 98.40% equity stake and is engaged in the business of Logistics Operations.

24) Adani Bangladesh Ports Private Limited ("ABPPL") has been incorporated as a wholly owned subsidiary of the Company on February 17, 2020.

25) APSEZL has acquired 75% equity shares of Adani Krishnapatnam Port Limited ("AKPL") (Formerly known as Krishnapatnam Port Company Limited) on October 01, 2020 and is engaged in the business of Port Operations. Further during the current year, the Company has acquired balance 25% stake in AKPL and hence it became wholly owned subsidiary of the Group w.e.f June 08, 2021.

Pursuant to such acquisition, subsidiary companies of AKPL have became step down subsidiary companies of APSEZL.

26) APSEZL has acquired 100% equity shares of Dighi Port Limited ("DPL") on February 15, 2021 and is engaged in the business of Port Operations.

27) APSEZL has acquired 100% equity shares of Adani Tracks Management Services Private Limited (Formerly known as Sarguja Rail Corridor Private Limited) pursuant to Composite Scheme of Arrangement. (refer note 38 (i) (3))

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 (y) hitherto in use.

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 Indian Rupees (₹) in Crore and all values are rounded off to two decimal (₹00,00,000), except when otherwise indicated.

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for the year ended March 31, 2022

2.2 Principles of consolidation

The consolidated financial statements comprise the financial statements of the Company, subsidiaries, joint venture entities and associates as at March 31, 2022. 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 and 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 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

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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 and have rights to the net assets of the joint venture. Joint control is a 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 and associate 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 the statement of profit and loss.

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for the year ended March 31, 2022

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 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 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 realisation in cash or 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 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 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 amortised over the remaining life of the concerned monetary item or financial year 2019-20, whichever is earlier. The said balance has been completely amortised in the previous financial year.

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

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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 statement of profit and 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 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 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 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

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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 34.2)
- Quantitative disclosures of fair value measurement hierarchy (refer note 34.2)
- Investment in unquoted equity shares (refer note 4)
- Financial instruments (including those carried at amortised cost) (refer note 34.1)

e) Revenue recognition

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services.

The specific recognition criteria described below must also be met before revenue is recognised.

Port operation and logistics services

Revenue from port operation services including cargo handling, storage, rail infrastructure, other ancillary port services and logistics services are recognised in the accounting period in which the services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those services.

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 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 and services tax wherever 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 Group provides access to its common infrastructure.

Income from long term leases

As a part of its business activity, the Group leases/ sub-leases certain assets 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 relevant accounting standard 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 lease / sub-lease transaction 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.

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 recognised on completion of relevant activities under the contract and the transfer of control of

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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 recognised when the service is performed under contractual obligations.

Utilities Services

Revenue is recognised 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

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".

Revenue recognition from Service Concession arrangements in Agri Logistics Business

Service Concession arrangements revenue relating to construction contracts which are entered into with Government Authorities for the construction of infrastructure necessary for the provision of services are measured at the fair value of the consideration received or receivables. Revenue from service concession arrangements is recognised based on the fair value of construction work performed at the reporting date.

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 recognised using effective interest rate method. Variable storage charges revenue is recognised 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 recognised 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 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 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 recognised 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 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 either as a income in equal amounts over the expected useful life of the related asset or by deducting from the carrying amount of the asset.

Royalty on Cargo

Waterfront royalty under the various concession/ sub concession agreement is paid at concessional rate in terms of rate prescribed by Gujarat Maritime Board (GMB) 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

Notes to the Consolidated Financial Statements

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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 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 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 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 venture entities, 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 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 to FY 2016-17. 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 some of the subsidiaries and joint venture entities availing tax deduction under Section 80IA of the Income Tax Act, 1961, deferred tax has been recognised 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 recognised 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. 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 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 recognised outside profit or loss is recognised outside profit or 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.

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The Group recognizes 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 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 recognises 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)

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 capitalisation 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 i.e April 01, 2015.

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 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 consolidated statement of 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 Equipments 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 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 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 in case of terminals entitlement to Depreciated Replacement Value. In other cases over the balance period of concession agreement as applicable
Dredging Pipes - Plant and Equipment	1.5 Years

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Assets	Estimated Useful life
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 Equipment	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. For the ports operating in Gujarat, all contracted immovable and movable assets shall be transferred to and shall vest in Gujarat Maritime Board ('GMB') for consideration equivalent to the Depreciated Replacement Value (the 'DRV'). Currently DRV is not determinable, accordingly, residual value of contract asset is considered to be the carrying value based on depreciation rates as per management estimate/ Schedule II of the Companies Act, 2013 at the end of concession period.

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.

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 amortisation 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 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.

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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 including rights arising from service concession arrangement	on straight line basis	Over the balance period of Sub-Concession Agreement
Railway License	on straight line basis	20 to 35 Years based on validity of license
Non-Compete Agreement	on straight line basis	As per relevant Agreement

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 C of Ind AS 115 '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 period of port concession arrangements are of 30 years.

Service Concession Arrangements ("SCA") in respect of Agri Logistics Business

Certain companies in the Group 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 utilising 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 recognises 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 of -

- fixed charges based on Annual Guaranteed Tonnage and

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- variable charges based on Actual Utilisation Tonnage,

then, the Group recognizes the consideration for 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 recognised 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.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

k) Leases

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Group as a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right-of-use assets

The Group recognises right-of-use assets ("RoU Assets") at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets

If ownership of the leased asset is transferred to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment. Refer to the accounting policies in section (m) Impairment of non-financial assets.

ii) Lease Liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date incase the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

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iii) Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense 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 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

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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 Group 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 recognised 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 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

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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. Provision for Compensated Absences and its classifications between current and non-current liabilities are based on independent actuarial valuation. The actuarial valuation is done as per projected unit credit method.

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 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 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 recognised 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 recognised 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 recognised in the 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 Group's consolidated balance sheet) when:

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- 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 relevant accounting standard

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 relevant accounting standard

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).

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 Group 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.

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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 recognised in OCI. These gains/ loss are not subsequently transferred to profit or loss. 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 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 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

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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.

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 except the effective portion of cash flow hedge. Changes in fair value and gains/(losses) on settlement/ remeasurement 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, being compound financial instrument, 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.

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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.

Transaction costs that the Group incurs in connection with a business combination 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) Non-current Assets held for sale

Non-current assets and disposal groups are classified as held for sale if their carrying amount is intended to be recovered principally through a sale (rather than through continuing use) when the asset (or disposal group) is available for immediate sale in its present condition subject only to terms that are usual and customary for sale of such asset (or disposal group) and the sale is highly probable and is expected to qualify for recognition as a completed sale within one year from the date of classification.

Non-current assets and disposal groups classified as held for sale are measured at lower of their carrying amount and fair value less costs to sell.

x) 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.

y) New Standards, Interpretations and Amended standards adopted by the Group

The accounting policies adopted in the preparation of the consolidated financial statements are consistent with those followed in the preparation of the Group's annual consolidated financial statements for the year ended March 31, 2021, except for amendments to the existing Indian Accounting Standards (Ind AS). The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective. The Group applied following standards, for the accounting periods beginning on or after 1 April 2021, that do not have material impact on the consolidated financial statements of the Group.

Interest Rate Benchmark Reform – Phase 2: Amendments to Ind AS 109, Ind AS 107, Ind AS 104 and Ind AS 116

The amendments provide temporary reliefs which address the financial reporting effects when an interbank offered rate (IBOR) is replaced with an alternative nearly risk-free interest rate (RFR).

The amendments include the following practical expedients:

A practical expedient to require contractual changes, or changes to cash flows that are directly required by the reform, to be treated as changes to a floating interest rate, equivalent to a movement in a market rate of interest.

Permit changes required by IBOR reform to be made to hedge designations and hedge documentation without the hedging relationship being discontinued.

Provide temporary relief to entities from having to meet the separately identifiable requirement when an RFR instrument is designated as a hedge of a risk component

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

The Company intends to use the practical expedients in future periods if they become applicable.

Conceptual framework for financial reporting under Ind AS issued by ICAI

The Framework is not a Standard and it does not override any specific standard. Therefore, this does not form part of a set of standards pronounced by the standard-setters. While, the Framework is primarily meant for the standard-setter for formulating the standards, it has relevance to the preparers in certain situations such as to develop consistent accounting policies for areas those are not covered by a standard or where there is choice of accounting policy, and to assist all parties to understand and interpret the Standards.

The amendments made in following standards due to Conceptual Framework for Financial Reporting under Ind AS .includes amendment of the footnote to the definition of an equity instrument in Ind AS 102- Share Based Payments, footnote to be added for definition of liability i.e. definition of liability is not revised on account of revision of definition in conceptual framework in case of Ind AS 37 - Provisions, Contingent Liabilities and Contingent Assets etc.

The MCA has notified the Amendments to Ind AS consequential to Conceptual Framework under Ind AS vide notification dated June 18, 2021, applicable for annual periods beginning on or after April 1, 2021. Accordingly, the Conceptual Framework is applicable for preparers for accounting periods beginning on or after 1 April 2021.

Ind AS 116: COVID-19 related rent concessions

MCA issued an amendment to Ind AS 116 Covid-19-Related Rent Concessions beyond 30 June 2021 to update the condition for lessees to apply the relief to a reduction in lease payments originally due on or before 30 June 2022 from 30 June 2021. The amendment applies to annual reporting periods beginning on or after 1 April 2021

Ind AS 103: Business combination

The amendment states that to qualify for recognition as part of applying the acquisition method, the identifiable assets acquired and liabilities assumed must meet the definitions of assets and liabilities in the Framework for the Preparation and Presentation of Financial Statements in accordance with Indian Accounting Standards issued by the Institute of Chartered Accountants of India at the acquisition date. Therefore, the acquirer does not recognise those costs as part of applying the acquisition method. Instead, the acquirer recognizes those costs in its post-combination financial statements in accordance with other Ind AS.

Amendment to Ind AS 105, Ind AS 16 and Ind AS 28

The definition of "Recoverable amount" is amended such that the words "the higher of an asset's fair value less costs to sell and its value in use" are replaced with "higher of an asset's fair value less costs of disposal and its value in use". The consequential amendments are made in Ind AS 105, Ind AS 16 and Ind AS 28.

2.4 Significant accounting judgements, 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):-

a) 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.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

b) Group owns 49% ownership interest in Mundra Solar Technopark Private Limited. The Group took control over business against outstanding receivables from the said entity. The Group also exercises control over board of the said entity pursuant to a shareholder agreement consequential to which the Group has accounted it as a subsidiary in the consolidated financial statements. (refer note 38 (i) (4))

(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 and accounted under Ind AS 109 with subsequent measurement of changes in fair value through other comprehensive income (FVTOCI).

(iii) The group had a control over Adani KP Agri warehousing Private Limited (formerly known as KP Agri warehousing Pvt Ltd) ("KP Agri") with a shareholding of 74 percent. During the current year, KP Agri commenced its operations. ,Considering the understanding of the group with other shareholder and the group's ability to exercise joint control over KP Agri, the group has concluded that it is jointly controlling the same post commencement of its operations and accordingly the investment in the said entity has been accounted using Equity method as per Ind AS 28.

(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.

(i) 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 or tenure of contract 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 42, 43 and 44."

(ii) 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 27.

(iii) 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 2 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

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements 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 34 for further disclosures.

(iv) 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. (refer note 2.3 (h) & (i))

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

3. Property, Plant and Equipment, Right-of-Use Assets, other Intangible Assets, Goodwill and Capital Work-in-Progress

(a) Property, Plant and Equipment

₹ In Crore

Particulars	Property, Plant and Equipment															
	Free Hold Land	Buildings, Roads and Civil Infrastructure	Computer Hardware	Land Development cost	Office Equipment	Plant & Equipment	Furniture & Fixture	Vehicles	Dredged Channels	Marine Structures	Railway Tracks	Tugs and Boats	Railway Wagons	Aircraft	Project Assets	Total
Cost																
As at April 1, 2020	**2,044.35**	**4,660.36**	**129.21**	**1,170.02**	**156.22**	**9,466.26**	**233.44**	**41.91**	**4,000.35**	**4,809.56**	**985.76**	**2,200.08**	**447.53**	**307.67**	**1,087.25**	**31,739.97**
Acquisitions through Business Combination	217.41	2,946.35	1.98	-	2.73	2,523.72	44.52	13.36	1,661.46	1,215.53	170.22	-	-	32.72	-	8,830.00
Acquisitions	2,507.42	-	-	-	-	-	-	-	-	-	-	-	-	-	-	2,507.42
Additions	42.67	487.74	30.71	91.15	24.69	508.87	11.18	1.96	145.76	13.23	31.56	168.43	45.82	11.22	28.63	1,643.62
Deductions/ Adjustment	(0.16)	(4.62)	(6.40)	(0.49)	(9.80)	(43.29)	(6.19)	(3.24)	-	(0.42)	-	(0.03)	(0.35)	(135.03)	(33.87)	(243.89)
Exchange difference	-	(6.14)	-	-	0.34	1.72	-	-	(2.92)	(8.96)	(1.49)	-	-	(1.57)	(0.64)	(19.66)
As at March 31, 2021	**4,811.69**	**8,083.69**	**155.50**	**1,260.68**	**174.18**	**12,457.28**	**282.95**	**53.99**	**5,804.65**	**6,028.94**	**1,186.05**	**2,368.48**	**493.00**	**215.01**	**1,081.37**	**44,457.46**
Acquisitions through Business Combination (refer note 38(i))	715.35	180.28	0.41	122.00	0.29	1,236.56	1.99	0.48	-	-	274.97	-	-	-	-	2,532.33
Acquisitions (refer note 38(ii))	8.32	16.12	0.03	-	0.03	9.55	0.11	0.03	-	-	-	-	-	-	-	34.19
Additions	100.80	389.69	37.20	329.15	21.77	663.84	9.15	8.46	167.86	78.92	21.54	408.42	267.99	-	50.86	2,555.65
Deductions/ Adjustment	(2.73)	(3.96)	(2.76)	-	(2.45)	(58.80)	(0.95)	(14.37)	-	(7.07)	-	-	(14.66)	-	(1.28)	(109.03)
Exchange difference	-	(0.12)	(0.17)	-	(0.01)	0.28	(0.03)	-	-	-	-	-	-	0.11	1.05	1.11
Loss of Control		(24.38)	(0.10)	-	(0.01)	(87.00)	(0.01)	(0.02)	-	-	-	-	-	-	-	(111.52)
Held for Sale		(0.58)	(1.77)	-	(0.72)	(0.27)	(0.39)	-	-	-	-	-	-	-	-	(3.73)
As at March 31, 2022	**5,633.43**	**8,640.74**	**188.34**	**1,711.83**	**193.08**	**14,221.44**	**292.82**	**48.57**	**5,972.51**	**6,100.79**	**1,482.56**	**2,776.90**	**746.33**	**215.12**	**1,132.00**	**49,356.46**
Accumulated Depreciation																
As at April 1, 2020	**-**	**881.09**	**68.84**	**153.29**	**79.14**	**2,312.15**	**38.23**	**22.92**	**409.19**	**403.32**	**405.70**	**527.88**	**71.00**	**87.83**	**534.47**	**5,995.05**
Depreciation for the year	-	231.60	24.58	54.07	23.41	827.01	24.73	8.40	126.49	138.86	81.84	142.56	39.98	22.06	88.86	1,834.45
Deductions/ Adjustment	-	(4.52)	(6.39)	13.35	(9.76)	(38.19)	(5.95)	(5.23)	-	(0.42)	-	(0.02)	(0.23)	(95.03)	(24.28)	(176.67)
Exchange difference	-	-	-	-	0.10	13.02	-	-	-	-	-	-	-	-	-	13.12
As at March 31, 2021	**-**	**1,108.17**	**87.03**	**220.71**	**92.89**	**3,113.99**	**57.01**	**26.09**	**535.68**	**541.76**	**487.54**	**670.42**	**110.75**	**14.86**	**599.05**	**7,665.95**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

3. Property, Plant and Equipment, Right of use assets, other Intangible Assets, Goodwill and Capital Work-in-Progress (Contd...)

₹ In Crore

Particulars	Property, Plant and Equipment														
	Free Hold Land	Buildings, Roads and Civil Infrastructure	Computer Hardware	Land Development cost	Office Equipment	Plant & Equipment	Furniture & Fixture	Vehicles	Dredged Channels	Marine Structures	Railway Tracks	Tugs and Boats	Railway Wagons	Aircraft	Project Assets	Total
Depreciation for the year	-	279.68	27.80	58.25	24.67	1,032.46	40.42	10.47	151.62	156.00	99.14	158.75	51.20	18.14	87.83	2,196.43
Deductions/ Adjustment	-	(0.82)	(2.14)	-	(1.16)	(28.65)	(0.66)	(12.32)	-	(0.23)	-	-	(0.10)	-	(1.15)	(47.23)
Exchange difference	-	(0.01)	(0.04)	-	(0.01)	(0.02)	-	-	-	-	-	-	-	-	-	(0.08)
Loss of Control	-	(1.93)	(0.04)	-	-	(31.67)	(0.01)	(0.01)	-	-	-	-	-	-	-	(33.66)
Held for Sale	-	(0.06)	(1.21)	-	(0.51)	(0.13)	(0.18)	-	-	-	-	-	-	-	-	(2.09)
As at March 31, 2022	**-**	**1,385.03**	**111.40**	**278.96**	**115.88**	**4,085.98**	**96.58**	**24.23**	**687.30**	**697.53**	**586.68**	**829.17**	**161.85**	**33.00**	**685.73**	**9,779.32**
Net Block																
As at March 31, 2021	4,811.69	6,975.52	68.47	1,039.97	81.29	9,343.29	225.94	27.90	5,268.97	5,487.18	698.51	1,698.06	382.25	200.15	482.32	36,791.51
As at March 31, 2022	**5,633.43**	**7,255.71**	**76.94**	**1,432.87**	**77.20**	**10,135.46**	**196.24**	**24.34**	**5,285.21**	**5,403.26**	**895.88**	**1,947.73**	**584.48**	**182.12**	**446.27**	**39,577.14**

Notes :-

a) Depreciation of ₹29.71 crore (previous year ₹31.93 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/land development cost of ₹ 21.84 crore (previous year ₹26.67 crore) and 339 acres of land for which title clearance is under process.

c) Plant & Equipment includes cost of Water Pipeline amounting to ₹3.37 crore (Gross) (previous year ₹ 3.37 crore), accumulated depreciation ₹2.75 crore (previous year ₹ 2.37 crore) which is constructed on land not owned by the Company.

d) Land development cost on leasehold land includes costs incurred towards reclaimed land of ₹859.11 crore (previous year ₹ 840.60 crore), accumulated depreciation ₹ 201.37 crore (previous year ₹165.56 crore). The cost has been estimated by the management, being cost allocated out of the dredging activities approximate the actual cost.

e) Reclaimed land measuring 1,093.53 hectare are pending to be registered in the name of the Company.

f) Project Assets includes dredgers and earth moving equipments.

g) Free hold Land and lease hold land includes Land given on Operating Lease Basis:

Gross Block as at March 31, 2022 : ₹6.71 crore (previous year ₹6.71 crore)

Accumulated Depreciation as at March 31, 2022 : ₹0.41 crore (previous year ₹0.36 crore)

Net Block as at March 31, 2022 : ₹6.30 crore (previous year ₹6.35 crore)

h) Plant & Equipment includes electrical installation of ₹13.04 Crore and accumulated depreciation of ₹8.04 Crore (previous year ₹13.04 Crore and accumulated depreciation of ₹6.85 Crore) for setting up of 66 kVA infrastructure facilities for providing power connection to the port facilities of subsidiary companies.

i) The amount of borrowing costs capitalised during the year ended March 31, 2022 was ₹28.87 Crore (previous year ₹8.13 Crore). The rate used to determine the amount of borrowing costs eligible for capitalisation was ranging from 3.38% to 9%, which is the effective interest rate of the specific borrowing.

j) The subsidiary 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 capitalised as leasehold land development.

k) Building and plant & equipments includes warehouses given on Operating Lease Basis :

Gross Block as at March 31, 2022 : ₹70.58 crore (previous year ₹Nil)

Accumulated Depreciation as at March 31, 2022 : ₹3.48 crore (previous year ₹Nil)

Net Block as at March 31, 2022 : ₹67.10 crore (previous year ₹Nil)

l) Refer footnote to note 14 and 18 for security / charges created

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

3. Property, Plant and Equipment, Right of use assets, other Intangible Assets, Goodwill and Capital Work-in-Progress (Contd...)

(b) Right-of-Use Assets

₹ in Crore

Particulars	Land	Building	Plant & Equipment	Railway Wagons	Vehicles	Total
Cost						
As at April 1, 2020	**1,636.08**	**60.95**	**38.52**	**95.82**	**7.48**	**1,838.85**
Acquisitions through Business Combination	222.54	-	-	-	-	222.54
Additions	64.09	-	-	-	-	64.09
Deductions/Adjustment	-	-	(0.53)	-	-	(0.53)
Exchange difference	(39.78)	-	-	-	1.57	(38.21)
As at March 31, 2021	**1,882.93**	**60.95**	**37.99**	**95.82**	**9.05**	**2,086.74**
Acquisitions through Business Combination (refer note 38(i))	161.36	-	-	-	-	161.36
Acquisitions (refer note 38(ii))	22.06	-	-	-	-	22.06
Additions	1,449.20	11.84	4.29	-	8.35	1,473.68
Deductions/Adjustment	(3.71)	-	-	-	-	(3.71)
Exchange difference	(118.88)	-	-	-	0.17	(118.71)
Loss of Control	(11.12)	-	-	-	-	(11.12)
Held for sale	(628.79)	-	-	-	-	(628.79)
As at March 31, 2022	**2,753.05**	**72.79**	**42.28**	**95.82**	**17.57**	**2,981.51**
Accumulated Depreciation						
As at April 1, 2020	**61.81**	**5.88**	**15.25**	**10.26**	**2.69**	**95.89**
Depreciation for the year	52.00	5.88	15.08	10.57	2.75	86.28
Deductions/Adjustment	(13.94)	-	-	-	-	(13.94)
Exchange difference	(1.55)	-	-	-	0.69	(0.86)
As at March 31, 2021	**98.32**	**11.76**	**30.33**	**20.83**	**6.13**	**167.37**
Depreciation for the year	77.10	9.13	9.81	10.57	5.22	111.83
Deductions/Adjustment	2.51	-	-	-	-	2.51
Exchange difference	(4.51)	-	-	-	0.64	(3.87)
Loss of Control	(1.24)	-	-	-	-	(1.24)
Held for sale	(39.42)	-	-	-	-	(39.42)
As at March 31, 2022	**132.76**	**20.89**	**40.14**	**31.40**	**11.99**	**237.18**
Net Block						
As at March 31, 2021	1,784.61	49.19	7.66	74.99	2.92	1,919.37
As at March 31, 2022	**2,620.29**	**51.90**	**2.14**	**64.42**	**5.58**	**2,744.33**

Notes

a) 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.

b) 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.

c) 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.

d) Refer footnote to note 14 and 18 for security / charges created

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

3. Property, Plant and Equipment, Right of use assets, other Intangible Assets, Goodwill and Capital Work-in-Progress (Contd...)

(c) Other Intangible Assets

₹ in Crore

Particulars	Software	Railway License Fee	Service Concession Assets/Port Infrastructure Rights	Right to operate port	Customer Contract	Customer Relationship	Non-compete agreement	Total
Cost								
As at April 1, 2020	**132.43**	**40.81**	**2,359.82**	**123.80**	**-**	**-**	**15.50**	**2,672.36**
Acquisitions through Business Combination	0.77	-	-	3,791.23	-	-	-	3,792.00
Additions	10.00	-	4.99	-	-	-	-	14.99
Deductions/Adjustment	(9.22)	-	(0.86)	-	-	-	-	(10.08)
Exchange difference	4.04	-	4.96	-	-	-	-	9.00
As at March 31, 2021	**138.02**	**40.81**	**2,368.91**	**3,915.03**	**-**	**-**	**15.50**	**6,478.27**
Acquisitions through Business Combination (refer note 38(i))	-	-	-	-	2,539.20	741.90	-	3,281.10
Additions	79.35	-	9.71	-	-	-	275.00*	364.06
Deductions/Adjustment	(2.13)	-	(9.63)	-	-	-	-	(11.76)
Exchange difference	0.42	-	0.53	-	-	-	-	0.95
Loss of Control	(0.01)	-	-	-	-	-	-	(0.01)
Held for Sale	(1.23)	-	(392.76)	-	-	-	-	(393.99)
As at March 31, 2022	**214.42**	**40.81**	**1,976.76**	**3,915.03**	**2,539.20**	**741.90**	**290.50**	**9,718.62**
Accumulated Amortisation & Impairment								
As at April 1, 2020	**68.39**	**13.16**	**634.76**	**10.62**	**-**	**-**	**5.05**	**731.98**
Amortisation for the year	22.62	3.26	129.75	55.17	-	-	7.74	218.54
Deductions/Adjustment	(8.69)	-	(0.30)	-	-	-	-	(8.99)
Exchange difference	1.56	-	2.15	-	-	-	-	3.71
As at March 31, 2021	**83.88**	**16.42**	**766.36**	**65.79**	**-**	**-**	**12.79**	**945.24**
Amortisation for the year	22.80	3.26	130.54	104.56	110.40	32.26	57.26	461.08
Deductions/Adjustment	(2.09)	-	(4.38)	-	-	-	-	(6.47)
Exchange difference	0.31	-	0.48	-	-	-	-	0.79
Loss of Control	-	-	-	-	-	-	-	-
Held for Sale	(1.05)	-	(252.63)					(253.68)
As at March 31, 2022	**103.85**	**19.68**	**640.37**	**170.35**	**110.40**	**32.26**	**70.05**	**1,146.96**
Net Block								
As at March 31, 2021	54.14	24.39	1,602.55	3,849.24	-	-	2.71	5,533.03
As at March 31, 2022	**110.57**	**21.13**	**1,336.39**	**3,744.68**	**2,428.80**	**709.64**	**220.45**	**8,571.66**

* Amounts paid for geographical exclusivity for a period of 5 years and has been amortised accordingly.

Notes

a) Refer footnote to note 14 and 18 for security / charges created

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

3. Property, Plant and Equipment, Right of use assets, other Intangible Assets, Goodwill and Capital Work-in-Progress (Contd...)

(d) Goodwill

₹ in Crore

Particulars	March 31, 2022	March 31, 2021
Carrying value at the beginning of the year	4,047.05	3,286.25
Amount recognised through acquisitions and business combinations. (refer note 38(i))	1,870.78	760.41
Forex movement	0.05	0.39
Carrying value at the end of the year (refer note 44)	**5,917.88**	**4,047.05**

(e) Capital Work-in-Progress

₹ in Crore

Particulars	March 31, 2022	March 31, 2021
Opening	3,697.13	3,216.33
Additions	3,601.10	1,832.68
Capitalised during the year	(2,996.43)	(1520.32)
Acquisition Adjustment	53.59	168.44
Asset Held for Sale	(345.15)	-
Loss of Control	(24.48)	-
Closing	**3,985.76**	**3,697.13**

Refer footnote to note 14 and 18 for security / charges created

Capital Work-in-Progress (CWIP) Ageing

As at March 31, 2022

₹ in Crore

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
Projects in Progress	1,738.30	585.74	563.68	1,098.04	3,985.76
Total	**1,738.30**	**585.74**	**563.68**	**1,098.04**	**3,985.76**

As at March 31, 2021

₹ in Crore

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
Projects in Progress	1,275.02	956.21	647.95	817.95	3,697.13
Total	**1,275.02**	**956.21**	**647.95**	**817.95**	**3,697.13**

Material Projects whose completion is overdue or has exceeded its cost compared to its original plan

As at March 31, 2022

₹ in Crore

Particulars	To be Completed in				
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
Development of Vizhinjam International Deepwater Multipurpose Seaport	286.88	272.41	413.08	954.57	1,926.94
Total	**286.88**	**272.41**	**413.08**	**954.57**	**1,926.94**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

3. Property, Plant and Equipment, Right of use assets, other Intangible Assets, Goodwill and Capital Work-in-Progress (Contd...)

As at March 31, 2021

₹ in Crore

Particulars	To be Completed in				
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
Development of Vizhinjam International Deepwater Multipurpose Seaport	273.57	413.65	430.18	823.78	1,941.18
Total	**273.57**	**413.65**	**430.18**	**823.78**	**1,941.18**

4. a) Investments accounted using Equity Method

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
In Equity Shares of Joint Venture Entities and Associates		
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 37 (b) and 35 (ii) (a))	-	-
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 37 (b))	-	-
30,60,000 (previous year 30,60,000) fully paid Equity Shares of ₹10 each of Adani NYK Auto Logistics Solutions Private Limited (refer note 37 (b))	0.73	2.08
2,02,00,000 (previous year 2,02,00,000) fully paid Equity Shares of ₹10 each of Adani Total Private Limited (refer note (iii) (iv) below & note 37 (b))	1,174.85	647.40
25,500 (Previous year Nil) fully paid Equity Shares of ₹10 each of EZR Technologies Private Limited	0.03	-
50,000 (Previous year 50,000) fully paid Equity Shares of ₹10 each of Dighi Roha Rail Limited	0.05	0.05
74,000 (Previous year 64,000) fully paid Equity Shares of ₹10 each of Adani KP Agriwarehousing Private Limited	14.19	-
21,65,86,700 (previous year Nil) fully paid Equity Shares of ₹10 each of Gangavaram Port Limited (refer note (iv) below & 37 (b))	2,800.33	-
	3,990.18	**649.53**

b) Other Investments

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Unquoted		
In Equity Shares of Company (Investment at fair value through OCI) (refer note (ii) below)		
5,00,00,000 (previous year 5,00,00,000) fully paid Equity Shares of ₹10 each of Kutch Railway Company Limited	275.00	262.50
1,73,30,000 (previous year 1,73,30,000) fully paid Equity Shares of ₹10 each of Bharuch Dahej Railway Company Limited	19.05	20.78
Nil (previous year 5,50,000) fully paid Equity Shares of ₹10 each of Mundra Solar Technopark Private Limited (refer note 38 (i) (4))	-	0.94
1,000 (previous year 1,000) fully paid Equity Shares of AUD 1 each of NQXT Port Pty Limited (formerly known as Mundra Port Pty Limited)	-*	-*
14,001 (previous year 14,001) fully paid Equity Shares of ₹10 each of Ambily Technologies Private Limited	0.01	0.01

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

4. Other Investments (Contd...)

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
50,000 (previous year 50,000) fully paid Equity Share of ₹10 each of Mundra LPG Terminal Private Limited	0.05	0.05
50,000 (previous year 50,000) fully paid Equity Share of ₹10 each of Adani Dhamra LPG Terminal Private Limited	0.05	0.05
8,10,00,000 (previous year 8,10,00,000) fully paid Equity Share of ₹10 each of Krishnapatnam Railway Company Limited	70.70	84.70
36,00,000 (previous year 1,99,000) fully paid Equity Share of ₹10 each of Blyth Wind Park Private Limited	7.20	0.20
200 (previous year 200) Fully paid Equity Shares of ₹10 each of Investment in TCP Limited	0.01	0.01
Others (Investment at fair value through OCI)		
Secured Loan to Other Classified as Equity in Nature (refer note (v) below)	230.00	-
Total FVTOCI Investment	**602.07**	**369.24**
In Debenture (Valued at amortised cost)		
Nil (previous year 35,15,625) 7.7% Zero Coupon Compulsory Convertible Debentures of ₹20 each of Blyth Wind Park Private Limited	-	7.03
In Government Securities (valued at amortised cost)		
National Savings Certificates (Lodged with Government Department) & others	-*	-*
In preference shares of Joint Venture Entities (Investment at fair value through profit or loss)		
3,10,03,627 (Previous Year - 1,39,16,081) fully paid Compulsorily Convertible Preference shares of ₹225 each of Adani Total Private Limited	191.59	71.59
Other Investment (Investment valued at fair value through profit and loss)		
1,14,203 units (previous year Nil) of Special Infrastructure Investment Scheme of ASSIS	1,129.49	-
	1,923.15	**447.86**

-* Figures being nullified on conversion to Rs in crore.

Notes:

i) Aggregate amount of unquoted investments as at March 31, 2022 ₹5,913.33 crore (previous year ₹1,097.39 crore).

ii) Reconciliation of Fair value measurement of the investments

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Opening Balance	369.24	278.76
Add : Investment made during the year	237.00	115.49
Less:- Reduction on account of Business Combination	(0.55)	
Fair value loss recognised in Other comprehensive income (net)	(3.62)	(25.01)
Closing Balance	**602.07**	**369.24**

iii) Value of Deemed Investment accounted in joint venture entities in terms of fair valuation under Ind AS 109

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Adani Total Private Limited	782.08	264.66

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

4. Other Investments (Contd...)

iv) Movement of Investment accounted using equity method of material joint venture/associate

Particulars	Adani Total Private Limited	Gangavaram Port Limited
	₹ In Crore	₹ In Crore
Opening Carrying value of Investment as on April 01, 2020	632.22	-
Fair Value Adjustments & others	26.32	-
Share of joint venture & associates	(11.14)	-
Closing Carrying Value of Investment as on March 31, 2021	**647.40**	-
Investment made during the year	-	2,624.88
Fair Value Adjustments & others	476.16	-
Share of joint venture & associates	51.29	175.45
Closing Carrying Value of Investment as on March 31, 2022	**1,174.85**	**2,800.33**

V) During the year, the subsidiary company has given loan amounting to ₹196.25 crores and ₹33.75 crores on November 25, 2021 and March 23, 2022 respectively to an Assets Reconstruction Company (ARC)* to invest into Security receipts of an Assets Reconstruction Trusts (ARC Trusts)# through transaction dated November 25, 2021 and March 23, 2022. The said amounts advanced to ARC are secured by security receipts issued by the ARC Trusts.

Considering requirement of Ind AS 32 – Financial Instruments – Classification and terms of the instrument, the amount advanced has been assessed and classified as 'Equity' in nature and disclosed as Secured Loan classified as Equity in Nature and designated as FVTOCI as the investment is not held for trading purpose and disclosing their fair value fluctuation in profit or loss will not reflect the purpose of holding.

As on March 31, 2022, Management has assessed, on the basis of the fair valuation report of the underlying security receipts, that fair value of the instrument approximates to it's carrying value and accordingly, no adjustment is required to be made with regards to change in fair value of the instrument in financial statement for the year ended March 31, 2022.

* Omkara Assets Reconstruction Private Limited

Omkara ARC Trusts PS 14-18/ 2021-22

5. Trade Receivables

(unsecured, unless otherwise stated)

Particulars	Current portion	
	March 31, 2022	March 31, 2021
	₹ In Crore	₹ In Crore
Trade Receivables		
Considered good	2,563.10	3,008.81
Credit Impaired	25.83	28.85
	2,588.93	3,037.66
Less : Allowances for expected credit loss ("ECL")	(119.25)	(111.95)
	2,469.68	**2,925.71**
Customers' Bill Discounted (refer note (c) below)	299.24	539.81
Other Trade Receivables	2,170.44	2,385.90
Total Trade Receivables	**2,469.68**	**2,925.71**

Refer note 32 for related party balances

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.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

5. Trade Receivables (Contd...)

b) Generally, as per credit terms trade receivables are collectable within 30-60 days although the Group provides extended credit period with interest between 7.5% to 9% considering business and commercial arrangements with the customers including with the related parties.

c) The Carrying amounts of the trade receivables include receivables amounting to ₹299.24 crore (previous year ₹539.81 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 18.

d) Trade receivables ageing schedules

As on March 31, 2022

₹ in Crore

Sr No	Particulars	Not Due	Outstanding for following periods from due date of payment					Total
			Less than 6 months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 years	
1	Undisputed Trade receivables - Considered good	1,156.80	835.27	227.20	73.27	28.32	50.94	2,371.80
2	Undisputed Trade receivables - Credit Impaired	-	0.13	1.24	1.58	0.97	10.36	14.28
3	Disputed Trade receivables - Considered good	1.92	10.48	16.91	16.32	48.68	96.99	191.30
4	Disputed Trade receivables - Credit Impaired	-	-	-	-	8.35	3.20	11.55
		1,158.72	**845.88**	**245.35**	**91.17**	**86.32**	**161.49**	**2,588.93**
	Less:- Allowances for expected credit loss ("ECL")							(119.25)
	Total							**2,469.68**

As on March 31, 2021

₹ in Crore

Sr No	Particulars	Not Due	Outstanding for following periods from due date of payment					Total
			Less than 6 months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 years	
1	Undisputed Trade receivables - Considered good	1,575.81	934.10	86.04	90.07	53.18	108.29	2,847.49
2	Undisputed Trade receivables - Credit Impaired	-	0.20	0.99	1.01	1.95	6.91	11.06
3	Disputed Trade receivables - Considered good	1.21	6.30	8.99	48.68	83.12	13.87	162.17

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

5. Trade Receivables (Contd...)

₹ in Crore

Sr No	Particulars	Not Due	Outstanding for following periods from due date of payment					Total
			Less than 6 months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 years	
4	Disputed Trade receivables - Credit Impaired	-	-	-	8.35	-	8.59	16.94
		1,577.02	**940.60**	**96.02**	**148.11**	**138.25**	**137.66**	**3,037.66**
	Less:- Allowances for expected credit loss ("ECL")							(111.95)
	Total							**2,925.71**

6. Loans

(Unsecured unless otherwise stated)

Particulars	Non-current portion		Current portion	
	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Loans to Joint Venture Entities				
- Considered Good	484.41	751.26	61.77	68.00
Loans to others (refer note below)				
- Considered Good	87.00	235.00	1,240.65	1,014.81
	571.41	**986.26**	**1,302.42**	**1,082.81**

Note:

Loans/ Inter Corporate deposits given from time to time are based on terms approved by the Finance Committee of the Board of Directors of the Company/the board of Directors of the subsidiary entities as per the Treasury Policy, as permitted by the Articles of Association, and their repayment along with interest are guaranteed by unconditional and irrevocable Letter of Indemnity and Undertaking by a related party. (Refer note 3 to the Statement of Cashflows, Credit Risk section under (B) in note 34.3, and note 32 on Related Parties.)

7. Other Financial Assets

Particulars	Non-current portion		Current portion	
	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Security deposits (refer note 35(i))				
- Considered good	2,837.54	3,291.97	26.35	235.39
- Considered doubtful	-	-	7.27	7.27
	2,837.54	3,291.97	33.62	242.66
Allowances for doubtful deposit	-	-	(7.27)	(7.27)
	2,837.54	3,291.97	26.35	235.39
Loans and Advances to Employees	1.85	1.62	3.38	3.22
Lease Receivable (refer note (b) below)	1,401.23	1,481.31	58.48	36.68
Interest Accrued	200.27	93.47	360.59	351.51
Non Trade Receivable	-	-	36.60	3.34

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

7. Other Financial Assets (Contd...)

Particulars	Non-current portion		Current portion	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
	₹ In Crore	₹ In Crore	₹ In Crore	₹ In Crore
Asset under Service Concession Arrangement	137.26	119.24	17.13	19.77
Derivative Instruments / Forward Contracts Receivable	1.22	-	0.34	15.05
Advance for land consideration (refer note (a) below)	18.18	23.24	5.19	4.77
Insurance Claim Receivables	-	-	15.00	30.00
Gratuity Assets (refer note 29)	-	-	0.21	0.11
	4,597.55	**5,010.85**	**523.27**	**699.84**

Note:

a) Advance for land consideration are payments towards cost of acquisition of land for port development which is acquired and owned by Government of Odisha and leased to one of the subsidiary, the payment of which has been borne by subsidiary. The payments so made by the subsidiary are being adjusted against revenue share dues payable to the government from the commencement date of commercial operations in annual equal instalments over 15 years.

b) 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, 2022		March 31, 2021	
	Gross Investment in the lease	Present Value of MLPR	Gross Investment in the lease	Present Value of MLPR
Within One Year	157.88	127.63	129.47	120.20
After one year but not later than five years	587.98	383.28	593.28	417.21
More than five years	2,925.97	948.80	3,054.63	980.58
Total minimum lease receivables	3,671.83	1,459.71	3,777.38	1,517.99
Less: Amounts representing finance charges	(2,212.12)	-	(2,259.39)	-
Present value of minimum lease receivables	**1,459.71**	**1,459.71**	**1,517.99**	**1,517.99**

c) Inter Corporate Deposits ("ICD") aggregating to ₹199.05 crore extended by the Company to Adani International Container Terminal Private Limited ("AICTPL") is treated as subordinated loan to the Senior Secured USD Notes ("Notes") issued by AICTPL, as per the terms of the Notes (which was also approved by the Company).

Further interest and principal repayment in respect of this shareholder loan or ICDs can be made only from the surplus funds transferred to the Distribution Account by AICTPL in accordance with the Operating Account Waterfall (as defined in the terms of the Notes). As of March 31, 2022, accrued interest receivable on this loan is ₹6.34 crore, the same can be paid by AICTPL only from the surplus funds transferred to the said Distribution Account. The Company being one of the shareholder has agreed the above terms of arrangement and hence non-repayment of interest during the year has not been considered as default.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

8. Other Assets

Particulars	Non-current portion		Current portion	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
	₹ In Crore	₹ In Crore	₹ In Crore	₹ In Crore
Capital advances (refer note (a) & (e) below)	1,042.55	1,009.52	-	-
Balance with Government Authorities (refer note (d) below)	324.29	288.51	259.80	361.67
Prepaid Expenses	17.38	14.23	99.57	99.93
Accrued revenue	-	7.23	72.36	64.90
Contract Assets (refer note (b) below)	-	-	135.83	135.92
Advances recoverable other than in cash				
To others	-	0.02	114.84	230.54
To related parties	-	111.35	4.31	120.24
Deferred Rent	14.22	10.71	-	-
Export benefits and Other receivables (refer note (c) below)	25.00	430.17	-	-
Taxes recoverable (net) (refer note 27)	824.76	630.37	-	-
	2,248.20	**2,502.11**	**686.71**	**1,013.20**

Notes:

a) Capital advance includes ₹391.90 crore (previous year ₹273.58 crore) paid to various parties and government authorities towards purchase of land.

b) 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 customer, the amounts recognised as contract assets are reclassified to financial assets.

c) On September 23, 2021 DGFT issued a notification, which restricts the Group's eligibility for SEIS benefits and also restricts the benefit up to ₹5 crore per entity for FY 2019-20, pursuant to which the SEIS receivable amounting to ₹405.19 crore pertaining to FY 2019-20 has been written off during the year and is shown as exceptional item. However, the Group has contested the legality and retrospective application of the said notification.

d) Balance with Government Authorities includes ₹10 crore paid to Kamarajar Port Limited ("KPL") as a deposit. (refer note 36(p)

e) Capital advance is net of allowances for doubtful advance amounting to ₹10.59 crore (previous year ₹10.59 crore)

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

9. Inventories (At lower of cost and Net realisable value)

Particulars	Non-current portion		Current portion	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
	₹ In Crore	₹ In Crore	₹ In Crore	₹ In Crore
Stores and Spares, Fuel and Lubricants	-	-	381.19	374.42
Project work in progress (refer note 48)	-	-	-	617.43
	-	**-**	**381.19**	**991.85**

10. Current Investments

Particulars	March 31, 2022	March 31, 2021
	₹ In Crore	₹ In Crore
Unquoted mutual funds (valued at fair value through profit or loss)		
Nil (previous year 4.78 units) of ₹1000 each in IDFC cash fund Mutual Fund	-	-*
Nil (previous year 1,60,593 units) of ₹3,351.73 each in SBI Mutual Fund	-	53.82
14,29,238.51 units (previous year Nil) of ₹114.61 each in ICICI Prudential Overnight Fund Direct Plan	16.38	-
7,691.12 units (previous year Nil) of ₹3,333.09 each in SBI Premier Liquid Fund - Direct Plan - Growth	2.56	-
83,203.32 units (previous year Nil) of ₹3,461.35 each in SBI Overnight Fund Direct Growth	28.80	-
195.12 units (previous year Nil) of ₹2,747.62 each in Edelweiss Liquid Fund - Direct Plan Growth	0.05	-
Nil (previous year 2,12,744 units) of ₹1,112.93 each in Aditya Birla Mutual Fund	-	23.68
Nil units (previous year 1,21,84,579 units) of ₹110.98 each in ICICI Mutual Fund	-	135.24
Investment in Pass Through Certificate (Valued at Amortised Cost)		
Nil (previous year 1,00,000 units) of Pass Through Certificate	-	926.02
	47.79	**1,138.76**
-* Figures being nullified on conversion to ₹ in crore		
Aggregate carrying value of unquoted Mutual Funds	47.79	212.74
Aggregate net assets value of unquoted Mutual Funds	47.79	212.74
Aggregate carrying value of unquoted investment in Pass Through Certificate		926.02

11. Cash and Bank Balances

Particulars	Non-current portion		Current portion	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
	₹ In Crore	₹ In Crore	₹ In Crore	₹ In Crore
Cash and cash equivalents				
Balance in current account*	-	-	8,391.01	3,686.90
Deposits with original maturity of less than three months	-	-	205.64	510.91
Cash on hand	-	-	0.12	0.23
	-	-	**8,596.77**	**4,198.04**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

11. Cash and Bank Balances (Contd...)

Particulars	Non-current portion		Current portion	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
	₹ In Crore	₹ In Crore	₹ In Crore	₹ In Crore
Other bank balances				
Bank Deposit with maturity of more than 12 months	-	6.51	-	-
In Current Account (earmarked for Unpaid Dividend)	-	-	1.96	1.50
Deposits with original maturity over 3 months but less than 12 months	-	-	486.61	474.40
Margin Money Deposits (refer note (i) below)	1,954.49	82.91	1,406.75	26.84
	1,954.49	89.42	1,895.32	502.74
Amount disclosed under Non-Current Financial Assets in Balance Sheet	(1,954.49)	(89.42)	-	-
	-	**-**	**1,895.32**	**502.74**

Notes:

(i) Margin Money Deposits (net of overdraft facilities of ₹2,106.49 crore (Previous year ₹1,961.09 crore)) aggregating to ₹3,361.24 crore (previous year ₹109.75 crore) are pledged / lien against bank guarantees, letter of credit and other credit facilities.

(ii) For the purpose of Statement of Cash Flows, cash and cash equivalents comprises the following

Particulars	March 31, 2022	March 31, 2021
	₹ In Crore	₹ In Crore
Balance in current account	8,391.01	3,686.90
Deposits with original maturity of less than three months	205.64	510.91
Cash on hand	0.12	0.23
Cash and Cash Equivalents as per Balance Sheet*	**8,596.77**	**4,198.04**
Cash & Cash Equivalents attributable to Assets held for sale (refer note 39)	23.03	2.93
Cash and Cash Equivalents as per Cash Flow Statement	**8,619.80**	**4,200.97**

* includes cheques realised subsequent to the Balance Sheet date amounting ₹7,819.53 crore (Previous year ₹2,853.26 crore)

12. Share Capital

₹ in Crore

Particulars	March 31, 2022	March 31, 2021
Authorised share capital		
Equity share capital		
5,47,50,00,000 (previous year 4,97,50,00,000) Equity Shares of ₹2 each	1,095.00	995.00
Preference share capital		
50,00,000 (previous year 50,00,000) Non-Cumulative Redeemable Preference shares of ₹10 each	5.00	5.00
	1,100.00	**1,000.00**

Notes:

Pursuant to Composite Scheme of Arrangement, the authorized share capital of the Company has automatically stand increased by 50,00,00,000 equity shares upon scheme become effective (refer note 38 (i) (3)).

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

12. Share Capital (Contd...)

₹ in Crore

Particulars	March 31, 2022	March 31, 2021
Issued, subscribed and fully paid-up share capital		
2,11,23,73,230 (previous year 2,03,17,51,761) fully paid up Equity Shares of ₹2 each	422.47	406.35
	422.47	**406.35**

a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting year

Equity Shares	March 31, 2022		March 31, 2021	
	No.	₹ In Crore	No.	₹ In Crore
At the beginning of the year	2,03,17,51,761	406.35	2,03,17,51,761	406.35
Add: Issue of equity shares (refer note (ii) below)	1,00,00,000	2.00	-	-
Add: Issue of equity shares pursuant to Composite Scheme of Arrangement (refer note (iii) below)	7,06,21,469	14.12	-	-
Outstanding at the end of the year	**2,11,23,73,230**	**422.47**	**2,03,17,51,761**	**406.35**

Notes:

i) Terms/rights attached to equity shares

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.

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.

ii) On April 19, 2021, the Company has allotted 1,00,00,000 equity shares having face value of ₹2 each on preferential basis to Windy Lakeside Investment Limited at an issue price of ₹800 per share (including premium of ₹798 per share).

For the period of five years immediately preceding the date at which the Balance Sheet is prepared:-

iii) Aggregate number of 7,06,21,469 (upto March 31, 2021: Nil) equity shares of ₹2 each have been allotted, Pursuant to Composite Scheme of Arrangement (refer note 38 (i) (3)).

iv) Aggregate number of 3,92,00,000 (upto March 31, 2021: 3,92,00,000) equity shares bought back.

(b) Equity Component of Non-cumulative Redeemable Preference Shares

Particulars	March 31, 2022		March 31, 2021	
	No.	₹ In Crore	No.	₹ In Crore
At the beginning of the year	25,01,824	166.53	25,01,824	166.53
Add/(Less):- Movement during the year	-	-	-	-
Outstanding at the end of the year	**25,01,824**	**166.53**	**25,01,824**	**166.53**

i) Terms of Non-cumulative Redeemable Preference shares:

- The Company has outstanding 25,01,824 (previous year 25,01,824) 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 ₹ 247.68 crore (equivalent to ₹990 per share).

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

12. Share Capital (Contd...)

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 redeemable 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

Particulars	March 31, 2022		March 31, 2021	
	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)	79,93,53,935	37.84%	79,93,53,935	39.34%
ii) Adani Tradeline LLP	13,81,93,549	6.54%	13,81,93,549	6.80%
iii) Flourishing Trade and Investment Limited	11,44,54,607	5.42%	10,38,47,944	5.11%
iv) Life Insurance Corporation of India	20,95,27,194	9.92%	21,88,69,728	10.77%
Non-Cumulative Redeemable Preference Shares of ₹10 each fully paid up				
Priti G. Adani	5,00,365	20.00%	5,00,365	20.00%
Shilin R. Adani	5,00,364	20.00%	5,00,364	20.00%
Pushpa V. Adani	5,00,365	20.00%	5,00,365	20.00%
Ranjan V. Adani	5,00,455	20.00%	5,00,455	20.00%
Suvarna M. Adani	5,00,275	20.00%	5,00,275	20.00%
	25,01,824	**100.00%**	**25,01,824**	**100.00%**

d) Details of Equity Shares held by promoter and promoter group at the end of the year

As at March 31, 2022

Promoter and Promoter Group Name	No. of Shares at the end of the year	% of Total Shares	% Change during the year
Gautambhai Shantilal Adani	1	0.00%	-
Rajeshbhai Shantilal Adani	1	0.00%	-
Gautambhai Shantilal Adani & Rajeshbhai Shantilal Adani (on behalf of S.B. Adani Family Trust)	79,93,53,935	37.84%	-
Rajeshbhai Shantilal Adani & Shilin Rajeshbhai Adani (on behalf of Rajesh S. Adani Family Trust)	30,000	0.00%	-
Adani Properties Private Limited	16,85,000	0.08%	-
Adani Rail Infra Private Limited	7,06,21,469	3.34%	NA
Adani Tradeline LLP	13,81,93,549	6.54%	-
Worldwide Emerging Market Holding Limited	8,60,92,798	4.08%	11%
Afro Asia Trade and Investments Limited	8,99,45,212	4.26%	-

Notes to the Consolidated Financial Statements
for the year ended March 31, 2022

12. Share Capital (Contd...)

Promoter and Promoter Group Name	No. of Shares at the end of the year	% of Total Shares	% Change during the year
Emerging Market Investments DMCC	8,41,79,195	3.99%	-
Flourishing Trade And Investments Ltd	11,44,54,607	5.42%	10%
Total	**1,38,45,55,767**	**65.55%**	

As at March 31, 2021

Promoter and Promoter Group Name	No. of Shares at the end of the year	% of Total Shares	% Change during the year
Gautambhai Shantilal Adani	1	0.00%	-
Rajeshbhai Shantilal Adani	1	0.00%	-
Gautambhai Shantilal Adani & Rajeshbhai Shantilal Adani (on behalf of S.B. Adani Family Trust)	79,93,53,935	39.34%	-
Rajeshbhai Shantilal Adani & Shilin Rajeshbhai Adani (on behalf of Rajesh S. Adani Family Trust)	30,000	0.00%	-
Adani Properties Private Limited	16,85,000	0.08%	NA
Adani Tradeline LLP	13,81,93,549	6.80%	-
Worldwide Emerging Market Holding Limited	7,77,56,181	3.83%	-
Afro Asia Trade and Investments Limited	8,99,45,212	4.43%	-
Emerging Market Investments DMCC	8,41,79,195	4.14%	-
Flourishing Trade And Investments Ltd	10,38,47,944	5.11%	1454%
Universal Trade and Investments Ltd	-	0.00%	-100%
Total	**1,29,49,91,018**	**63.73%**	

e) Details of Non-Cumulative Redeemable Preference Shares held by promoter and promoter group at the end of the year

As at March 31, 2022

Promoter Group	No. of Shares at the end of the year	% of Total Shares	% Change during the year
Priti G. Adani	5,00,365	20%	-
Shilin R. Adani	5,00,364	20%	-
Pushpa V. Adani	5,00,365	20%	-
Ranjan V. Adani	5,00,455	20%	-
Suvarna M. Adani	5,00,275	20%	-
Total	**25,01,824**	**100%**	

As at March 31, 2021

Promoter Group	No. of Shares at the end of the year	% of Total Shares	% Change during the year
Priti G. Adani	5,00,365	20%	-
Shilin R. Adani	5,00,364	20%	-
Pushpa V. Adani	5,00,365	20%	-
Ranjan V. Adani	5,00,455	20%	-
Suvarna M. Adani	5,00,275	20%	-
Total	**25,01,824**	**100%**	

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

13. Other Equity

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Equity Component of Non Cumulative Redeemable Preference shares		
Opening Balance	166.53	166.53
Change during the year	-	-
Closing Balance	**166.53**	**166.53**

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Securities Premium		
Opening Balance	599.56	599.56
Add: Premium on issue of equity shares on preferential basis (refer note 12 (a) (ii))	798.00	-
Add: Premium on issue of equity shares pursuant to Composite Scheme of Arrangement (refer note (12(a) (iii))	4,754.10	-
Closing Balance	**6,151.66**	**599.56**

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.

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
General Reserve		
Opening Balance	2,765.97	2,719.80
Add- Transfer from Debenture Redemption Reserve	46.16	46.17
Closing Balance	**2,812.13**	**2,765.97**

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 statement of profit and loss.

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Debenture Redemption Reserve ("DRR")		
Opening Balance	556.69	477.20
Add: Transferred from Retained Earnings	122.21	125.66
Less: Transferred to General Reserve	(46.16)	(46.17)
Closing Balance	**632.74**	**556.69**

Note:-

The Company has issued redeemable non-convertible debentures. The Company has been creating Debenture Redemption Reserve (DRR) as per the relevant provisions of the Companies Act 2013. However, according to Companies (Share Capital and Debentures) Amendment Rules, 2019 effective from August 16, 2019, the Company is not required to create DRR on any fresh issue of Debentures. Accordingly, the Company has not created DRR on fresh issue of redeemable non-convertible debentures.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

13. Other Equity (Contd...)

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Capital Redemption Reserve ("CRR")		
Opening Balance	7.84	7.84
Change during the year	-	-
Closing Balance	**7.84**	**7.84**

Note:-

As per Companies Act, 2013, Capital redemption reserve is created when company purchases its own shares out of free reserves or securities premium. A sum equal to the nominal value of the shares so purchased is transferred to capital redemption reserve. The reserve is utilised in accordance with the provisions of section 69 of the Companies Act, 2013.

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Tonnage Tax Reserve		
Opening Balance	1,015.88	746.35
Add/(Less): Transferred from Retained Earnings	(24.75)	269.53
Closing Balance	**991.13**	**1,015.88**

Note:-

Subsidiary companies, The Adani Harbour Services Limited and Shanti Sagar International Dredging 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.

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Retained Earnings		
Opening Balance	24,875.68	20,292.17
Add : Profit attributable to equity holders of the parent	4,728.09	4,994.30
Less: Transfer from Other Comprehensive Income	-	(14.80)
Less : Dividend on shares	(1,020.88)	-
Less:- Adjustment on acquisition of non-controlling stake	(1,558.08)	-
Less : Transfer to Debenture Redemption reserve	(122.21)	(125.66)
Add/(Less) : Transfer to Tonnage Tax Reserve	24.75	(269.53)
Less : Remeasurement losses on defined benefit plans (net of tax)	(3.29)	(0.80)
Closing Balance	**26,924.06**	**24,875.68**

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.

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Capital Reserve		
Opening Balance	5.95	-
Add :-Addition on account of acquisition (refer note 38 (i) (2))	-	5.95
Closing Balance	**5.95**	**5.95**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

13. Other Equity (Contd...)

Note:-

The excess of fair value of net assets acquired over consideration paid in business combination is recognised as capital reserve on consolidation. The reserve is not available for distribution.

Other Comprehensive Income

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Foreign Currency translation reserve		
Opening Balance	34.16	40.48
Add/(Less):- Change during the year	(101.62)	(6.32)
Closing Balance	**(67.46)**	**34.16**

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.

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Cash Flow Hedge Reserve		
Opening Balance	(9.77)	(12.12)
Add/(Less):- Share of other comprehensive income of joint venture	33.99	2.35
Closing Balance	**24.22**	**(9.77)**

Note:-

The cash flow hedging reserve represents the cumulative effective portion of gains or losses arising on changes in fair value of designated portion of hedging instruments entered into for cash flow hedges. The cumulative gain or loss arising on changes in fair value of the designated portion of the hedging instruments that are recognised and accumulated under the heading of cash flow hedging reserve will be reclassified to profit or loss only when the hedged transaction affects the profit or loss, or included as a basis adjustment to the non-financial hedged item.

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Equity instrument through other comprehensive income		
Opening Balance	183.42	179.33
Add : Change in fair value of FVTOCI Equity Investments (net of tax)	(4.69)	(10.71)
Less:- Transfer to retained earnings	-	14.80
Closing Balance	**178.73**	**183.42**

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	**37,827.53**	**30,201.91**

Dividend Distribution made and proposed

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Cash Dividend on equity shares declared and paid		
Final Dividend for the year ended March 31, 2021 and March 31, 2020 (₹5 per share and ₹Nil) on 2,04,17,51,761 equity shares	1,020.88	-
	1,020.88	**-**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

13. Other Equity (Contd...)

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Proposed Dividend on Equity Shares		
Final Dividend for the year ended March 31, 2022 ₹5 per share (Previous year ₹5 per share) on 2,11,23,73,230 equity shares (Previous year 2,04,17,51,761 equity shares)	1,056.19	1,020.88
	1,056.19	**1,020.88**
Cash Dividend on Preference Shares declared and paid		
Dividend @ 0.01 % on Non-Cumulative Redeemable Preference Shares	-*	-*
Proposed Dividend on Preference Shares		
Dividend @ 0.01 % on Non-Cumulative Redeemable Preference Shares	-*	-*

-* Figure nullified in conversion of ₹ in crore

Proposed dividend on equity shares are in compliance with relevant section of the Companies Act, 2013 which is subject to approval at the annual general meeting and are not recognised as liability.

14. Non-Current Borrowings

Particulars	Non-current portion		Current portion	
	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Debentures				
15,000 (previous year 15,000) 8.50% Non Convertible Redeemable Debentures of ₹10,00,000 each Secured (Redeemable on April 12, 2030 (refer note (a) below)	1,487.03	1,485.95	-	-
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)	251.55	251.46	-	-
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)	1,589.45	1,587.59	-	-
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	-	-

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

14. Non-Current Borrowings (Contd...)

Particulars	Non-current portion		Current portion	
	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
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	-	-
9,000 (previous year 9,000) 6.50% Non Convertible Redeemable Debentures of ₹10,00,000 each Secured (Redeemable on September 11, 2023 (refer note (a) below)	896.01	893.48	-	-
6,000 (previous year 6,000) 7.25% Non Convertible Redeemable Debentures of ₹10,00,000 each Secured (Redeemable ₹500 crore on May 26, 2023 and ₹100 crore on June 01, 2023 (refer note (f) below)	598.15	596.67	-	-
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)	199.10	198.78	-	-
Nil (previous year 200) 10.50% Non Convertible Redeemable Debentures of ₹10,00,000 each Secured (Redeemed during current year) (refer note (b) below)	-	-	-	19.94
Nil (previous year 2,800) 7.5% Non Convertible Redeemable Debentures of ₹10,00,000 each Secured. (Redeemed during current year) (refer note (f) below)	-	-	-	280.00
1,647 (previous year 3,293) 10.50% Non Convertible Redeemable Debentures of ₹10,00,000 each Secured (Redeemable at three annual equal instalments commencing from March 02, 2021) (refer note (a) below)	-	164.66	164.66	164.67
10,000 (previous year Nil) 6.25% Non Convertible Redeemable Debentures of ₹10,00,000 each Secured (Redeemable at October 18, 2024) (refer note (g) below)	985.90	-	-	-

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

14. Non-Current Borrowings (Contd...)

Particulars	Non-current portion		Current portion	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
	₹ In Crore	₹ In Crore	₹ In Crore	₹ In Crore
Foreign currency Bonds				
4.375% Foreign Currency Bond priced at 238 basis points over the 10 years US Treasury Note (unsecured) (refer note (k) (ii))	5,640.68	5,433.56	-	-
4.00 % Foreign Currency Bond priced at 195 basis points over the 10 years US Treasury Note (unsecured) (refer note (k) (i))	3,759.40	3,617.74	-	-
3.375% Foreign Currency Bond priced at 150 basis points over the 5 years US Treasury Note (unsecured) (refer note (k) (iii))	4,908.91	4,725.26	-	-
4.20% Foreign Currency Bond priced at 376 basis points over the 7 years US Treasury Note (unsecured) (refer note (k) (iv))	5,653.58	5,447.13	-	-
3.10% Foreign Currency Bond priced at 205.50 basis points over the 10 years US Treasury Note (unsecured) (refer note (k) (v))	3,755.69	3,618.50	-	-
3.828% Foreign Currency Bond priced at 255 basis points over the 10.50 years US Treasury Note (unsecured) (refer note (k) (vi))	2,238.96	-	-	-
5% Foreign Currency Bond priced at 315.30 basis points over the 20 years US Treasury Note (unsecured) (refer note (k) (vii))	3,356.91	-	-	-
Preference shares				
Liability Component of Compound Financial Instrument - 0.01% Non Cumulative Redeemable Preference shares (unsecured) (refer note 12 (b))	115.35	105.83	-	-
Foreign currency loans:				
From banks (secured) (refer note (h), (i), l(i) to l(ii))	387.67	492.70	95.84	151.17
Rupee loans:				
From banks (secured) (refer note j, l(v) to l(xiv))	1,031.62	1,840.98	371.33	448.47
From Financial institutions (unsecured) (refer note (k) (viii))	-	-	-	1.20
From others (unsecured) (refer note l(xv) below)	2.52	2.48	-	-
Foreign currency letters of credit				
From banks (unsecured) (refer note (k) (ix), l(iii) to (iv) below)	533.00	172.76	54.82	-
	39,691.48	**32,935.53**	**686.65**	**1,065.45**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

14. Non-Current Borrowings (Contd...)

Particulars	Non-current portion		Current portion	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
	₹ In Crore	₹ In Crore	₹ In Crore	₹ In Crore
The above amount includes				
Secured borrowings	9,726.48	9,812.27	631.83	1,064.25
Unsecured borrowings	29,965.00	23,123.26	54.82	1.20
Amount disclosed under the head Current borrowing (refer note 18)	-	-	(686.65)	(1,065.45)
	39,691.48	**32,935.53**	**-**	**-**

Notes:

a) Debentures include Secured Non-Convertible Redeemable Debentures amounting to ₹2,746.80 crore (previous year ₹2,907.54 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.

b) Debentures include Secured Non-Convertible Redeemable Debentures aggregating to ₹Nil (previous year ₹19.94 crore) which were 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. The same has been repaid during financial year 2021-22.

c) Debentures include Secured Non-Convertible Redeemable Debentures aggregating to ₹1,251.55 crore (previous year ₹1,251.46 crore) which are secured by first pari-passu charge on all the movable and immovable assets pertaining to coal terminal project assets at Wandh, Mundra Port.

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' and all the immovable and movable project assets of MPT, T-II and CT-II located at Mundra Port.

e) Debentures include Secured Non-Convertible Redeemable Debentures aggregating to ₹1,589.45 crore (previous year ₹1,587.59 crore) are secured by first pari-passu charge on specified assets of one of the subsidiary company.

f) Debentures include Secured Non-Convertible Redeemable Debentures aggregating to ₹598.15 crore (previous year ₹876.67 crore) are secured by first pari-passu charge on all the movable and immovable assets pertaining to coal terminal project assets at Mundra Port.

g) Debentures include Secured Non-Convertible Redeemable Debentures aggregating to ₹985.90 crore (previous year ₹Nil) are secured by first Pari-passu charge on specified assets of one of the subsidiary company.

h) Foreign currency loan aggregating to ₹18.60 crore (previous year ₹56.83 crore) carries interest @ 6 months EURIBOR plus basis point 95. The above loan has final maturity date as on 26th April 2022. The loan is secured by exclusive charge on the Dredgers procured under the facility.

i) Foreign currency loans aggregating to ₹Nil (previous year ₹18.38 crore) carries interest @ 6 months EURIBOR plus 75 basis point. The loan was secured by exclusive charge on the Cranes purchased under the facility and the same has been repaid during financial year 2021-22.

j) Rupee term loan amounting to ₹410.81 crore (previous year ₹472.55 crore) carrying interest @ Repo Rate plus spread of 1.35%. The loan is repayable in 8 half yearly structured instalment commencing from December 30, 2020. The loan is secured by first ranking pari-passu charge on the movable and immovable assets of MPT, T-II and CT-II, project assets of the Company located at Mundra Port. .

k) Unsecured Loan

(i) 10 years Foreign Currency Bond of USD 500 million equivalent to ₹3,759.40 crore (previous year ₹3,617.74 crore) carries interest rate at 4.00% p.a. with bullet repayment in the year 2027.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

14. Non-Current Borrowings (Contd...)

(ii) 10 years Foreign Currency Bond of USD 750 million equivalent to ₹5,640.68 crore (previous year ₹5,433.56 crore) carries interest rate at 4.375% p.a. with bullet repayment in the year 2029.

(iii) 5 years Foreign Currency Bond of USD 650 million equivalent to ₹4,908.91 crore (previous year ₹4,725.26 crore) carries interest rate at 3.375% p.a. with bullet repayment in the year 2024.

(iv) 7 years Foreign Currency Bond of USD 750 million equivalent to ₹5,653.58 crore (previous year ₹5,447.13 crore) carries interest rate at 4.20% p.a. with bullet repayment in the year 2027.

(v) 10 years Foreign Currency Bond of USD 500 million equivalent to ₹3,755.69 crore (previous year ₹3,618.50 crore) carries interest rate at 3.10% p.a. with bullet repayment in the year 2031.

(vi) 10.50 years Foreign Currency Bond of USD 300 million equivalent to ₹2,238.96 crore (previous year ₹Nil) carries interest rate at 3.828% p.a. with bullet repayment in the year 2032.

(vii) 20 years Foreign Currency Bond of USD 450 million equivalent to ₹3,356.91 crore (previous year ₹Nil) carries interest rate at 5% p.a. with bullet repayment in the year 2041.

(viii) Rupee Term Loan aggregating to ₹Nil (previous year ₹1.20 crore) carries interest ranging from 4.56 % p.a. to 7.95 % p.a. and same had been repaid during the current year.

(ix) Trade credit facilities of ₹181.90 crore (previous year ₹Nil). The same is repayable on June 10, 2022 unless maturity date of the same is extended/rolled over.

I) Loans taken by the subsidiaries includes:

(i) Foreign currency term loans from banks amounting to Nil (previous year ₹16.18 crore) taken by Karnavati Aviation Private Limited carries interest rate of libor plus 175 basis point. The loan was secured by hypothecation of Aircraft Legacy 650. The loan has been fully repaid during the current year.

(ii) Foreign currency Term Loan from Banks taken by Shanti Sagar International Dredging Limited aggregating to ₹464.91 crore (previous year ₹552.48 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 instalments commencing from May 16, 2018 and final repayment will be done on November 16, 2027.

(iii) Suppliers Bill Accepted under Foreign Letter of credit facilities taken by The Adani Harbour Services Limited aggregating to ₹Nil (Previous year ₹54.35 crore) carried interest in the range of LIBOR plus 0.30%. The same has been repaid during current year.

Suppliers Bill Accepted under Foreign Letter of credit facilities taken by The Adani Harbour Services Limited aggregating to ₹294.60 crore (Previous year ₹Nil) carries interest in the range of 1 Year JPY LIBOR plus 75 BPS and 1 Year JPY Tibor plus 70 BPS. The Foreign letter of credit outstanding as at March 31, 2022 is repayable within 12 months and maturity is extended as per RBI Guidelines for Capital Goods.

(iv) Suppliers Bill Accepted under Foreign Letter of credit facilities taken by Adani Vizhinjam Port Private Limited of ₹111.32 crore (Previous year ₹118.41 crore) carries interest of 0.97% (Previous year 1.25%) for the balance usance period. The Foreign letter of credit outstanding as at March 31, 2022, ₹56.50 crore is repayable on May 10, 2022 & ₹54.82 crore is repayable on May 17, 2022, and maturity is extended as per RBI Guidelines for Capital Goods.

(v) Rupee Term Loan taken by Adani Vizhinjam Port Private Limited of ₹Nil (previous year ₹500 crore) is secured first pari passu on the entire assets, both movable assets and immovable assets, Project assets, current assets both present and future. Also secured by way of Pledge of equity shares held by parent company constituting 30% of the total equity shares of the Company. ROI at 1 Year ICICI MCLR plus Spread 0% repayable in 20 structured quarterly instalments commencing from December 31, 2023. The company has prepaid the loan on 24th November, 2021.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

14. Non-Current Borrowings (Contd...)

(vi) Loans from banks taken by The Dhamra Port Company Limited includes secured rupee term loan from banks amounting to Nil (previous year ₹149.63 crore) carrying interest @ 8.00% to 8.75% p.a. and the same has been repaid during the year.

Loans from banks taken by The Dhamra Port Company Limited includes secured rupee term loan from banks amounting to ₹225.00 crore (previous year ₹277.50 crore) payable in 17 variable quarterly instalments upto June 2025 and carries interest @ 6.75% 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 both present & future and all bank accounts including (Trust & Retention Account and Debt Service Account). Also secured by pledge of equity shares held by parent company representing 30% of the total equity paid up capital of the company.

(vii) Loan taken by Adani Agri Logistics Limited aggregating to ₹129.18 crore (previous year ₹163.78 crore) 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 5.35% p.a. to 5.74% p.a. (previous year 6.00% p.a. to 9.25% p.a.).

(viii) Rupee Term Loan taken by Adani Hazira Port Limited aggregating to ₹450.00 crore (previous year ₹600.00 crore) carries Repo Rate 4% + 1.35% Spread from May 5, 2021 (Earlier HDFC Bank Repo Rate 4% + 2.05% Spread) payable in 12 consecutive quarterly installments commencing from July, 2021 to April 2024 . The Loan from bank is secured first pari passu on the entire assets, both movable assets and immovable assets, intangible assets, current assets including receivables, both present and future.

(ix) Rupee Term Loan taken by Adani Agri Logistics (Katihar) Limited aggregating to ₹28.45 crore (Previous year ₹28.45 crore) is secured by first exclusive charge on mortgage of immovable properties both present & future pertaining to the project, first exclusive charge by way of hypothecation of all movable assets. Repayment of loan will be made by a single payment on 29th December, 2023 with interest debited on monthly basis. The rate of interest is 3 Month T-bill +2.20% with benchmark 3 month T bill rate being reset on quarterly basis.

Rupee Term Loan taken aggregating to ₹5.53 crore (Previous year Nil) is secured by first exclusive charge on mortgage of immovable properties both present & future pertaining to the project, first exclusive charge by way of hypothecation of all movable assets. Repayment of loan will be made by a single payment on 31st December, 2024 with interest debited on monthly basis. The rate of interest is 3 Month T-bill +1.60% with benchmark 3 month T bill rate being reset on quarterly basis.

(x) Rupee Term Loan taken by Adani Agri Logistics (Kannauj) Limited aggregating to ₹10.20 crore (Previous year ₹10.20 crore) is secured by first exclusive charge on mortgage of immovable properties both present & future pertaining to the project, first exclusive charge by way of hypothecation of all movable assets of the company. Repayment of loan will be made by a single payment on 29th December, 2023 with interest debited on monthly basis. The rate of interest is 3 Month T-bill +2.20% with benchmark 3 month T bill rate being reset on quarterly basis.

Rupee Term Loan aggregating to ₹36.78 crore (Previous year Nil) is secured by first exclusive charge on mortgage of immovable properties both present & future pertaining to the project, first exclusive charge by way of hypothecation of all movable assets of the company. Repayment of loan will be made by a single payment on 31st December, 2024 with interest debited on monthly basis. The rate of interest is 3 Month T-bill +1.60% with benchmark 3 month T bill rate being reset on quarterly basis.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

14. Non-Current Borrowings (Contd...)

(xi) Rupee Term Loan taken by Adani Agri Logistics (Panipat) Limited aggregating to ₹38.70 crore (Previous year ₹38.70 crore) is secured by first exclusive charge on mortgage of immovable properties both present & future pertaining to the project, first exclusive charge by way of hypothecation of all movable assets of the company. Repayment of loan will be made by a single payment on 29th December, 2023 with interest debited on monthly basis. The rate of interest is 3 Month T-bill +2.20% with benchmark 3 month T bill rate being reset on quarterly basis.

(xii) Rupee Term Loan taken by Adani Agri Logistics (Samastipur) Limited aggregating to ₹20.40 crore (Previous year ₹20.40 crore) is secured by first exclusive charge on mortgage of immovable properties both present & future pertaining to the project, first exclusive charge by way of hypothecation of all movable assets of the company. Repayment of loan will be made by a single payment on 29th December, 2023 with interest debited on monthly basis. The rate of interest is 3 Month T-bill +2.20% with benchmark 3 month T bill rate being reset on quarterly basis. Rupee Term Loan aggregating to ₹5.49 crore (Previous year ₹Nil) is secured by first exclusive charge on mortgage of immovable properties both present & future pertaining to the project, first exclusive charge by way of hypothecation of all movable assets of the company. Repayment of loan will be made by a single payment on 31st December, 2024 with interest debited on monthly basis. The rate of interest is 3 Month T-bill +1.60% with benchmark 3 month T bill rate being reset on quarterly basis.

(xiii) Rupee Term Loan taken by Adani Agri Logistics (Darbhanga) Limited aggregating to ₹28.24 crore (Previous year ₹28.24) is secured by first exclusive charge on mortgage of immovable properties both present & future pertaining to the project, first exclusive charge by way of hypothecation of all movable assets of the company. Repayment of loan will be made by a single payment on 29th December, 2023 with interest debited on monthly basis. The rate of interest is 3 Month T-bill +1.60% with benchmark 3 month T bill rate being reset on quarterly basis.

(xiv) Rupee Term Loan taken by Adani Agri Logistics (Dhamora) Limited aggregating to ₹14.17 crore (Previous year ₹Nil) is secured by first exclusive charge on mortgage of immovable properties both present & future pertaining to the project, first exclusive charge by way of hypothecation of all movable assets of the company. Repayment of loan will be made by a single payment on 31st December, 2024 with interest debited on monthly basis. The rate of interest is 3 Month T-bill +1.60% with benchmark 3 month T bill rate being reset on quarterly basis.

(xv) Loan taken by Adinath Polyfills Private Limited aggregating to ₹2.52 crore (previous year ₹2.48 crore) from its related parties.

15. Lease Liabilities

Particulars	Non-current portion		Current portion	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
	₹ In Crore	₹ In Crore	₹ In Crore	₹ In Crore
Lease Liabilities (refer note (a) and (b))	1,951.92	715.75	30.53	32.26
	1,951.92	**715.75**	**30.53**	**32.26**

Notes:

(a) Land, Building, Vehicles, Plant & Equipments and Railway Wagons have been taken on lease by the Group. The terms of lease rent are for the period ranging from 3 years to 35 years depending on the lease agreement with the lessor. Such leases are renewable by mutual consent. There is no contingent rent, no sub-leases and no restrictions imposed by the lease arrangements.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

(b) Future minimum lease payments under 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, 2022						
Minimum Lease Payments	74.34	560.02	4,227.14	4,861.50	(2,879.05)	1,982.45
Finance charge allocated to future periods	43.81	213.81	2,621.43	2,879.05	-	-
Present Value of MLP	30.53	346.21	1,605.71	1,982.45	-	1,982.45
March 31, 2021						
Minimum Lease Payments	67.57	236.98	1,010.55	1,315.10	(567.09)	748.01
Finance charge allocated to future periods	35.31	134.12	397.66	567.09	-	-
Present Value of MLP	32.26	102.86	612.89	748.01	-	748.01

16. Other Financial Liabilities

Particulars	Non-current portion		Current portion	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
	₹ In Crore	₹ In Crore	₹ In Crore	₹ In Crore
Derivative Instruments	-	-	13.95	-
Capital creditors and retention money	81.10	87.06	891.21	1,250.03
Other payables (including discounts etc.)	-	-	359.50	290.08
Unpaid Dividends #	-	-	1.96	1.50
Interim Dividend Payable	-	-	-	0.38
Interest accrued but not due on borrowings	82.93	70.49	571.87	502.16
Deposits from Customer	57.67	43.70	48.07	42.35
Financial Guarantees Obligation	5.86	6.36	5.60	3.09
Payables against business combination	-	-	21.64	20.00
Payable against Compulsory Convertible Preference Share	-	-	-	81.54
Put Option Liability	-	-	23.50	23.50
	227.56	**207.61**	**1,937.30**	**2,214.63**

Not due for credit to "Investors Education & Protection Fund"

Notes:

(a) Disclosure with regards to changes in liabilities arising from financing activities - 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 Consolidated Financial Statements

for the year ended March 31, 2022

16. Other Financial Liabilities (Contd...)

₹ in crore

Particulars	Borrowings (including current maturities) & Interest Accrued but not due	Lease Liabilities	Unpaid Dividend on Equity (including Interim dividend) and Preference Shares	Derivative Contracts	Total
April 1, 2020	**30,436.72**	**606.33**	**1.73**	**(120.24)**	**30,924.54**
Cash Flows	3,553.12	(18.10)	(0.23)	(20.94)	3,513.85
Foreign Exchange Movement	(775.95)	-	-	-	(775.95)
Addition of lease obligation	-	16.36	-	-	16.36
Other adjustments	(11.26)	-	-	-	(11.26)
Charged to Profit and Loss	2,129.16	-	-	126.13	2,255.29
Acquisition adjustment	315.77	-	0.38	-	316.15
Classified as held for sale	(60.88)	-	-	-	(60.88)
Bills discounted (net)	(73.24)	-	-	-	(73.24)
March 31, 2021	**35,513.44**	**604.59**	**1.88**	**(15.05)**	**36,104.86**
Cash Flows	4,977.65	(59.85)	(1,026.65)	43.13	3,934.28
Foreign Exchange Movement	922.90	-	-	-	922.90
Addition of lease obligation	-	1,437.71	-	-	1,437.71
Other adjustments	8.70	-	-	-	8.70
Charged to Profit and Loss	2,556.27	-	-	(15.69)	2,540.58
Acquisition adjustment	2,668.68	-	-	-	2,668.68
Charged to other equity	-	-	-	-	-
Dividend recognised during the year	-	-	1,026.73	-	1,026.73
Bills discounted (net)	(240.57)	-	-	-	(240.57)
March 31, 2022	**46,407.07**	**1,982.45**	**1.96**	**12.39**	**48,403.87**

17. Other Liabilities

Particulars	Non-current portion		Current portion	
	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Advance from customers (refer note 41)	-	-	871.22	716.01
Deposit from customers	-	-	12.14	12.40
Statutory liabilities	-	-	206.40	207.50
Unearned Income under long term land lease/ Infrastructure usage agreements	509.17	572.64	64.06	64.06
Deferred Income on fair valuation of Deposit taken	27.89	24.32	-	-
Deferred Government Grant (refer note (i) below)	451.15	430.09	14.97	13.26
Deferred Revenue for Service Line Contributions	-	38.74	-	-
Unearned revenue	-	-	78.02	66.44
Contract liabilities (refer note (ii) below)	-	-	377.30	641.52
	988.21	**1,065.79**	**1,624.11**	**1,721.19**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

17. Other Liabilities (Contd...)

Notes:

(i) Movement in Deferred Government Grant

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Opening Balance	443.35	445.46
Add : Addition during the year	37.00	10.84
Less: Amortisation during the year	(14.23)	(12.95)
Closing Balance	**466.12**	**443.35**

(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.

18. Current Borrowings

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Current maturities of long term borrowings (refer note 14)	686.65	1,065.45
Short term borrowings from banks (secured) (refer note (a), (g(i)) below)	1,900.00	-
Short term borrowings from banks (unsecured) (refer note (g(ii) to g(iii)) below)	492.55	-
Packing Credit Rupee Loan from bank (unsecured) (refer note (c),(d) and (e) below)	900.00	400.00
Commercial paper (Unsecured) (refer note (b) below)	1,782.36	-
	5,761.56	**1,465.45**
Customers' Bill Discounted (unsecured) (refer note (f) below)	299.24	539.81
	6,060.80	**2,005.26**

Notes:

a) Short Term loan aggregating to ₹1,000.00 crore (previous year Rs Nil) is secured by first pari-passu charge on all the immovable and movable assets of Multi-purpose Terminal, Terminal-II and Container Terminal –II located at Mundra Port.

b) Commercial Paper (CP) aggregating ₹1782.36 (previous year ₹Nil) carried interest rate 4.25% p.a. The CP have maturity period of 3 months.

c) Packing Credit rupee Loan aggregating to ₹Nil (previous year ₹400 crore) linked to 14 day Treasury Bill and same had been repaid during the current year.

d) Packing Credit rupee Loan aggregating to ₹400 crore (previous year ₹Nil) linked to 3 month Treasury Bill.

e) Packing Credit rupee Loan aggregating to ₹500 crore (previous year ₹Nil) carries interest rate of 4.10% p.a

f) Factored receivables of ₹299.24 crore (previous year ₹539.81 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. (refer note 5)

g) Loans taken by the subsidiaries includes:

  (i) Rupee Term Loan taken by Sarguja Rail Corridor Private Limited aggregating to ₹900.00 crore (previous year ₹Nil) carries interest at overnight MCLR 6.45% + 0.25% for Bank of Baroda. The Loan from bank is secured, by way of exclusive charge to the bank, on the entire assets, both movable assets and immovable assets, intangible assets & assignment on the project documents.

  (ii) Short term loan taken by Adani Krishnapatnam Port Limited aggregating to ₹490.00 crore (Previous year ₹Nil) carries interest for one month T Bill Rate 3.43% + 1% spread.

  (iii) Loan taken by AYN Logistics Infra Private Limited aggregating to ₹2.55 crore (Previous year ₹Nil) from its related party.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

19. Trade and Other Payables

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Total outstanding dues of micro enterprises and small enterprises	35.24	11.50
Total outstanding dues of creditors other than micro enterprises and small enterprises	944.35	1,002.35
	979.59	**1,013.85**
Dues to related parties included in above (refer note 32)	74.93	57.88

Trade and other payable ageing as on March 31, 2022

₹ in Crore

Sr. No.	Particulars	Not Due	Outstanding for following periods from due date of Payment				Total
			Less than 1 year	1-2 years	2-3 Years	More than 3 years	
1	MSME	35.11	0.13	-	-	-	35.24
2	Others	530.97	307.48	102.65	2.99	0.26	944.35
3	Disputed dues - MSME	-	-	-	-	-	-
4	Disputed dues - Others	-	-	-	-	-	-
	Total	**566.08**	**307.61**	**102.65**	**2.99**	**0.26**	**979.59**

Trade and other payable ageing as on March 31, 2021

₹ in Crore

Sr. No.	Particulars	Not Due	Outstanding for following periods from due date of Payment				Total
			Less than 1 year	1-2 years	2-3 Years	More than 3 years	
1	MSME	11.50	-	-	-	-	11.50
2	Others	432.02	558.82	7.71	0.78	3.02	1,002.35
3	Disputed dues - MSME	-	-	-	-	-	-
4	Disputed dues - Others	-	-	-	-	-	-
	Total	**443.52**	**558.82**	**7.71**	**0.78**	**3.02**	**1,013.85**

20. Provisions

Particulars	Non-current portion		Current portion	
	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Provision for Employee Benefits				
Provision for gratuity (refer note 29)	23.80	18.64	2.22	1.25
Provision for compensated absences	7.68	7.07	102.61	94.48
	31.48	**25.71**	**104.83**	**95.73**
Other Provisions				
Provision for asset retirement obligation	0.56	0.97	-	-
	32.04	**26.68**	**104.83**	**95.73**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

21. Revenue from Operations

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Revenue from Contract with customer (refer note (a) below)		
Income from Port Operations (including Port Infrastructure Services)	13,625.68	11,352.75
Utilities Services	117.54	147.42
Aircraft Operations	29.26	23.43
Logistics Services	918.05	691.05
	14,690.53	**12,214.65**
Lease, Upfront Premium and Deferred Infrastructure Income (refer note (b) and (c) below)	1,105.28	210.85
Income from Export Incentive (Services Exports from India Scheme)	-	8.04
Other operating income	138.22	116.06
	15,934.03	**12,549.60**

Notes:

a) Reconciliation of revenue recognized with Contract Price

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Contract price	15,079.54	12,397.75
Adjustment for:		
Change in Consideration	(14.67)	(3.71)
Refund Liability	(360.36)	(237.45)
Change in value of Contract Assets	(5.25)	45.12
Change in value of Contract Liabilities	(8.73)	12.94
Revenue from Contract with Customer	**14,690.53**	**12,214.65**

b) The Company has given various assets on finance lease to various parties. The lease agreements entered are non-cancellable. There is no contingent rent, no sub-leases and no restrictions imposed by the lease arrangements. Land leases include a clause to enable upward revision of the rental charge every 3 years upto 20%. The company has also received one-time income of upfront premium ranging from ₹600 to ₹3000 per Sq. mtr for use of common infrastructure by the parties. Such one-time income of upfront premium is non-refundable. Income of ₹145.98 crore (previous year ₹15.46 crore) including upfront premium of ₹108.78 crore (previous year ₹ 9.32 crore) accrued under such lease have been booked as income in the statement of profit and loss.

c) Assets given under operating lease

The Group has given certain land portions on operating lease. Most of the leases are renewable for further period on mutually agreeable terms.

Some of the subsidiary companies have entered into an agreement with Food Corporation of India (FCI) to design, develop, construct, operate and maintain project facilities for warehousing and transportation of the food grains on Design, Built, Finance, Own and Operate (DBFOO) basis. Under the agreement, the subsidiary company is eligible for revenues based on Annual Guaranteed Tonnage irrespective of the actual usage by FCI.

The total future minimum lease rentals receivable at the Balance Sheet date is as under:

₹ in Crore

Particulars	March 31, 2022	March 31, 2021
For a period not later than one year	114.32	95.25
For a period later than one year and not later than five years	414.94	481.25
For a period later than five years	939.85	783.98
	1,469.11	**1,360.48**

The Group has recognised income from operating leases of ₹116.80 crore (previous year ₹99.18 crore)

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

22. Other Income

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Interest income on		
Bank Deposits, Inter Corporate Deposits, Security Deposits etc.	1,754.06	1,602.16
Customer dues	21.24	30.35
Finance Lease	105.17	125.66
Dividend income on Non-current Investments	4.01	7.01
Net Gain on Fair value of financial instrument	5.41	12.39
Net Gain on Disposal of Subsidiary/Associate	59.70	92.28
Scrap Sales	101.82	24.16
Unclaimed liabilities / excess provision written back	12.59	5.38
Financial Guarantee Income	4.38	2.71
Amortisation of Government Grant (refer note 17 (i))	14.23	12.95
Miscellaneous Income	72.17	55.18
	2,154.78	**1,970.23**

23. Operating Expenses

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Cargo handling / other charges to contractors (net of reimbursements)	1,722.73	1,357.46
Cost of Construction of Jetty Infrastructure (refer note 48)	592.68	-
Purchase of Power for utilities Business	132.95	166.56
Customer Claims (including Expected Credit Loss) (refer note below)	-	25.00
Railway's Service Charges	681.98	523.97
Tug and Pilotage Charges	77.64	49.73
Maintenance Dredging	9.12	13.01
Repairs to Plant & Equipment	68.95	125.64
Stores, Spares and Consumables	295.52	223.02
Repairs to Buildings	15.39	18.94
Power & Fuel	552.92	351.69
Waterfront Charges	254.46	244.42
Cost of Assets transferred under Finance Lease	8.62	4.20
Cargo Freight and Transportation Expenses	156.56	116.98
Aircraft Operating Expenses	17.36	9.90
Other expenses including Customs Establishment charges	13.89	7.78
Construction expenses under Service Concession Arrangements	28.85	21.19
	4,629.62	**3,259.49**

Note :

During the previous year, Expected credit loss of ₹18.90 crore has been netted of with reversal of operational claim of ₹18.90 crore.

24. Employee Benefits Expense

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Salaries, Wages and Bonus	591.27	561.18
Contribution to Provident & Other Funds	18.68	16.46
Gratuity Expense (refer note 29)	8.05	7.73
Staff Welfare Expenses	45.92	29.68
	663.92	**615.05**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

25. Finance Costs

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
a) Interest and Bank Charges		
Interest on		
Debentures and Bonds	1,851.11	1,684.60
Loans, Buyer's Credit etc.	575.38	316.64
Lease liabilities	69.52	48.97
Others	22.00	3.21
Bank and other Finance Charges	38.26	75.74
	2,556.27	**2,129.16**
b) (Gain)/Loss on Derivatives / Swap Contracts (net)	(15.69)	126.13
	2,540.58	**2,255.29**

26. Other Expenses

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Rent Expenses	16.98	11.15
Rates and Taxes	38.69	7.70
Insurance	108.77	82.36
Advertisement and Publicity	25.11	9.73
Other Repairs and Maintenance	78.07	67.93
Legal and Professional Expenses	205.05	140.15
Corporate Support Service Fees	44.55	69.94
IT Support Services	26.67	12.99
Security Services Charges	62.59	55.69
Communication Expenses	43.71	37.00
Electric Power Expenses	3.35	2.08
Travelling and Conveyance	64.08	47.05
Directors' Sitting Fee	0.83	0.61
Commission to Non-executive Directors	1.00	0.94
Charity and Donations	117.48	109.36
Diminution in value of inventories	1.83	2.49
Loss on Sale/Discard of Property, Plant and Equipment (net)	3.52	3.55
Miscellaneous Expenses	47.21	30.90
	889.49	**691.62**

27. Income Tax

The major component of income tax expenses for the year ended March 31, 2022 and March 31, 2021 are as under :-

(i) Tax Expense reported in the Consolidated Statement of Profit and Loss

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Current Income Tax		
Current Tax Charges	800.26	1,271.51
Tax (credit) under Minimum Alternative Tax	(160.83)	(130.63)
Deferred Tax		
Relating to origination and reversal of temporary differences	106.49	102.39
	745.92	**1,243.27**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

27. Income Tax (Contd...)

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Tax on Other Comprehensive Income ('OCI')		
Deferred tax related to items recognised in OCI during the year		
Tax impact on re-measurement losses on defined benefit plans	(1.57)	(0.54)
Tax impact on net Loss / (Gain) on FVTOCI Equity Investments	1.51	(13.86)
	(0.06)	**(14.40)**

(ii) Balance Sheet Section

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Taxes recoverable (net) (refer note 8)	824.76	630.37
Current Tax Liabilities (net)	(93.92)	(38.49)
	730.84	**591.88**

Note: Current Tax Liabilities (net) and Taxes Recoverable (net) are presented based on a year-wise tax balances of respective entities, as the case may be.

(iii) Reconciliation of tax expenses and the accounting profit multiplied by India's domestic tax rate for March 31, 2022 and March 31, 2021

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Profit before tax	5,541.16	6,292.01
Tax Rate	34.94%	34.94%
At India's Statutory income tax rate	1936.30	2,198.68
Add /(Less) Tax effect of:-		
Expenses not allowable under Tax Law	34.46	37.15
Deduction under chapter VI-A	(483.48)	(310.52)
Share of Profit of Joint Ventures and Associates	(67.39)	4.99
Income charged as per special provision of Income Tax Act, 1961	(405.29)	(420.68)
Income that is exempt from tax	(0.47)	(23.17)
Reversal of deferred tax of Gain on discontinue of associate in OCI	-	15.80
Reversal of tax on Composite scheme of arrangement	(24.54)	-
Indexation on Sale of Non Current Investment	(18.41)	-
Tax Adjustment in respect of previous years	8.45	2.32
MAT Credit of previous period (recognised)/derecognised	131.42	(2.64)
Deferred tax balances due to the change in income tax rate	(13.55)	(2.76)
Effect due to different tax rate	(13.35)	(27.17)
Unused tax losses and tax offsets not recognised as deferred tax assets	66.82	120.52
Effect of previously unrecognised tax losses and unutilised tax credits used to reduce tax expense	(247.86)	(181.04)
Subsidiaries' charged at different tax rates	(175.66)	(191.50)
Others	18.47	23.29
Income tax reported in Statement of Profit and Loss	**745.92**	**1,243.27**
Effective tax rate	**13.46%**	**19.76%**

Geographical Tax Expenses

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
India	731.00	1,226.57
Australia	12.73	16.41
Bangladesh	2.19	0.29

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

27. Income Tax (Contd...)

(iv) Deferred Tax Liability (net)

Particulars	Balance Sheet as at		Statement of Profit and Loss	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
	₹ In Crore	₹ In Crore	₹ In Crore	₹ In Crore
(Liability) on Accelerated depreciation for tax purpose	(3,366.17)	(3,086.75)	(279.42)	(65.77)
Assets on Provision for Employee Benefits	19.54	11.51	8.03	3.84
Assets on unrealised intra-group profit	228.25	230.33	(2.08)	2.49
(Liability) on fair valuation gain on account of dilution of stake in Subsidiary	(109.31)	(109.31)	-	-
Assets on account of unabsorbed losses/depreciation	1,737.05	1,563.59	173.46	(35.82)
(Liability) on finance lease receivables	(256.07)	(104.96)	(151.11)	(2.73)
(Liability) on Preference Share debt component	(33.34)	(36.68)	3.34	3.05
Assets on fair valuation of Corporate and Bank Guarantee	2.94	3.37	(0.43)	1.63
(Liability) on Deemed Investments	(11.48)	(11.08)	(0.40)	(4.84)
(Liability) on Business Combination adjustment (refer note 38 (i)(c))	(2,056.78)	(1,244.48)	85.69	8.49
(Liability) on SCA receivables/ Intangible assets	(36.48)	(27.01)	(9.47)	3.47
(Liability) on Equity investment at FVTOCI	(38.18)	(36.67)	(1.51)	(1.96)
(Liability) on CSR expense carry forward	-	(5.59)	5.59	(5.59)
Asset on upfront infrastructure income being taxed on receipts	59.15	-	59.15	-
Classified as held for sale	-	-	-	(2.56)
Forex Impact on Conversion of Foreign operations	-	-	0.18	0.88
Adjustment on Loss of control of subsidiary	-	-	1.98	-
Assets on other adjustments	38.60	38.03	0.57	7.43
	(3,822.28)	**(2,815.70)**	**(106.43)**	**(87.99)**

Note:-

i) During the previous year, one of the subsidiary has shifted to New tax regime and consequently has written off MAT credit amounting to ₹6.33 crore.

(v) Deferred Tax reflected in the Balance Sheet as follows

Particulars	March 31, 2022	March 31, 2021
	₹ In Crore	₹ In Crore
Deferred Tax Assets (net)	994.38	881.73
Deferred Tax Liabilities (net)	(2,207.34)	(1,203.16)
	(1,212.96)	**(321.43)**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

27. Income Tax (Contd...)

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Component of Deferred Tax Assets / (Liabilities)		
Tax Credit Entitlement under MAT	2,609.32	2494.27
Less :Deferred tax liabilities (net)	(3,822.28)	(2,815.70)
	(1,212.96)	**(321.43)**

(vi) Deferred tax liabilities (net)

Particulars	March 31, 2022 ₹ In Crore	March 31, 2021 ₹ In Crore
Tax expenses during the period recognised in Statement of Profit and Loss	106.49	102.39
Tax expenses during the period recognised in OCI	(0.06)	(14.40)
	106.43	**87.99**

MAT credit of ₹187.23 crore (previous year ₹146.98 crore) has been recognised in subsidiary entities Adani Petronet (Dahej) Port Private Limited, Adani Agri Logistics (Katihar) Limited and Adani Hazira Port 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 Year
2009-10	53.81	2024-25
2010-11	38.77	2025-26
2011-12	24.31	2026-27
2012-13	81.25	2027-28
2013-14	57.26	2028-29
2014-15	366.19	2029-30
2015-16	722.56	2030-31
2016-17	444.91	2031-32
2017-18	156.83	2032-33
2018-19	218.42	2033-34
2019-20	109.91	2034-35
2020-21	147.84	2035-36
2021-22	187.26	2036-37
Total	**2,609.32**	

(viii) Certain subsidiary companies have carried forward unabsorbed depreciation aggregating ₹1,723.98 crore (Previous year ₹2,753.11 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 ₹1,755.33 crore (previous year ₹848.14 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 years as follows:

Financial Year	Amount (₹ in crore)	Expiry Year
2014-15	82.09	2022-23
2015-16	245.52	2023-24
2016-17	163.14	2024-25
2017-18	182.34	2025-26
2018-19	373.34	2026-27
2019-20	195.66	2027-28
2020-21	386.21	2028-29
2021-22	127.03	2029-30
Total	**1,755.33**	

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

27. Income Tax (Contd...)

Deferred tax assets have 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.

(ix) 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 and the company controls the timing of reversal of this temporary differences.

28. Earnings Per Share (EPS)

Particulars	March 31, 2022	March 31, 2021
	₹ In Crore	₹ In Crore
Profit for the year attributable to Equity holders of the parent	4,728.09	4,994.30
Less : Dividends on Non-Cumulative Redeemable Preference Shares	-*	-*
Net profit for calculation of basic and diluted EPS	**4,728.09**	**4,994.30**
-* Figures being nullified on conversion to ₹ in crore.		
	No.	**No.**
Weighted average number of equity shares in calculating basic and diluted EPS	2,11,18,80,079	2,03,17,51,761
Basic and Diluted Earnings per Share (in ₹)	**22.39**	**24.58**

29. 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 ₹17.77 crore (Previous Year ₹16.25 crore) as expenses under the following defined contribution plan.

₹ in crore

Contribution to	March 31, 2022	March 31, 2021
Provident Fund	17.62	16.07
Superannuation Fund	0.15	0.18
Total	**17.77**	**16.25**

b) The Group has a defined gratuity plan. Under the plan every employee who has completed at least five years 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 aim 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, 2022	March 31, 2021
Present value of the defined benefit obligation at the beginning of the year	61.72	46.36
Current service cost	7.28	7.17
Interest cost	4.11	3.78
Actuarial (gain) / loss arising from and including OCI:		
- change in demographic assumptions	(0.79)	(1.02)
- change in financial assumptions	6.22	0.01
- experience variance	(0.52)	0.55

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

29. Disclosures as required by Ind AS - 19 Employee Benefits (Contd...)

₹ in crore

Particulars	March 31, 2022	March 31, 2021
Benefits paid	(5.80)	(6.26)
Liability Transfer In- Business acquisition adjustment	0.19	12.04
Liability Transfer In/(out)	(2.88)	(0.91)
Present value of the defined benefit obligation at the end of the year	**69.53**	**61.72**

ii) Changes in fair value of plan assets are as follows:

₹ in crore

Particulars	March 31, 2022	March 31, 2021
Fair value of plan assets at the beginning of the year	41.94	40.85
Investment income	2.77	2.83
Contributions by employer		0.35
Benefits paid	(0.53)	(0.77)
Return on plan assets , excluding amount recognised in net interest expense	(0.05)	(1.80)
Acquisition Adjustment	(0.41)	0.48
Fair value of plan assets at the end of the year	**43.72**	**41.94**

iii) Net asset/(liability) recognised in the balance sheet

₹ in crore

Particulars	March 31, 2022	March 31, 2021
Present value of the defined benefit obligation at the end of the year	69.53	61.72
Fair value of plan assets at the end of the year	43.72	41.94
Amount recognised in the balance sheet	(25.81)	(19.78)
Net asset - Current (Refer note 7)	0.21	0.11
Net liability - Current (Refer note 20)	(2.22)	(1.25)
Net liability - Non-current (Refer note 20)	**(23.80)**	**(18.64)**

iv) Expense recognised in the statement of profit and loss for the year

₹ in crore

Particulars	March 31, 2022	March 31, 2021
Current service cost	7.28	7.17
Interest cost on benefit obligation	1.34	0.95
Amount capitalised	(0.57)	(0.39)
Total Expense included in employee benefits expense	**8.05**	**7.73**

v) Recognised in the other comprehensive income for the year

₹ in crore

Particulars	March 31, 2022	March 31, 2021
Actuarial (gain)/losses arising from		
- change in demographic assumptions	(0.79)	(1.02)
- change in financial assumptions	6.22	0.01
- experience variance	(0.52)	0.55
Amount capitalised	(0.10)	-
Return on plan assets, excluding amount recognised in net interest expense	0.05	1.80
Recognised in other comprehensive income	**4.86**	**1.34**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

29. Disclosures as required by Ind AS - 19 Employee Benefits (Contd...)

vi) The principle assumptions used in determining gratuity obligations are as follows:

Particulars	March 31, 2022	March 31, 2021
Discount rate	6.90%	6.70%
Rate of escalation in salary (per annum)	10.00%	8.00%
Mortality	India Assured Lives Mortality (2012-14)	India Assured Lives Mortality (2012-14)
Attrition rate	**9.11%**	**9.50%**

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.

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, 2022	March 31, 2021
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, 2022		March 31, 2021	
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
	(4.98)	5.66	(9.39)	11.58

Particulars	March 31, 2022		March 31, 2021	
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
	5.44	(4.89)	11.34	(9.45)

Particulars	March 31, 2022		March 31, 2021	
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
	(3.56)	5.63	(1.36)	2.00

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

29. Disclosures as required by Ind AS - 19 Employee Benefits (Contd...)

Particulars	March 31, 2022		March 31, 2021	
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
	(0.02)	0.02	(0.10)	0.10

ix) Maturity profile of Defined Benefit Obligation

Particulars	March 31, 2022	March 31, 2021
Weighted average duration (based on discounted cash flows)	8 years	7 years

x) The Following payments are expected contributions to the defined benefit plan in future years:

₹ in Crore

Particulars	March 31, 2022	March 31, 2021
Within the next 12 months (next annual reporting period)	7.74	9.19
Between 2 and 5 years	26.92	22.79
Between 5 and 10 years	32.34	24.78
Beyond 10 years	63.91	39.21
Total Expected Payments	**130.91**	**95.97**

The Group expects to contribute ₹28.25 crore to gratuity fund in the financial year 2022-23. (previous year ₹12.34 crore)

xi) Asset-Liability Matching Strategies

The Group 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 Group 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)

30. Segment Information

Operating Segments

The identified reportable Segments are (i) Port and SEZ activities which includes developing, operating and maintaining the Ports services, Ports related Infrastructure development activities and development of infrastructure at contiguous Special Economic Zone and (ii) 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 operating 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).

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

30. Segment Information(Contd...)

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	**14,143.17**	**1,790.86**		**15,934.03**
	11,428.85	*1,120.75*		*12,549.60*
Inter-Segment Sales	**71.30**	**101.33**	**(172.63)**	**-**
	76.25	*92.92*	*(169.17)*	*-*
Total Revenue	**14,214.47**	**1,892.19**	**(172.63)**	**15,934.03**
	11,505.10	*1,213.67*	*(169.17)*	*12,549.60*
Results				
Segment Results	**6,826.97**	**88.17**		**6,915.14**
	6,004.23	*(28.69)*		*5,975.54*
Unallocated Corporate Income (Net of expenses)				**(713.87)**
				813.59
Operating Profit	**6,826.97**	**88.17**		**6,201.27**
	6,004.23	*(28.69)*		*6,789.13*
Less: Finance Expense				**2,540.58**
				2,255.29
Add: Interest Income				**1,880.47**
				1,758.17
Profit before tax				**5,541.16**
				6,292.01
Tax Expense				**745.92**
				1,243.27
Profit after tax				**4,795.24**
				5,048.74
Less: Non-controlling Interest				**67.15**
				54.44
Net profit				**4,728.09**
				4,994.30
Other Information				
Segment Assets	**63,100.24**	**15,571.58**		**78,671.82**
	60,161.60	*7,108.21*		*67,269.81*
Unallocated Corporate Assets				**14,307.46**
				7,838.99
Assets Held for sale				**1,898.48**
				354.86

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

30. Segment Information (Contd...)

₹ in crore

Particulars	Port and SEZ activities	Others	Eliminations	Total
Total Assets				**94,877.76**
				75,463.66
Segment Liabilities	**6,753.90**	**510.93**		**7,264.83**
	6,073.03	*492.84*		*6,565.87*
Unallocated Corporate Liabilities				**48,664.80**
				36,710.06
Liabilities associated with Assets Held for Sale				**305.36**
				114.54
Total liabilities				**56,234.99**
				43,390.47
Capital Expenditure during the year	**3,569.50**	**179.67**		**3,749.17**
	1,837.16	*116.35*		*1,953.51*
Segment Depreciation and amortisation	**2,270.08**	**469.55**		**2,739.63**
	1,918.19	*189.15*		*2,107.34*
Major Non-Cash Expenses other than Depreciation and amortisation (net)	**420.88**			**420.88**
	36.96			*36.96*
Unallocated Major Non-Cash Expenses other than Depreciation and amortisation (net)				***917.91***
				(729.14)

Previous year figures are in italics

Additional information regarding the Company's geographical segments:

₹ in crore

Particulars	Revenue from External Customers		Non Current Assets	
	For the year ended March 31, 2022	For the year ended March 31, 2021	As at March 31, 2022	As at March 31, 2021
India	15,294.34	11,990.72	60,038.20	53,429.01
Outside India	639.69	558.88	3,006.77	1,061.19

There is no transaction with single external customer which amounts to 10% or more of the Group's revenue.

31. Adani Ports and Special Economic Zone Limited's share in the voting power of subsidiary/Step down subsidiary companies as at year end is as follows:

Sr. No.	Name of Company	Country of Incorporation	Proportion of Ownership Interest (%) March 31, 2022	Proportion of Ownership Interest (%) March 31, 2021
1	Adani Logistics Limited	India	100	100
2	Karnavati Aviation Private Limited	India	100	100
3	MPSEZ Utilities Limited (Formerly known as MPSEZ Utilities Private Limited) (Upto December 15, 2021)	India	-	100
4	Mundra SEZ Textile and Apparel Park Private Limited	India	55	55
5	Adani Murmugao Port Terminal Private Limited	India	100	100
6	Mundra International Airport Private Limited	India	100	100
7	Adani Hazira Port Limited (Formerly known as Adani Hazira Port Private Limited)	India	100	100

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

31. Adani Ports and Special Economic Zone Limited's share in the voting power of subsidiary (Contd...)

Sr. No.	Name of Company	Country of Incorporation	Proportion of Ownership Interest (%) March 31, 2022	Proportion of Ownership Interest (%) March 31, 2021
8	Adani Petronet (Dahej) Port Private Limited**	India	74	74
9	Hazira Infrastructure Limited (Formerly known as Hazira Infrastructure Private Limited)	India	100	100
10	Madurai Infrastructure Private Limited	India	100	100
11	Adani Vizag Coal Terminal Private Limited	India	100	100
12	Adani Kandla Bulk Terminal Private Limited (refer note (a) below)	India	100	100
13	Adani Warehousing Services Private Limited	India	100	100
14	Adani Ennore Container Terminal Private Limited	India	100	100
15	Adani Hospitals Mundra Private Limited	India	100	100
16	The Dhamra Port Company Limited	India	100	100
17	Shanti Sagar International Dredging Limited (Formerly known as Shanti Sagar International Dredging Private Limited)	India	100	100
18	Abbot Point Operations Pty Limited	Australia	100	100
19	Adani Vizhinjam Port Private Limited	India	100	100
20	Adani Kattupalli Port Limited (Formerly known as Adani Kattupalli Port Private Limited)	India	100	100
21	Abbot Point Bulkcoal Pty Limited	Australia	100	100
22	The Adani Harbour Services Limited (Formerly known as The Adani Harbour Services Private Limited)	India	100	100
23	Dholera Infrastructure Private Limited (refer note 2.4)	India	49	49
24	Dholera Port and Special Economic Zone Limited (refer note 2.4)	India	49	49
25	Adinath Polyfills Private Limited	India	100	100
26	Adani Ports Technologies Private Limited (Formerly known as Mundra International Gateway Terminal Private Limited)	India	100	100
27	Coastal International Terminals Pte Limited (Formerly known as Adani International Terminals Pte. Limited)	Singapore	100	100
28	Blue Star Realtors Limited (Formerly known as Blue Star Realtors Private Limited)	India	100	100
29	Mundra Crude Oil Terminal Private Limited (Formerly known as Adani Bhavanapadu Port Private Limited)	India	100	100
30	Marine Infrastructure Developer Private Limited	India	97	97
31	Anchor Port Holding Pte Limited (Formerly known as Adani Mundra Port Holding Pte. Limited)	Singapore	100	100

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

31. Adani Ports and Special Economic Zone Limited's share in the voting power of subsidiary (Contd...)

Sr. No.	Name of Company	Country of Incorporation	Proportion of Ownership Interest (%) March 31, 2022	Proportion of Ownership Interest (%) March 31, 2021
32	Pearl Port Pte. Limited (Formerly known as Adani Mundra Port Pte. Limited)	Singapore	100	100
33	Noble Port Pte. Limited (Formerly known as Adani Abbot Port Pte. Limited)	Singapore	100	100
34	Adani Yangon International Terminal Company Limited	Myanmar	100	100
35	Dermot Infracon Private Limited	India	100	100
36	Adani Agri Logistics Limited	India	100	100
37	Adani Agri Logistics (MP) Limited	India	100	100
38	Adani Agri Logistics (Harda) Limited	India	100	100
39	Adani Agri Logistics (Hoshangabad) Limited	India	100	100
40	Adani Agri Logistics (Satna) Limited	India	100	100
41	Adani Agri Logistics (Ujjain) Limited	India	100	100
42	Adani Agri Logistics (Dewas) Limited	India	100	100
43	Adani Agri Logistics (Katihar) Limited	India	100	100
44	Adani Agri Logistics (Kotkapura) Limited	India	100	100
45	Adani Agri Logistics (Kannauj) Limited	India	100	100
46	Adani Agri Logistics (Panipat) Limited	India	100	100
47	Adani Agri Logistics (Raman) Limited	India	100	100
48	Adani Agri Logistics (Nakodar) Limited	India	100	100
49	Adani Agri Logistics (Barnala) Limited	India	100	100
50	Adani Agri Logistics (Bathinda) Limited	India	100	100
51	Adani Agri Logistics (Mansa) Limited	India	100	100
52	Adani Agri Logistics (Moga) Limited	India	100	100
53	Adani Warehousing Limited (Formerly known as Adani Agri Logistics (Borivali) Limited)	India	100	100
54	Adani Agri Logistics (Dahod) Limited	India	100	100
55	Adani Agri Logistics (Dhamora) Limited	India	100	100
56	Adani Agri Logistics (Samastipur) Limited	India	100	100
57	Adani Agri Logistics (Darbhanga) Limited	India	100	100
58	Adani Tracks Management Services Private Limited (demerged pursuant to scheme of Arrangement (refer note 38 (i) (3))	India	-	100
59	Dhamra Infrastructure Private Limited (formerly known as Welspun Orissa Steel Private Limited)	India	100	100
60	Adani Logistics Services Private Limited (formerly known as Innovative B2B Logistics Solutions Private Limited)	India	98.40	98.29
61	Adani Noble Private Limited (formerly known as Noble Tradecon Private Limited)	India	98.40	98.29
62	Adani Forwarding Agent Private Limited (formerly known as B2B Forwarding Agent Private Limited)	India	98.40	98.29
63	Adani Cargo Logistics Private Limited (formerly known as B2B Innovative Cargo Private Limited)	India	98.40	98.29

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

31. Adani Ports and Special Economic Zone Limited's share in the voting power of subsidiary (Contd...)

Sr. No.	Name of Company	Country of Incorporation	Proportion of Ownership Interest (%) March 31, 2022	Proportion of Ownership Interest (%) March 31, 2021
64	Adani Logistics Infrastructure Private Limited (formerly known as Minion Infrastructure Private Limited)	India	98.40	98.29
65	Bowen Rail Operations Pte Limited (upto July 14, 2021)	Singapore	-	100
66	Adani Pipelines Private Limited	India	100	100
67	Bowen Rail Company Pty Limited (upto July 14, 2021)	Australia	-	100
68	Adani Bangladesh Ports Private Limited	Bangladesh	100	100
69	Adani Krishnapatnam Port Limited (Formerly known as Krishnapatnam Port Company Limited) (acquired on October 01, 2020)	India	100	75
70	Adani Krishnapatnam Container Terminal Private Limited (Formerly known as Navayuga Container Terminal Private Limited) (acquired on October 01, 2020)	India	100	75
71	Adani KP Agriwarehousing Private Limited (Formerly known as Krishnapatnam Agriwarehousing Company Private Limited) (acquired on October 01, 2020) (up to December 31, 2021)*	India	-	48
72	Dighi Port Limited (acquired on February 15, 2021)	India	100	100
73	Adani Logistics International Pte. Limited (incorporated on July 13, 2020)	Singapore	100	100
74	Aqua Desilting Private Limited (incorporated on February 19, 2021)	India	100	100
75	Shankheshwar Buildwell Private Limited (acquired on March 30, 2021)	India	100	100
76	Sulochana Pedestal Private Limited (acquired on March 31, 2021)	India	100	100
77	NRC Limited (acquired on March 31, 2021)	India	100	100
78	Adani International Ports Holdings Pte Ltd (incorporated on June 16, 2021)	Singapore	100	N.A.
79	AYN Logistics Infra Private Limited (acquired on May 04, 2021)	India	100	N.A.
80	Adani Gangavaram Port Private Limited (incorporated on July 14, 2021)	India	100	N.A.
81	Adani Tracks Management Services Private Limited (Formerly known as Sarguja Rail Corridor Private Limited) (Acquired effectively from April 01, 2021) (refer note 38 (i) (3))	India	100	N.A.
82	Seabird Distriparks (Krishnapatnam) Private Limited (acquired on January 29, 2022)	India	100	N.A.
83	HDC Bulk Terminal Limited (incorporated on March 07, 2022)	India	100	N.A.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

31. Adani Ports and Special Economic Zone Limited's share in the voting power of subsidiary (Contd...)

Sr. No.	Name of Company	Country of Incorporation	Proportion of Ownership Interest (%) March 31, 2022	Proportion of Ownership Interest (%) March 31, 2021
84	Mundra Solar Technopark Private Limited (acquired on March 30, 2022) (refer note 2.4)	India	49	N.A.
85	Colombo West International Terminal (Private) Limited (incorporated on April 28, 2021)	Sri Lanka	51	N.A.

Adani Ports and Special Economic Zone Limited's share in the voting power in joint venture and associate entities as at year end is as follows:

Sr. No.	Name of Company	Country of Incorporation	Proportion of Ownership Interest (%) March 31, 2022	Proportion of Ownership Interest (%) March 31, 2021
1	Adani International Container Terminal Private Limited	India	50	50
2	Adani CMA Mundra Terminal Private Limited	India	50	50
3	Adani NYK Auto Logistics Solutions Private Limited	India	51	51
4	Adani Total Private Limited (Formerly known as Adani Petroleum Terminal Private Limited)	India	50	50
5	Dhamra LNG Terminal Private Limited	India	50	50
6	Total Adani Fuels Marketing Private Limited	India	50	50
7	Dighi Roha Rail Limited (acquired on February 15, 2021)	India	50	50
8	Gangavaram Port Limited (w.e.f April 16, 2021)	India	41.90	N.A.
9	Gangavaram Port Services (India) Private Limited (w.e.f April 16, 2021)	India	41.90	N.A.
10	Adani KP Agriwarehousing Private Limited (Formerly known as Krishnapatnam AgriWarehousing Company Private Limited) (w.e.f January 01, 2022)* (refer note 2.4)	India	74	N.A.
11	EZR Technologies Private Limited (incorporated on December 14, 2021)	India	51	N.A.

* Accounted using equity method w.e.f January 01, 2022.

** The Company has power over the entity and ability to affect its return and hence considered it as subsidiary.

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.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

32. Related Party Disclosures

Related parties with whom transactions have taken place.

Joint Venture & Associate Entities	Adani International Container Terminal Private Limited
	Adani CMA Mundra Terminal Private Limited
	Adani NYK Auto Logistics Solutions Private Limited
	Adani Total Private Limited ("ATPL")
	Gangavaram Port Limited
	Dhamra LNG Terminal Private Limited (Subsidiary of ATPL)
	Adani KP Agriwarehousing Private Limited (w.e.f January 01, 2022)
Key Management Personnel and their relatives	Mr. Gautam S. Adani - Chairman and Managing Director
	Mr. Rajesh S. Adani - Director
	Mr. Karan G. Adani - Whole-time Director & Chief Executive Officer
	Dr. Malay Mahadevia - Wholetime Director (upto May 31, 2021), Director (w.e.f June 01, 2021)
	Prof. G. Raghuram - Independent Non-Executive Director
	Mr. Gopal Krishna Pillai - Independent Non-Executive Director
	Mr. Mukesh Kumar - Nominee Director (upto May 22, 2020)
	Mrs. Nirupama Rao - Independent Non-Executive Director
	Mr. Bharat Sheth - Independent Non-Executive Director
	Mr. Palamadai Sundararajan Jayakumar Independent Non-Executive Director (w.e.f July 23, 2020)
	Mrs. Avantika Singh Aulakh IAS, Nominee Director (w.e.f September 15, 2020)
	Mr. Deepak Maheshwari - Chief Financial Officer (upto May 05, 2021)
	Mr. Kamlesh Bhagia - Company Secretary
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 Townships and Real Estate Company Private Limited
	Adani Infrastructure and Developers Private Limited
	Adani Mundra SEZ Infrastructure Private Limited
	Adani Bunkering Private Limited
	Adani Enterprises Limited
	Adani Green Energy Limited
	Adani Total Gas Limited
	Adani Global FZE
	Adani Infra (India) Limited
	Adani Road Transport Limited
	Adani Infrastructure Management Services 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 Copper Limited
	Belvedere Golf and Country Club Private Limited
	Vishakha Renewable Private Limited
	Adani-Elbit Advanced Systems India Limited
	Sunanda Agri Trade Private Limited
	Adani Skill Development Centre
	Adani Electricity Mumbai Limited

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

32. Related Party Disclosures (Contd...)

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
	Adani Renewable Energy (KA) Limited
	Wardha Solar (Maharashtra) Private Limited
	Adani Finserve Private Limited
	Vishakha Solar Films Private Limited
	Adani Estate Management Private Limited
	Mundra LPG Terminal Private Limited
	Adani Dhamra LPG Terminal Private Limited
	Talabira (Odisha) Mining Private Limited
	Adani Institute for Education and Research
	Shantigram Utility Services Private Limited
	Adani Capital Private Limited
	Raigarh Energy Generation Limited
	Udupi Power Corporation Limited
	Mundra Synenergy Limited
	Raipur Energen Limited
	Adani Agri Fresh Limited
	Bailadila Iron Ore Mining Private Limited
	Gare Palma II Collieries Private Limited
	Gare Pelma III Collieries Limited
	Kurmitar Iron Ore Mining Private Limited
	Sarguja Rail Corridor Private Limited (up to March 31, 2021)
	Adani Solar Energy Kutchh Two Private Limited
	Ahmedabad International Airport Limited
	Adani Solar USA Inc.,
	Mangaluru International Airport Limited
	Lucknow International Airport Limited
	Adani Airport Holdings Limited
	Adani Brahma Synergy Private Limited
	Carmichael Rail Network Pty Limited
	Adani Mining Pty Limited
	Parsa Kente Collieries Limited
	Mundra Solar PV Limited
	Mundra Solar Technopark Private Limited (up to March 29, 2022)
	Adani Australia Pty Limited
	Adani Cement Industries Limited
	Adani Estates Private Limited
	Adani Green Technology Limited
	Adani Rail Infra Private Limited
	Adani Transmission Limited
	AdaniConnex Private Limited
	Bowen Rail Company Pty Limited (From 16 July, 2021)
	Gujarat Adani Institute of Medical Science
	Guwahati International Airport Limited
	Jaipur International Airport Limited
	Jash Energy Private Limited
	MPSEZ Utilities Limited (From December 16, 2021)
	Mumbai International Airport Limited
	Mundra Petrochem Limited
	Mundra Solar Energy Limited
	Mundra WindTech Limited
	Navi Mumbai International Airport Limited
	Stratatech Mineral Resources Private Limited
	Thar Power Transmission Service Limited
	TRV (Kerala) International Airport Private Limited
	Vishakha Glass Private Limited
	Vishakha Metals Private Limited

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

32. Related Party Disclosures (Contd...)

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, 2022, 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/ Associates	With Other Entities*	Key Management Personnel and their relatives
1	Income from Port Services / Other Operating Income	**March 31, 2022**	**682.99**	**1,281.06**	**-**
		March 31, 2021	557.50	1,109.98	-
2	Sale of Non Financial Assets	**March 31, 2022**	**-**	**-**	**-**
		March 31, 2021	-	162.57	-
3	Lease including Infrastructure Usage Income/ Upfront Premium (Includes Reversal)	**March 31, 2022**	**692.75**	**102.06**	**-**
		March 31, 2021	16.60	96.66	-
4	Interest Income on loans/ deposits/ deferred accounts receivable	**March 31, 2022**	**46.55**	**93.54**	**-**
		March 31, 2021	88.19	64.34	-
5	Purchase of Spares and consumables, Power & Fuel	**March 31, 2022**	**0.10**	**139.87**	**-**
		March 31, 2021	0.37	42.58	-
6	Recovery of expenses (Reimbursement)	**March 31, 2022**	**40.75**	**-**	**-**
		March 31, 2021	50.08	5.78	-
7	Services Availed (including reimbursement of expenses)	**March 31, 2022**	**3.29**	**97.36**	**-**
		March 31, 2021	5.91	149.36	-
8	Rent charges paid	**March 31, 2022**	**3.00**	**14.34**	**-**
		March 31, 2021	-	12.04	-
9	Sales of Scrap and other Miscellaneous Income	**March 31, 2022**	**1.96**	**57.36**	**-**
		March 31, 2021	4.26	46.35	-
10	Loans Given	**March 31, 2022**	**2.64**	**759.48**	**-**
		March 31, 2021	-	-	-
11	Loans Received back	**March 31, 2022**	**296.56**	**954.88**	**-**
		March 31, 2021	496.68	1.85	-
12	Loans Taken	**March 31, 2022**	-	**188.35**	**-**
		March 31, 2021	-	60.88	-
13	Loans Repaid	**March 31, 2022**	-	**840.05**	**-**
		March 31, 2021	-	-	-
14	Interest Expenses	**March 31, 2022**	-	**105.80**	**-**
		March 31, 2021	-	-	-
15	Advance / Deposit Given	**March 31, 2022**	-	**32.88**	**-**
		March 31, 2021	-	42.95	-

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

32. Related Party Disclosures (Contd...)

₹ in Crore

Sr No	Particulars	For the Year Ended	With Joint Ventures/ Associates	With Other Entities*	Key Management Personnel and their relatives
16	Advance / Deposit Received Back	**March 31, 2022**		**246.31**	**-**
		March 31, 2021	-	145.75	-
17	Advance / Deposit Taken	**March 31, 2022**		**6.83**	**-**
		March 31, 2021	-	-	-
18	Investment in equity/preference shares	**March 31, 2022**	**634.47**	**-**	**-**
		March 31, 2021	23.77	-	-
19	Purchase of Subsidiaries	**March 31, 2022**	**-**	**1.88**	**-**
		March 31, 2021	-	2,234.98	-
20	Issue of Equity Shares against Composite Scheme of Arrangement	**March 31, 2022**	-	**4,768.22**	
		March 31, 2021	-	-	-
21	Sale of Investment	**March 31, 2022**	**-**	**116.31**	**-**
		March 31, 2021	-	-	-
22	Donation	**March 31, 2022**	-	**72.88**	**-**
		March 31, 2021	-	26.38	-
23	Sale of Assets	**March 31, 2022**	-	**3.04**	**-**
		March 31, 2021	2.19	-	-
24	Sale of Material	**March 31, 2022**	**0.01**	**2.21**	**-**
		March 31, 2021	-	-	-
25	Purchase of property/asset/land use rights	**March 31, 2022**	-	**26.00**	**-**
		March 31, 2021	2.02	17.00	-
26	Remuneration #				
	Short-term employee benefits	**March 31, 2022**	**-**	**-**	**9.69**
		March 31, 2021	-	-	21.09
	Other long-term benefits	**March 31, 2022**	**-**	**-**	**0.01**
		March 31, 2021	-	-	0.05
	post-employment benefits	**March 31, 2022**	**-**	**-**	**0.65**
		March 31, 2021	-	-	0.87
27	Commission to Director	**March 31, 2022**	**-**	**-**	**2.80**
		March 31, 2021	-	-	1.00
28	Commission to Non-Executive Director	**March 31, 2022**	-	-	**1.00**
		March 31, 2021	-	-	0.94
29	Sitting Fees	**March 31, 2022**	-	-	**0.55**
		March 31, 2021	-	-	0.38
30	Corporate Guarantee Given	**March 31, 2022**	**USD 75 Mn**	**-**	
			480.00	**-**	
		March 31, 2021	USD 70 Mn	-	
			199.00	-	
31	Corporate Guarantees Received	**March 31, 2022**	**-**	**900.00**	**-**
		March 31, 2021	-	-	-
32	Corporate Guarantees Released	**March 31, 2022**	**-**	**965.38**	**-**
		March 31, 2021	-	-	-

-* Figures being nullified on conversion to ₹ in crore.

#It does not include Provision for Leave Encashment and Gratuity as it is provided in the books on the basis of actuarial valuation for the Group as a whole and hence individual figures cannot be identified.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

32. Related Party Disclosures (Contd...)

(B) Balances with Related Parties

₹ in Crore

Sr No	Particulars	As at	With Joint Ventures/ Associates	With Other Entities*	Key Management Personnel and their relatives
1	Trade Receivable (net of bills discounted, refer note 5 (c))	**March 31, 2022**	**94.80**	**496.90**	**-**
		March 31, 2021	59.97	676.26	-
2	Loans	**March 31, 2022**	**546.18**	**-**	**-**
		March 31, 2021	819.26	-	-
3	Capital Advances	**March 31, 2022**	-	**13.19**	**-**
		March 31, 2021	-	26.99	-
4	Trade Payable (including provisions)	**March 31, 2022**	**1.51**	**73.42**	**-**
		March 31, 2021	2.37	55.50	-
5	Advances and Deposits from Customer/ Sale of Assets	**March 31, 2022**	**0.54**	**13.10**	**-**
		March 31, 2021	0.54	12.84	-
6	Other Financial & Non-Financial Assets	**March 31, 2022**	**84.82**	**486.74**	**-**
		March 31, 2021	190.12	721.12	-
7	Other Financial & Non-Financial Liabilities	**March 31, 2022**	**12.02**	**15.85**	**-**
		March 31, 2021	343.63	83.14	-
8	Borrowings	**March 31, 2022**	**-**	**-**	**-**
		March 31, 2021	-	60.88	-
9	Corporate Guarantee Given	**March 31, 2022**	**USD 315.08 Mn**	**-**	**-**
			564.48	-	-
		March 31, 2021	USD 190.91 Mn	-	**-**
			159.26	-	-
10	Corporate Guarantee Taken	**March 31, 2022**	-	900.00	-
		March 31, 2021	-		-

* 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 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 amounts to ₹0.66 crore (Previous year ₹0.66 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.

c) The Loans and ICDs of ₹1,327.65 crore as at the balance sheet date and those given subsequently (Refer note 3 to the Statement of Cashflows) are guaranteed by Adani Properties Private Limited, a promoter group company and a related party.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

33. 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, 2022	As at March 31, 2021	
Forward Contract	USD 25 Million	USD 9 Million	Hedging of foreign currency borrowing interest liability
	-	USD 40 Million	Hedging of foreign currency borrowing principal liability of USD against JPY
	USD 23 Million	-	Hedging of expected future billing based on foreign currency denominated tariff

The details of foreign currency exposures those are not hedged by a derivative instrument or otherwise are as under:

Nature	As at March 31, 2022		As at March 31, 2021	
	Amount (₹ In Crore)	Foreign Currency (in Million)	Amount (₹ In Crore)	Foreign Currency (in Million)
Foreign Currency Loan	-	-	16.18	USD 2.21
	506.39	EUR 60.13	654.63	EUR 76.34
Buyer's Credit	405.92	JPY 6,531.00	172.76	JPY 2,613.00
	181.90	USD 24.00	-	-
Trade Payables and Other Current Liabilities	86.17	USD 11.37	58.18	USD 7.96
	10.68	EUR 1.27	9.02	EUR 1.05
	0.07	JPY 1.17	54.35	JPY 822.00
	0.19	SGD 0.03	0.13	SGD 0.02
	-*	AUD #	0.09	AUD 0.02
	-	-	0.01	GBP #
	0.58	AED 0.28		
Interest accrued but not due	28.79	USD 3.80	102.85	USD 14.07
	0.96	EUR 0.11	1.27	EUR 0.15
	1.51	JPY 24.29	0.42	JPY 6.34
Trade Receivable	54.19	USD 7.15	1.46	USD 0.20
	0.02	EUR #	0.02	EUR #
Other Receivable	-*	SGD #	-	-
	98.99	USD 13.06	69.32	USD 9.48
	0.10	EUR 0.01	0.38	EUR 0.04
Foreign Currency Bond	29,559.08	USD 3,900.00	23,029.65	USD 3,150.00
Loan Given	537.85	USD 70.96	365.70	USD 50.02

Figures being nullified on conversion to foreign currency in million.

* Figures being nullified on conversion to ₹ in crore.

Closing rates as at :	March 31, 2022	March 31, 2021
INR / USD	75.79	73.11
INR / EUR	84.22	85.75
INR / GBP	99.46	100.75
INR / JPY	0.62	0.66
INR / AUD	56.74	55.70
INR / SGD	55.97	54.35
INR / BDT	0.88	0.86

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34 Financial Instruments, Fair Value Measurements, Financial Risk and Capital Management

34.1. Category-wise Classification of Financial Instruments:

₹ in Crore

Particulars	Refer Note	As at March 31, 2022			
		Fair Value through other Comprehensive income	Fair Value through profit or loss	Amortised cost	Carrying Value
Financial Assets					
Cash and cash equivalents	11	-	-	8,596.77	8,596.77
Bank balances other than cash and cash equivalents	11	-	-	3,849.81	3,849.81
Investments in Equity Shares/debt securities/others (other than investment in Joint Venture entities and associate entity)	4 (b)	602.07		-	602.07
Investment in Compulsorily Convertible Preference Shares	4 (b)	-	191.59	-	191.59
Investment in Special Infrastructure Investment Scheme of ASSIS	4 (b)		1,129.49		1,129.49
Investments in unquoted Mutual Funds	10	-	47.79	-	47.79
Trade Receivables (including bill discounted)	5	-	-	2,469.68	2,469.68
Loans	6	-	-	1,873.83	1,873.83
Derivatives Instruments	7	-	1.56	-	1.56
Other Financial Assets	7	-	-	5,119.26	5,119.26
Total		**602.07**	**1,370.43**	**21,909.35**	**23,881.85**
Financial Liabilities					
Borrowings (including the bills discounted and current maturities)	14,18	-	-	45,752.28	45,752.28
Trade Payables	19	-	-	979.59	979.59
Derivative Instruments	16	-	13.95	-	13.95
Financial Guarantee given	16	-	-	11.46	11.46
Lease Liabilities	15	-	-	1,982.45	1,982.45
Other Financial Liabilities	16	-	-	2,139.45	2,139.45
Total		**-**	**13.95**	**50,865.23**	**50,879.18**

₹ in Crore

Particulars	Refer Note	As at March 31, 2021			
		Fair Value through other Comprehensive income	Fair Value through profit or loss	Amortised cost	Carrying Value
Financial Assets					
Cash and cash equivalents	11	-	-	4,198.04	4,198.04
Bank balances other than cash and cash equivalents	11	-	-	592.16	592.16
Investments in Equity Shares (other than investment in Joint Venture Entities and associate entity)	4 (b)	369.24	-	-	369.24
Investment in Compulsorily Convertible Preference Shares	4 (b)	-	71.59	-	71.59

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34 Financial Instruments, Fair Value Measurements, Financial Risk and Capital Management (Contd...)

₹ in Crore

Particulars	Refer Note	As at March 31, 2021			
		Fair Value through other Comprehensive income	Fair Value through profit or loss	Amortised cost	Carrying Value
Investments in unquoted Mutual Funds	10	-	212.74	-	212.74
Investments in unquoted Debentures, Commercial Papers and Government Securities	4,10	-	-	7.03	7.03
Investments in Pass Through Certificate	10	-	-	926.02	926.02
Trade Receivables (including bill discounted)	5	-	-	2,925.71	2,925.71
Loans	6	-	-	2,069.07	2,069.07
Derivative Instruments	7	-	15.05	-	15.05
Other Financial Assets	7	-	-	5,695.64	5,695.64
Total		**369.24**	**299.38**	**16,413.67**	**17,082.29**
Financial Liabilities					
Borrowings (including the bills discounted)	14,18	-	-	34,940.79	34,940.79
Trade Payables	19	-	-	1,013.85	1,013.85
Financial Guarantee given	16	-	-	9.45	9.45
Lease Liabilities	15	-	-	748.01	748.01
Other Financial Liabilities	16	-	-	2,412.79	2,412.79
Total		**-**	**-**	**39,124.89**	**39,124.89**

Note:-

Investments in joint ventures, accounted using equity method, amounting to ₹3,990.18 crore (previous year ₹649.53 crore) are not included in above tables.

34.2. Fair Value Measurements:

(a) Quantitative disclosures of fair value measurement hierarchy for financial assets and financial liabilities:

₹ in Crore

Particulars	As at March 31, 2022			As at March 31, 2021		
	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)	230.00	372.07	602.07	-	369.24	369.24
Investment in debt instrument of joint venture entity (refer note 4)	191.59	-	191.59	71.59	-	71.59

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34 Financial Instruments, Fair Value Measurements, Financial Risk and Capital Management (Contd...)

Quantitative disclosures of fair value measurement hierarchy for financial assets and financial liabilities:

₹ in Crore

Particulars	As at March 31, 2022			As at March 31, 2021		
	Significant observable Inputs (Level 2)	Significant unobservable Inputs (Level 3)	Total	Significant observable Inputs (Level 2)	Significant unobservable Inputs (Level 3)	Total
Investment in Special Infrastructure Investment Scheme of ASSIS	1129.49		1129.49	-	-	-
Investments in unquoted Mutual Funds measured at FVTPL (refer note 10)	47.79	-	47.79	212.74	-	212.74
Derivative Instruments (refer note 7)	1.56	-	1.56	15.05	-	15.05
Total	**1600.43**	**372.07**	**1,972.50**	**299.38**	**369.24**	**668.62**
Financial Liabilities						
Derivative Instruments (refer note 16)	13.95	-	13.95	-	-	-
Total	**13.95**	**-**	**13.95**	**-**	**-**	**-**

Investments in Unquoted Mutual Funds are valued based on declared NAV.

Derivative instruments are valued based on observable inputs i.e. yield curves, FX rates and volatilities etc.

The company has entered into call option agreement for an equity investment, whereby the company has agreed to grant the buyer an option to purchase the underlying equity investment, the fair value of such call option as at March 31, 2022 is ₹13.76 crore. The fair value is independently determined using the Black-Scholes Model which takes into account the exercise price, the term of the option, the spot price, expected price volatility and the risk-free interest rate for the term of the option. The critical inputs for options granted are (i) Expected price volatility : 36 % (ii) Risk-free interest rate: 5.60 % (iii) Intrinsic value : Nil

(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, 2022 and March 31, 2021 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, 2022 11.28% - 13.18% (12.42%) March 31, 2021 : 11.63% - 18.50% (15.07%)	1% increase would result in decrease in fair value by ₹3.99 Crore as of March 31, 2022 (₹6.02 Crore as of March 31, 2021)

(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.

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34 Financial Instruments, Fair Value Measurements, Financial Risk and Capital Management (Contd...)

34.3 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 reduce 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 based on 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 except to the extent of effective portion of instruments designated for hedge accounting.

(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.

The sensitivity analysis in the following sections relate to the position as at March 31, 2022 and March 31, 2021.

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, 2022. 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, 2022 and March 31, 2021.

(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

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for the year ended March 31, 2022

34 Financial Instruments, Fair Value Measurements, Financial Risk and Capital Management (Contd...)

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, 2022 would decrease / increase by ₹30.02 crore (for the year ended March 31, 2021 : decrease / increase by ₹17.68 crore). This is mainly attributable to interest rates on variable rate of long term borrowings. The same has been calculated based on risk exposure outstanding as on balance sheet date. The year end balances are not necessarily representative of average debt outstanding during the year.

(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.
The Group's forex revenues provide a natural hedge to its forex debt, derisking it against currency movements.

₹ in crore

Particulars	Impact on Profit before tax		Impact on Pre-tax Equity	
	For the year ended		For the year ended	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
USD Sensitivity				
₹/USD - Increase by 1%	(291.65)	(227.54)	(291.65)	(227.54)
₹/USD - Decrease by 1%	291.65	227.54	291.65	227.54
EURO Sensitivity				
₹/EURO - Increase by 1%	(4.99)	(5.89)	(4.99)	(5.89)
₹/EURO - Decrease by 1%	4.99	5.89	4.99	5.89
GBP Sensitivity				
₹/GBP - Increase by 1%	-*	-*	-*	-*
₹/GBP - Decrease by 1%	-*	-*	-*	-*
SGD Sensitivity				
₹/SGD - Increase by 1%	-*	-*	-*	-*
₹/SGD - Decrease by 1%	-*	-*	-*	-*
JPY Sensitivity				

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for the year ended March 31, 2022

34 Financial Instruments, Fair Value Measurements, Financial Risk and Capital Management (Contd...)

₹ in crore

Particulars	Impact on Profit before tax		Impact on Pre-tax Equity	
	For the year ended		For the year ended	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
₹/JPY- Increase by 1%	(4.08)	(2.28)	(4.08)	(2.28)
₹/JPY - Decrease by 1%	4.08	2.28	4.08	2.28
AED Sensitivity				
₹/AUD- Increase by 1%	(0.01)		(0.01)	-
₹/AUD - Decrease by 1%	0.01		0.01	-

-* 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 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 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 and 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, financial institutions and other counter parties 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 Management of the Company 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 mitigates financial loss through counterparty's potential failure to make payments. The Group further mitigates credit risk of counter parties by obtaining adequate securities including undertaking from creditable parties.

The Group is exposed to market conditions and counter party credit risk on Loans and ICDs extended from time to time based on limits set by the Finance Committee of the Board of Directors of the company/the board of Directors of the subsidiary entities having regard to various factors including net-worth of the counterparties. As part of credit risk policy, guarantees are obtained to secure repayment of these loans and ICDs and interest thereon. These guarantees are evaluated for enforceability under the prevailing laws by the Management of the Company including assessment by external legal expert, and by assessing financial

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34 Financial Instruments, Fair Value Measurements, Financial Risk and Capital Management (Contd...)

ability of the guarantor.

Corporate Guarantees given to banks and financial institutions against credit facilities availed by the joint venture entities ₹2,952.62 crore (Previous year ₹1,555.06 crore)

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 Group earns 23% revenue (previous year 17%) from such customers and with some of these customers, the group has long term cargo contracts . Receivables from such customer constitute 41% of total trade receivables (previous year 51%) . A loss of these customers 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	Less than 1 year	1 to 5 years	Over 5 years	Total	Carrying Amount
As at March 31, 2022						
Borrowings (including the bills discounted)	14,18	6,300.87	13,073.94	26,617.49	45,992.30	45,752.28
Interest Payments	16	2,051.03	6,687.92	4,879.99	13,618.94	654.80
Trade Payables	19	979.59	-	-	979.59	979.59
Derivative Instruments	16	13.95	-	-	13.95	13.95
Financial Guarantees given	16	5.60	5.86	-	11.46	11.46
Lease Liabilities	15	30.53	346.21	1,605.71	1,982.45	1,982.45
Other Financial Liabilities	16	1,345.88	138.77	-	1,484.65	1,484.65
Total		**10,727.45**	**20,252.70**	**33,103.19**	**64,083.34**	**50,879.18**
As at March 31, 2021						
Borrowings (including the bills discounted)	14,18	2,010.50	10,650.61	22,535.31	35,196.42	34,940.79
Interest Payments	16	1,667.76	5,738.37	2,860.57	10,266.70	572.65
Trade Payables	19	1,013.85	-	-	1,013.85	1,013.85
Financial Guarantees given	16	3.09	6.36	-	9.45	9.45
Lease Liabilities	15	67.57	236.98	867.13	1,171.68	748.01
Other Financial Liabilities	16	1,709.38	130.76	-	1,840.14	1,840.14
Total		**6,472.15**	**16,763.08**	**26,263.01**	**49,498.24**	**39,124.89**

The table has been drawn up based on the undiscounted contractual maturities of the financial liabilities including interest that will be paid on those liabilities upto the maturity of the instruments, ignoring the call and refinancing options available with the Group. The amounts included above for variable interest rate instruments

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for the year ended March 31, 2022

34 Financial Instruments, Fair Value Measurements, Financial Risk and Capital Management (Contd...)

for nonderivative liabilities is subject to change if changes in variable interest rates differ to those estimates of interest rates determined at the end of the reporting period.

34.4 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 & Investments in Mutual Fund) divided by total capital plus net debt.

₹ in Crore

Particulars	March 31, 2022	March 31, 2021
Total Borrowings (refer note 14,18) (including the bills discounted)	45,752.28	34,940.79
Less: Cash and bank balance & Investments in Mutual Fund (refer note 10,11)	12,494.37	5,002.94
Net Debt (A)	**33,257.91**	**29,937.85**
Total Equity (B)	38,250.00	30,608.26
Total Equity and Net Debt (C = A + B)	71,507.91	60,546.11
Gearing ratio	**47%**	**49%**

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, 2022 and March 31, 2021.

35. Capital Commitments and other commitments

(i) Capital Commitments

Estimated amount of contracts (net of security deposits amounting to ₹2,305.63 crore (previous year ₹2,922.85 crore) included in note 7 and advances) remaining to be executed on capital account and not provided for ₹10,658.99* crore (previous year ₹13,063.65 crore) pertains to various projects to be executed during the next 5 years.

* Excluding for a project under arbitration with concessioning authority (refer note - 36 (p))

(ii) Other Commitments

a) The port projects of subsidiary companies viz. The Dhamra Port Company Limited ("DPCL"), Adani Vizhinjam Port Private Limited ("AVPPL") and joint venture Adani International Container Terminal Private Limited ("AICTPL") 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	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Adani International Container Terminal Private Limited	50.00%	50.00%	-	-
Adani Vizhinjam Port Private Limited	-	70.00%	-	30.00%
The Dhamra Port Company Limited	21.00%	21.00%	30.00%	30.00%

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35 Capital Commitments and other commitments (Contd...)

b) Contract/ Commitment for purchase of certain supplies. Advance given ₹Nil (previous year ₹231.20 crore).

c) The subsidiary companies have imported capital goods for its Container & Multipurpose Port Terminal and Project Equipments under the EPCG Scheme at concessional rate of custom duty by undertaking obligation to export. Future outstanding export obligation under the scheme is ₹1,225.15 crore (previous year ₹1,144.57 crore) which is equivalent to 6 to 8 times of duty saved ₹204.19 crore (previous year ₹186.93 crore) . The export obligation has to be completed by 2022-23 to 2026-27.

One of the subsidiary company has filed an application to extend the deadline for completion of the obligation amounting to ₹714.88 crore for another two years, which is expected to be approved by the authority shortly.

d) One of the subsidiary company Adani Hazira Port Limited ("AHPL") 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 AHPL has entered into agreement to acquire additional land measuring 933 acre in the Patan and Hazira region and an advance consideration of ₹38.03 crore paid towards the land classified as capital advance respectively. As at March 31, 2022, the AHPL does not have physical possession of the said land, although it has contractual right in the said land parcels. The management represents that land area and location are 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, the AVPPL has incurred ₹17.28 crore till March 31, 2022.

36. Contingent Liabilities not provided for

₹ in Crore

Sr. No	Particulars	March 31, 2022	March 31, 2021
a	Certain facilities availed by the joint venture entities and other group company against credit facilities sanctioned to the company.	0.66	0.66
b	Bank Guarantees given to government authorities and banks	341.83	352.83
c	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
d	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

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36. Contingent Liabilities not provided for (Contd…)

₹ in Crore

Sr. No	Particulars	March 31, 2022	March 31, 2021
e	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 2016-17. 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).	32.63	32.63
f	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
g	Commissioner of Customs, Ahmedabad has vide order no.4/Comm./SIIB/2009 dated November 25, 2009 imposed penalty in connection with import of Air Craft 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 imposition of penalty, the management is reasonably confident that no liability will devolve on the Company and hence no liability has been recognized in the books of account.	2.00	2.00
h	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
i	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

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for the year ended March 31, 2022

36. Contingent Liabilities not provided for (Contd...)

₹ in Crore

Sr. No	Particulars	March 31, 2022	March 31, 2021
j	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.	20.68	20.92
k	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
l	Various matters of subsidiary companies pending with Income Tax Authorities.	0.05	4.43
m	Claims not acknowledged as debts.	122.05	47.74
n	The Company's tax assessments is completed till Assessment year 2018-19, Appeals are pending with High Court/Supreme Court for Assessment Year 2008-09 to AY 2010-11, with Appellate Tribunal for Assessment Year 2011-12 to 2016-17 & with CIT for AY 2018-19.Company has received favourable orders on most of the matters for AY 2008-09 to AY 2016-17 from CIT(A)/ITAT/High Court, hence the management is reasonably confident that no liability will devolve on the Company.		
o	Matters of acquired subsidiaries for which indemnity is available from previous owner/seller (i) Matters pending with Central Warehousing Corporation amounting to ₹10.14 crore. (ii) Matters pending with Income Tax, Service Tax and Various other authorities amounting to ₹136.31 crore		
p	During the previous year ended on March 31, 2021, Adani Ennore Container Terminal Private Limited ("AECTPL") has received notice from Kamarajar Port Limited ("KPL") relating to delay in completion of a milestone of Phase II, levying liquidated damages of ₹29.60 crore. AECTPL sought for injunction from Hon'ble High Court of Madras and per its direction, initiated arbitration and deposited ₹10 crore without prejudice and subject to outcome of arbitration and other such remedies available in the concession agreement. The matter is under arbitration and both parties have appointed arbitrators as well as the presiding arbitrator as referred by the Hon'ble High Court of Madras. The management is confident that there should be no such levy and has contested the same attributing the delay in Phase II commencement to reasons beyond control of AECTPL including but not limited to delays in Phase I Project (including Force Majeure events of Cyclone Vardha), delay by the Concessioning Authority in appointing an Independent Engineer for Phase II Project, allocation of land, issuance of Phase I completion certificate, etc. Considering above, no provision of the liquidated damages claimed by KPL has been considered necessary at this stage. Both the parties have filed the claim with arbitrators and the matter is currently under arbitration. Further, during current year, AECTPL could not achieve the Minimum Guaranteed tonnage as per concession agreement on account of various force majeure events including reasons attributable to KPL which was also contested as part of ongoing arbitration.		
q	During the previous year, the group has received notice from one of the port trust authority, relating to royalty on deemed storage income for ₹41.40 crore. The Group is in the process of requesting to extend the relief of rationalised tariff retrospectively, available under guidelines issued by Ministry of Shipping dated July 11, 2018. The Group has paid an amount of ₹18.67 crore and provided the same in books on prudent basis and doesn't anticipate any further outflow.		

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

37. Interest in joint Venture Entities and Associates

(A) Summarised Balance Sheet and Statement of Profit and Loss of material entities are as below:

₹ in Crore

Particulars	Adani CMA Mundra Terminal Private Limited		Adani International Container Terminal Private Limited	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Share Capital and Reserve & Surplus	89.43	(2.01)	824.90	567.21
Non-current Liabilities	1,422.07	1,556.05	2,548.14	2,623.83
Current Liabilities	382.03	392.97	382.63	708.54
Non-current Assets	1,663.46	1,802.84	3,447.96	3,699.79
Current Assets	230.07	144.17	307.71	199.79
Revenue	630.68	566.44	1,371.03	1,214.88
Operating Expenses	(158.95)	(135.91)	(336.88)	(270.12)
Terminal Royalty Expenses	(87.51)	(63.60)	(237.82)	(223.43)
Employee Benefit Expenses	(7.81)	(7.47)	(13.60)	(13.88)
Depreciation and Amortisation Expense	(124.86)	(124.32)	(243.67)	(243.70)
Foreign Exchange (loss)/Gain (net)	(42.31)	41.80	(84.70)	147.36
Finance Costs	(81.80)	(104.89)	(111.09)	(137.97)
Other Expenses	(12.36)	(12.78)	(34.82)	(30.83)
Profit / (Loss) before exceptional item and tax	115.08	159.27	308.45	442.31
Exceptional Item	(17.24)		(33.07)	
Profit / (Loss) before tax	**97.84**	**159.27**	**275.38**	**442.31**
Income-tax expense	(6.28)	-	(17.52)	(30.92)
Profit / (Loss) after tax	**91.56**	**159.27**	**257.86**	**411.39**
Other Comprehensive income	(0.13)	0.07	(0.17)	0.09
Total Comprehensive Income	**91.43**	**159.34**	**257.69**	**411.48**
Capital and Other Commitments	**0.42**	**2.90**	**261.13**	**7.40**
Contingent liability not accounted for	**-**	**-**	**-**	**11.38**

₹ in Crore

Particulars	Adani NYK Auto Logistics Solutions Private Limited		Adani Total Private Limited (Consolidated)	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Share Capital and Reserve & Surplus	1.44	4.07	1,214.29	693.02
Non-current Liabilities	35.04	22.74	4,440.27	2,837.61
Current Liabilities	5.87	5.27	265.26	336.36
Non-current Assets	40.17	27.96	5,291.97	3,517.02
Current Assets	2.18	4.12	627.85	349.97
Revenue	25.32	15.91	2,177.17	385.29

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

37. Interest in joint Venture Entities and Associates (Contd...)

₹ in Crore

Particulars	Adani NYK Auto Logistics Solutions Private Limited		Adani Total Private Limited (Consolidated)	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Operating Expenses	(22.87)	(14.34)	(2,062.34)	(390.61)
Employee Benefit Expenses		-	(7.21)	(4.09)
Depreciation and Amortisation Expense	(3.06)	(1.73)	(0.55)	(0.26)
Foreign Exchange (loss)/Gain (net)		-	(4.57)	0.23
Finance Costs	(1.95)	(1.06)	(17.16)	(9.26)
Other Expenses	(0.08)	(0.02)	(37.30)	(8.55)
Profit / (Loss) before tax	**(2.64)**	**(1.24)**	**48.04**	**(27.25)**
Income-tax expense		0.15	(10.67)	0.24
Profit / (Loss) after tax	**(2.64)**	**(1.09)**	**37.37**	**(27.01)**
Other Comprehensive income	-		67.96	4.73
Total Comprehensive Income	**(2.64)**	**(1.09)**	**105.33**	**(22.28)**
Capital and Other Commitments	**-**	**-**	**384.39**	**1,693.32**
Contingent liability not accounted for	**-**	**-**	**2.66**	**-**

₹ in Crore

Particulars	Gangavaram Port Limited (Consolidated)
	March 31, 2022
Share Capital and Reserve & Surplus	3,048.36
Non-current Liabilities	31.86
Current Liabilities	102.38
Non-current Assets	2,894.41
Current Assets	288.19
	-
Revenue	1,274.82
Operating Expenses	(233.51)
Employee Benefit Expenses	(115.51)
Depreciation and Amortisation Expense	(138.93)
Foreign Exchange (loss)/Gain (net)	-
Finance Costs	(3.34)
Other Expenses	(61.30)
Profit / (Loss) before tax	722.23
Income-tax expense	(17.65)
Profit / (Loss) after tax	704.58
Other Comprehensive income	0.54
Total Comprehensive Income	705.12
Capital and Other Commitments	709.39
Contingent liability not accounted for	62.70

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

37. Interest in joint Venture Entities and Associates (Contd...)

(B) Reconciliation of carrying amounts of joint ventures

₹ in Crore

Particulars	Adani CMA Mundra Terminal Private Limited		Adani International Container Terminal Private Limited	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Net assets of joint venture entities	89.43	(2.01)	824.90	567.21
Proportion of Group's share	50%	50%	50%	50%
Group's share	44.72	(1.00)	412.45	283.61
Elimination from intra-group transactions	(44.72)	1.00	(412.45)	(283.61)
Carrying amount of Group's interest (refer note 4(a))	-	-	-	-

₹ in Crore

Particulars	Adani NYK Auto Logistics Solutions Private Limited		Adani Total Private Limited (Consolidated)	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Net assets of joint venture entities	1.44	4.07	1,214.29	693.02
Proportion of Group's share	51%	51%	50%	50%
Group's share	0.73	2.08	607.15	346.51
Fair valuation and other adjustment	-	-	567.70	300.89
Elimination from intra-group transactions/adjustments	-	-	-	-
Carrying amount of Group's interest (refer note 4(a))	0.73	2.08	1,174.85	647.40

₹ in Crore

Particulars	Gangavaram Port Limited (Consolidated)
	March 31, 2022
Net assets of joint venture entities	3,048.36
Proportion of Group's share	41.90%
Group's share	1,277.26
Fair valuation and other adjustment	1,523.07
Elimination from intra-group transactions/adjustments	-
Carrying amount of Group's interest (refer note 4(a))	**2,800.33**

(C) Unrecognised share of losses

₹ in Crore

Particulars	Adani CMA Mundra Terminal Private Limited		Adani International Container Terminal Private Limited	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Unrecognised share of loss for the year*	(45.72)	(79.67)	(128.85)	(205.74)
Cumulative shares of loss	14.68	60.40	(66.98)	61.87

* Not recognised as the carrying value of Investment as on reporting date is Nil

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

38. Business Combinations, acquisitions and disposals during the year

(i) 1) During the previous year, the group completed acquisition of 75% stake in Adani Krishnapatnam Port Limited ("AKPL") (Formerly known as Krishnapatnam Port Company Limited ("KPCL")) and obtained the control on October 01, 2020 from its erstwhile promoters. The Group, based on the provisional fair valuation report, had recorded ₹749.79 crore as Goodwill on acquisition in previous year.

Further during the current year, the Company has acquired balance 25% stake in AKPL and hence it became wholly owned subsidiary of the Group w.e.f June 08, 2021.

During the current year, after finalizing Purchase Price Allocation and based on the final report of external independent expert, there is a revision in fair value of certain assets and accordingly the Group has recorded ₹760.41 crore as Goodwill on acquisition.

2) During the previous year, the Group has completed the acquisition of Dighi Port Limited ("DPL") under the Corporate Insolvency Resolution Plan ("CIRP"). The Group has also entered into the assignment agreement dated February 15, 2021 with the Financial Creditors of DPL for assignment of Debt of Dighi Port Limited at a value of ₹650 crore. Further DPL had incurred a cost of ₹54.71 crore towards the payment of CIRP cost. The Group, based on the provisional fair valuation report, had recorded ₹25.95 crore as Capital Reserve on acquisition in previous year.

During the current year, after finalizing Purchase Price Allocation and based on the final report of external independent expert, there is a revision in fair value of certain assets/liabilities and accordingly the Group has recorded ₹5.95 crore as Capital Reserve on acquisition.

3) On March 03, 2021, the board of directors have approved the Composite Scheme of Arrangement between the Company and Brahmi Tracks Management Services Private Limited ("Brahmi") and Adani Tracks Management Services Private Limited ("Adani Tracks") and Sarguja Rail Corridor Private Limited ("Sarguja") and their respective shareholders and creditors (the 'Scheme') under Section 230 to 232 and other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder ("the Act"). As per order of Hon'ble National Company Law Tribunal ("NCLT"), the NCLT convened meeting of Equity Shareholders, Secured and Unsecured creditors was held on September 20, 2021, wherein, the said Scheme was approved by Equity shareholders, Secured and Unsecured creditors in overwhelming majority. NCLT has approved the scheme vide order dated January 27, 2022 and accordingly the effect of the scheme has been given during current year.

Consequent to above, Brahmi got amalgamated with the Company and Sarguja became wholly owned subsidiary of the Company w.e.f. appointed date i.e. April 1, 2021. Further, transaction costs pertaining to such scheme has been charged off to P&L on the same date.

Pursuant to the scheme, the Company has allotted 7,06,21,469 equity shares having face value of ₹2 each at an issue price of ₹675.18 each to the erstwhile promoters of Brahmi Track Management Services Private Limited.

The Group has concluded final determination of fair values of identified assets and liabilities for the purpose of purchase price allocation and based on the final fair valuation report of external independent expert, assets and liabilities are as per table given below.

4) During the year, the group took control over business including the land assets of Mundra Solar Technopark Private Limited ("MSTPL") pursuant to rights against outstanding receivables from the said entity. The group is in the process of making final determination of fair values of the identified assets and liabilities for the purpose of Purchase price allocation. Below are the provisional fair value of identified assets and liabiities.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

38. Business Combinations, acquisitions and disposals during the year (Contd...)

The fair value of the identifiable assets and liabilities as at the date of acquisition were:

₹ in crore

Particulars	Sarguja Rail Scheme	MSTPL
Assets		
Tangible and Intangible Assets	4,966.92	1,152.49
Investments	112.50	0.05
Other non-current financial/non-financial assets	35.52	182.93
Inventories	2.11	-
Trade Receivables	100.07	49.28
Cash and Bank Balances	220.85	0.94
Loans	200.00	-
Other current financial/non-financial assets	13.49	8.01
Total Assets	**5,651.46**	**1,393.70**
Liabilities	-	-
Long term Provisions	0.23	0.35
Other non-current financial/non-financial liabilities	1,079.92	423.91
Borrowings	711.25	898.00
Trade Payables	11.34	98.95
Other current financial/non-financial liabilities	11.63	60.60
Short term Provisions	0.06	0.05
Deferred Tax liability (net) (refer note (c) below)	846.45	-
Total Liabilities	**2,660.88**	**1,481.86**
Total Identifiable Net Assets at fair value	**2,990.58**	**(88.16)**
Purchase Consideration paid		
- For Equity Share	4,768.22	1.88
	4,768.22	**1.88**
Non-Controlling Interests	-	2.55
Existing Investments on acquisition	-	0.55
Goodwill/(Capital Reserve) arising on acquisition	**1,777.64**	**93.14**

Notes:-

(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 ₹897.99 crore, arising on business combination, adjusted in Goodwill as per Ind AS - 12 Income Taxes.

(ii) (1) During the year ended March 31, 2022, Company's subsidiary has acquired 100% equity stake of AYN Logistics Infra Private Limited on May 04, 2021 the assets of which mainly comprises of land. The acquisition does not constitute a business combination and hence has been accounted for as an asset acquisition.

(2) During the year ended March 31, 2022, the group has acquired an asset of container freight station at Krishnapatnam Port. The said acquisition of asset has been completed by acquiring Seabird Distriparks (Krishnapatnam) Private Limited on January 29, 2022 through its wholly owned subsidiary company Adani Krishnapatnam Port Limited. The acquisition does not constitute a business combination and hence has been accounted for as an asset acquisition.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

38. Business Combinations, acquisitions and disposals during the year (Contd...)

(iii) During the current year, the Group completed acquisition of 41.90% equity stake of Gangavaram Port Limited ("GPL") and has been accounted as an associate entity.

On September 22, 2021, the Board of Directors have approved the Composite Scheme of Arrangement between the Company, Gangavaram Port Limited ("GPL"), Adani Gangavaram Port Private Limited ("AGPPL") and their respective shareholders and creditors (the 'Scheme') under Section 230 to 232 and other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder ("the Act") with an appointed date of April 01, 2021. The meeting of Shareholders and creditors was concluded on March 14, 2022 wherein the proposal received consent of all the stakeholders. The said scheme will now be effective upon receipt of final approval from Hon'ble National Company Law Tribunal with an appointed date of April 01, 2021.

(iv) During the year, the Company has divested its investment in subsidiary company MPSEZ Utilities Limited ("MUL") on December 15, 2021 pursuant to which MUL ceased to be subsidiary of the Company. The Company has recorded a gain of ₹59.70 crore on disposal of investment in subsidiary.

39. Assets classified as held for sale

I) During the previous year, the Company's subsidiary had entered into a Share Transfer Deed for sale of investments in Bowen Rail Operation Pte Ltd ("BRO") and was classified under Assets held for sale. During the current year, the Group concluded the divestment on July 14, 2021.

ii) On acquisition of Adani Krishnapatnam Port Limited ("AKPL") as stated in note 38 (i) (1) , the assets on the date of control included investments of ₹135.12 crore that were to be carved out and were to be settled separately by AKPL. Said investment as on reporting date amounting to ₹47.60 crore are included under Assets classified as held for sale.

iii) In line with board guidance and recommendation of risk committee, the Company subsequent to the reporting date, on May 22, 2022, entered into a binding Share Purchase Agreement (SPA) for sale of its investments in Coastal International Terminals Pte Limited, which has investments in Myanmar Project. The SPA is signed on a completed project basis, which ensures full recover of its investments, loans given and cost to complete the project. The deal will be concluded after receipt of proceeds, in line with the agreed condition precedents. Management has concluded that the net realizable value is higher than the carrying value. Accordingly assets and liabilities of this entity which includes:- Non-current assets (including Capital Work-in-progress) ₹1,640.30 crore, Cash and Cash Equivalent ₹23.03 crore, Other current assets ₹0.80 crore and other current liabilities ₹257.81 crore are classified as held for sale.

iv) Adani Vizag Coal Terminal Private Limited ("AVCTPL"), a subsidiary of the Company is engaged in Port services under concession agreement with Visakhapatnam Port Trust ("VPT"). During the previous year, AVCTPL and VPT had initiated termination on mutual consent as per right under the concession agreement citing force majeure events, which went for arbitration. Both the parties have filed the claim with arbitrators and the final outcome is yet to be decided.

During current year ended on March 31, 2022, the arbitration tribunal, in its interim order, observed that terminal remaining idle leads to its deterioration and fails to generate any revenue. Hence, terminal should be put to operation without any delay and has directed VPT to release an ad-hoc interim payment to AVCTPL. Based on such directions, ad-hoc payment of ₹155 Crore has been received against handing over the possession, management and operational control of the terminal, leaving open all rights and contentions of both parties for examination at a later stage. Pending final outcome of the ongoing arbitration, the group has classified the terminal assets/liabilities as held for sale which includes Non-current assets (Including Property, Plant & Equipments, Intangibles) ₹185.40 crore, Inventories ₹1.35 crore and other liabilities ₹47.55 crore. The ad-hoc payment received has been classified as Advance from customer under current liabilities.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

40. 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, 2022							
	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	39.95%	26,582.26	6.75%	297.56	32.39%	7.78	6.89%	305.34
Subsidiary Companies								
Indian								
The Adani Harbour Services Limited	9.39%	6,245.17	34.92%	1,539.12	-0.27%	(0.07)	34.73%	1,539.05
Adani Hazira Port Limited	6.38%	4,246.56	15.71%	692.56	-3.03%	(0.73)	15.61%	691.84
Adani Logistics Limited	11.55%	7,682.76	1.07%	47.04	-1.46%	(0.35)	1.05%	46.69
The Dhamra Port Company Limited	8.78%	5,839.56	12.40%	546.33	-1.74%	(0.42)	12.32%	545.91
Adani Petronet (Dahej) Port Private Limited	1.69%	1,122.77	4.24%	186.77	-8.69%	(2.09)	4.17%	184.68
Shanti Sagar International Dredging Limited	1.68%	1,117.57	6.07%	267.67	-0.12%	(0.03)	6.04%	267.64
Adani Murmugao Port Terminal Private Limited	-0.45%	(302.56)	-0.97%	(42.62)	-0.38%	(0.09)	-0.96%	(42.71)
Adani Vizag Coal Terminal Private Limited	-0.46%	(306.56)	-1.14%	(50.11)	0.00%	-*	-1.13%	(50.11)
Adani Warehousing Services Private Limited	0.00%	(1.73)	-0.11%	(4.92)	0.00%	-	-0.11%	(4.92)
Adani Hospitals Mundra Private Limited	0.01%	3.79	0.01%	0.58	-0.38%	(0.09)	0.01%	0.49
Mundra International Airport Private Limited	0.00%	2.96	-0.02%	(1.01)	0.00%	-	-0.02%	(1.01)
Mundra Sez Textile And Apparel Park Private Limited	-0.01%	(9.08)	-0.04%	(1.92)	0.00%	-	-0.04%	(1.92)
Adinath Polyfills Private Limited	0.00%	(1.63)	0.00%	(0.12)	0.00%	-	0.00%	(0.12)
MPSEZ Utilities Limited	0.00%	-	0.33%	14.68	0.04%	0.01	0.33%	14.69
Adani Ennore Container Terminal Private Limited	0.55%	362.77	-0.32%	(14.29)	0.00%	-*	-0.32%	(14.29)
Adani Vizhinjam Port Private Limited	3.22%	2,140.69	-0.02%	(0.76)	0.00%	-	-0.02%	(0.76)
Adani Kattupalli Port Limited	0.04%	25.67	0.07%	2.89	0.00%	-	0.07%	2.89
Karnavati Aviation Private Limited	0.30%	196.55	0.39%	17.18	-0.27%	(0.07)	0.39%	17.11
Hazira Infrastructure Limited	0.04%	26.77	0.00%	0.20	0.00%	-	0.00%	0.20
Adani Ports Technologies Private Limited	0.00%	0.04	0.00%	(0.03)	0.00%	-	0.00%	(0.03)

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

40. Additional information of net assets and share in profit or loss (Contd...)

₹ in crore

Name of entity	As at and for the year ended March 31, 2022							
	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
Mundra Crude Oil Terminal Private Limited	0.31%	207.84	0.00%	(0.02)	0.00%	-	0.00%	(0.02)
Marine Infrastructure Developer Private Limited	3.08%	2,049.09	-0.29%	(12.84)	-0.30%	(0.07)	-0.29%	(12.91)
Blue Star Realtors Limited	0.50%	330.28	-0.01%	(0.29)	0.00%	-	-0.01%	(0.29)
Madurai Infrastructure Private Limited	0.34%	228.61	0.00%	(0.09)	0.00%	-	0.00%	(0.09)
Dholera Port And Special Economic Zone Limited	-0.01%	(3.71)	-0.01%	(0.32)	0.00%	-	-0.01%	(0.32)
Adani Kandla Bulk Terminal Private Limited	-0.60%	(401.28)	-2.75%	(121.34)	-0.61%	(0.15)	-2.74%	(121.48)
Dholera Infrastructure Private Limited	-0.01%	(4.44)	-0.01%	(0.38)	0.00%	-	-0.01%	(0.38)
Adani Agri Logistics Limited	0.85%	564.79	0.55%	24.22	-1.05%	(0.25)	0.54%	23.97
Adani Agri Logistics (MP) Limited	0.00%	(0.06)	-0.01%	(0.23)	-0.04%	(0.01)	-0.01%	(0.24)
Adani Agri Logistics (Harda) Limited	0.00%	1.74	0.00%	0.21	-0.02%	(0.01)	0.00%	0.21
Adani Agri Logistics (Hoshangabad) Limited	0.00%	1.66	0.01%	0.28	-0.03%	(0.01)	0.01%	0.27
Adani Agri Logistics (Satna) Limited	0.00%	1.37	0.01%	0.34	0.00%	-*	0.01%	0.34
Adani Agri Logistics (Ujjain) Limited	0.01%	3.77	-0.01%	(0.24)	-0.06%	(0.01)	-0.01%	(0.25)
Adani Agri Logistics (Dewas) Limited	0.00%	3.04	0.00%	(0.06)	-0.03%	(0.01)	0.00%	(0.07)
Adani Agri Logistics (Katihar) Limited	0.01%	4.95	0.01%	0.31	0.00%	-*	0.01%	0.31
Adani Agri Logistics (Kotkapura) Limited	0.01%	3.91	0.01%	0.43	-0.05%	(0.01)	0.01%	0.42
Adani Agri Logistics (Kannauj) Limited	0.04%	27.20	-0.02%	(0.90)	0.00%	-	-0.02%	(0.90)
Adani Agri Logistics (Panipat) Limited	0.09%	58.51	-0.02%	(0.78)	0.00%	-	-0.02%	(0.78)
Adani Agri Logistics (Moga) Limited	0.01%	6.66	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
Adani Agri Logistics (Mansa) Limited	0.01%	3.86	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
Adani Agri Logistics (Bathinda) Limited	0.00%	0.05	0.00%	(0.02)	0.00%	-	0.00%	(0.02)
Adani Agri Logistics (Barnala) Limited	0.01%	7.70	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
Adani Agri Logistics (Nakodar) Limited	0.01%	6.23	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
Adani Agri Logistics (Raman) Limited	0.01%	5.16	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
Adani Agri Logistics (Dahod) Limited	0.00%	(0.00)	0.00%	(0.01)	0.00%	-	0.00%	(0.01)

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

40. Additional information of net assets and share in profit or loss (Contd...)

₹ in crore

Name of entity	As at and for the year ended March 31, 2022							
	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 Warehousing Limited	0.00%	0.00	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
Adani Agri Logistics (Dhamora) Limited	0.01%	5.39	-0.04%	(1.55)	0.00%	-	-0.03%	(1.55)
Adani Agri Logistics (Samastipur) Limited	0.02%	14.29	-0.03%	(1.44)	-0.10%	(0.02)	-0.03%	(1.46)
Adani Agri Logistics (Darbhanga) Limited	0.02%	14.02	-0.01%	(0.43)	-0.06%	(0.01)	-0.01%	(0.44)
Dermot Infracon Private Limited	0.20%	135.92	0.00%	(0.14)	0.00%	-	0.00%	(0.14)
Dhamra Infrastructure Private Limited	0.04%	29.79	0.00%	(0.14)	0.00%	-	0.00%	(0.14)
Adani Logistics Services Private Limited	0.55%	365.50	1.42%	62.47	-0.41%	(0.10)	1.41%	62.37
Adani Noble Private Limited	0.03%	18.81	0.01%	0.35	0.00%	-	0.01%	0.35
Adani Forwarding Agent Private Limited	0.00%	(0.00)	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
Adani Cargo Logistics Private Limited	0.00%	1.16	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
Adani Logistics Infrastructure Private Limited	0.00%	1.14	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
Adani Pipelines Private Limited	0.00%	0.04	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
Adani Krishnapatnam Port Limited	3.40%	2,259.12	3.48%	153.46	-51.40%	(12.35)	3.18%	141.11
Adani Krishnapatnam Container Terminal Private Limited	0.02%	14.04	-0.01%	(0.43)	3.10%	0.74	0.01%	0.31
Adani KP Agriwarehousing Private Limited	0.00%	-	0.03%	1.53	0.00%	-	0.03%	1.53
Dighi Port Limited	1.18%	783.93	-0.87%	(38.55)	-0.04%	(0.01)	-0.87%	(38.56)
Sulochana Pedestal Private Limited	0.60%	400.09	0.00%	(0.02)	0.00%	-	0.00%	(0.02)
NRC Limited	0.43%	287.84	1.67%	73.75	0.00%	-	1.66%	73.75
Shankheshwar Buildwell Private Limited	0.44%	294.13	0.00%	(0.17)	0.00%	-	0.00%	(0.17)
Aqua Desilting Private Limited	0.00%	0.01	0.00%	-*	0.00%	-	0.00%	-
Mundra Solar Technopark Private Limited*	0.47%	316.02	0.00%	-	0.00%	-	0.00%	-
Adani Tracks Management Services Private Limited*	1.36%	906.13	8.23%	362.82	-0.09%	(0.02)	8.19%	362.80
AYN Logistics Infra Private Limited*	0.00%	(0.04)	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
Adani Gangavaram Port Private Limited#	0.00%	0.01	0.00%	(0.05)	0.00%	-	0.00%	(0.05)

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

40. Additional information of net assets and share in profit or loss (Contd...)

₹ in crore

Name of entity	As at and for the year ended March 31, 2022							
	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
Seabird Distriparks (Krishnapatnam) Private Limited*	0.00%	1.57	-0.02%	(0.96)	0.00%	-	-0.02%	(0.96)
HDC Bulk Terminal Limited#	0.00%	0.05	0.00%	-*	0.00%	-	0.00%	-
Foreign								
Abbot Point Operations Pty Limited (Consolidated)	0.18%	121.32	0.69%	30.26	0.00%	-	0.68%	30.26
Pearl Port Pte. Limited	0.00%	(0.14)	0.00%	(0.05)	0.00%	-	0.00%	(0.05)
Noble Port Pte. Limited	0.00%	(0.12)	0.00%	(0.03)	0.00%	-	0.00%	(0.03)
Coastal International Terminals Pte Limited	-0.10%	(68.86)	-0.47%	(20.55)	0.00%	-	-0.46%	(20.55)
Anchor Port Holding Pte Limited	-0.01%	(6.87)	-0.05%	(2.34)	0.00%	-	-0.05%	(2.34)
Adani Bangladesh Ports Private Limited	0.01%	5.92	0.12%	5.11	0.00%	-	0.12%	5.11
Adani Yangon International Terminal Company Limited	0.58%	388.20	0.00%	(0.16)	0.00%	-	0.00%	(0.16)
Bowen Rail Operations Pte Limited (Up to July 14, 2021)	0.00%	-	0.00%	-*	0.00%	-	0.00%	-
Bowen Rail Company Pty Limited (Up to July 14, 2021)	0.00%	-	-0.16%	(7.24)	0.00%	-	-0.16%	(7.24)
Adani Logistics International Pte Limited#	0.00%	(0.05)	0.00%	(0.02)	0.00%	-	0.00%	(0.02)
Adani International Ports Holdings Pte Ltd#	0.00%	(0.64)	-0.02%	(0.66)	0.00%	-	-0.01%	(0.66)
Colombo West International Terminal (Private) Limited#	0.32%	215.59	-0.26%	(11.56)	0.00%	-	-0.26%	(11.56)
Non-controlling interest	-0.59%	(392.77)	-1.52%	(67.15)	-6.70%	(1.61)	-1.55%	(68.76)
Joint Venture Entities								
Indian								
Adani International Container Terminal Private Limited	0.62%	412.45	2.93%	128.93	-0.35%	(0.09)	2.91%	128.85
Adani CMA Mundra Terminal Private Limited	0.07%	44.72	1.04%	45.78	-0.27%	(0.07)	1.03%	45.72
Adani NYK Auto Logistics Solutions Private Limited	0.00%	0.73	-0.03%	(1.35)	0.00%	-	-0.03%	(1.35)
Adani Total Private Limited (Consolidated)	0.91%	607.15	0.42%	18.69	141.47%	33.98	1.19%	52.67
Dighi Roha Rail Limited	0.00%	(0.42)	0.00%	-	0.00%	-	0.00%	-
EZR Technologies Private Limited#	0.00%	0.03	0.00%	(0.00)	0.00%	-	0.00%	(0.00)

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

40. Additional information of net assets and share in profit or loss (Contd...)

₹ in crore

Name of entity	As at and for the year ended March 31, 2022							
	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 KP Agriwarehousing Private Limited	0.01%	3.43	-0.02%	(0.83)	0.00%	-	-0.02%	(0.83)
Associate Entity								
Indian								
Gangavaram Port Limited* (Consolidated)	1.92%	1,277.26	6.70%	295.22	0.94%	0.23	6.67%	295.45
Sub total	**100%**	**66,537.12**	**100%**	**4,407.56**	**100%**	**24.02**	**100%**	**4,431.58**
CFS Adjustments and Eliminations		(28,287.12)		320.53		(99.63)		220.90
Total	**100%**	**38,250.00**	**100%**	**4,728.09**	**100%**	**(75.61)**	**100%**	**4,652.48**

-* 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, 2021							
	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	43.15%	21,801.28	36.51%	1,927.93	-15.23%	8.18	37.05%	1,936.11
Subsidiary Companies								
Indian								
The Adani Harbour Services Limited	9.31%	4,706.13	25.95%	1,370.24	-0.08%	0.04	26.22%	1,370.29
Adani Hazira Port Limited	7.04%	3,554.72	15.20%	802.42	-0.32%	0.17	15.36%	802.60
Adani Logistics Limited	12.12%	6,123.07	2.10%	110.66	38.08%	(20.45)	1.73%	90.22
The Dhamra Port Company Limited	10.48%	5,293.65	7.43%	392.32	-0.12%	0.06	7.51%	392.38
Adani Petronet (Dahej) Port Private Limited	1.90%	960.59	1.64%	86.81	2.92%	(1.57)	1.63%	85.24
Shanti Sagar International Dredging Limited	1.68%	849.93	9.27%	489.47	0.09%	(0.05)	9.36%	489.42
Adani Murmugao Port Terminal Private Limited	-0.51%	(259.85)	-0.76%	(39.89)	-0.07%	0.04	-0.76%	(39.85)
Adani Vizag Coal Terminal Private Limited	-0.51%	(256.45)	-0.73%	(38.32)	-0.03%	0.01	-0.73%	(38.31)
Adani Warehousing Services Private Limited	0.01%	3.19	-0.02%	(1.27)	0.00%	-	-0.02%	(1.27)
Adani Hospitals Mundra Private Limited	0.01%	3.30	-0.01%	(0.73)	-0.03%	0.02	-0.01%	(0.72)

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

40. Additional information of net assets and share in profit or loss (Contd...)

₹ in crore

Name of entity	As at and for the year ended March 31, 2021							
	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
Mundra International Airport Private Limited	0.01%	3.97	-0.03%	(1.56)	0.00%	-	-0.03%	(1.56)
Mundra Sez Textile And Apparel Park Private Limited	-0.06%	(32.16)	-0.07%	(3.79)	0.00%	-	-0.07%	(3.79)
Adinath Polyfills Private Limited	0.00%	(1.51)	0.00%	(0.08)	0.00%	-	0.00%	(0.08)
MPSEZ Utilities Limited	0.24%	119.88	0.43%	22.90	-0.03%	0.02	0.44%	22.92
Adani Ennore Container Terminal Private Limited	0.75%	377.06	-1.04%	(55.04)	0.07%	(0.03)	-1.05%	(55.08)
Adani Vizhinjam Port Private Limited	1.72%	866.55	-0.15%	(8.01)	0.00%	-	-0.15%	(8.01)
Adani Kattupalli Port Limited	0.05%	22.79	0.03%	1.72	0.00%	-	0.03%	1.72
Karnavati Aviation Private Limited	0.36%	179.44	0.13%	6.77	0.00%	-*	0.13%	6.77
Hazira Infrastructure Limited	0.05%	26.57	0.01%	0.68	0.00%	-	0.01%	0.68
Adani Ports Technologies Private Limited	0.00%	0.03	0.00%	-*	0.00%	-	0.00%	-*
Mundra Crude Oil Terminal Private Limited	0.00%	0.04	0.00%	-*	0.00%	-	0.00%	-*
Marine Infrastructure Developer Private Limited	4.08%	2,061.99	0.80%	42.05	0.56%	(0.30)	0.80%	41.75
Blue Star Realtors Limited	0.48%	240.66	0.00%	(0.20)	0.00%	-	0.00%	(0.20)
Madurai Infrastructure Private Limited	0.45%	228.70	0.00%	0.01	0.00%	-	0.00%	0.01
Dholera Port And Special Economic Zone Limited	-0.01%	(3.38)	-0.01%	(0.30)	0.00%	-	-0.01%	(0.30)
Adani Kandla Bulk Terminal Private Limited	-0.55%	(279.80)	-1.48%	(78.26)	-0.03%	0.02	-1.50%	(78.24)
Dholera Infrastructure Private Limited	-0.01%	(4.06)	-0.01%	(0.35)	0.00%	-	-0.01%	(0.35)
Adani Agri Logistics Limited	1.00%	505.83	-0.05%	(2.84)	-0.14%	0.08	-0.05%	(2.76)
Adani Agri Logistics (MP) Limited	0.00%	0.18	0.00%	(0.17)	0.00%	-*	0.00%	(0.17)
Adani Agri Logistics (Harda) Limited	0.00%	1.54	0.00%	0.15	0.00%	-*	0.00%	0.15
Adani Agri Logistics (Hoshangabad) Limited	0.00%	1.40	0.01%	0.35	0.00%	-*	0.01%	0.35
Adani Agri Logistics (Satna) Limited	0.00%	1.04	0.00%	-*	0.00%	-*	0.00%	-*
Adani Agri Logistics (Ujjain) Limited	0.01%	4.02	0.00%	0.22	-0.02%	0.01	0.00%	0.23
Adani Agri Logistics (Dewas) Limited	0.01%	3.11	0.01%	0.51	0.00%	-*	0.01%	0.51

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

40. Additional information of net assets and share in profit or loss (Contd...)

₹ in crore

Name of entity	As at and for the year ended March 31, 2021							
	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 (Katihar) Limited	-0.01%	(3.73)	-0.06%	(3.01)	0.00%	-	-0.06%	(3.01)
Adani Agri Logistics (Kotkapura) Limited	0.01%	3.49	0.01%	0.35	0.00%	-*	0.01%	0.35
Adani Agri Logistics (Kannauj) Limited	0.07%	36.70	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
Adani Agri Logistics (Panipat) Limited	0.00%	(0.48)	-0.01%	(0.64)	0.00%	-	-0.01%	(0.64)
Adani Agri Logistics (Moga) Limited	0.01%	6.66	0.00%	(0.08)	0.00%	-	0.00%	(0.08)
Adani Agri Logistics (Mansa) Limited	0.01%	3.86	0.00%	(0.04)	0.00%	-	0.00%	(0.04)
Adani Agri Logistics (Bathinda) Limited	0.00%	0.05	-0.02%	(1.04)	0.00%	-	-0.02%	(1.04)
Adani Agri Logistics (Barnala) Limited	0.02%	7.71	0.00%	(0.06)	0.00%	-	0.00%	(0.06)
Adani Agri Logistics (Nakodar) Limited	0.01%	6.23	0.00%	(0.04)	0.00%	-	0.00%	(0.04)
Adani Agri Logistics (Raman) Limited	0.01%	5.16	0.00%	(0.10)	0.00%	-	0.00%	(0.10)
Adani Agri Logistics (Dahod) Limited	0.00%	(0.02)	-0.05%	(2.72)	0.00%	-	-0.05%	(2.72)
Adani Warehousing Limited	0.00%	(0.01)	0.00%	(0.17)	0.00%	-	0.00%	(0.17)
Adani Agri Logistics (Dhamora) Limited	0.01%	5.67	0.00%	(0.04)	0.00%	-	0.00%	(0.04)
Adani Agri Logistics (Samastipur) Limited	0.00%	(0.03)	-0.01%	(0.29)	0.00%	-	-0.01%	(0.29)
Adani Agri Logistics (Darbhanga) Limited	0.00%	(0.13)	-0.01%	(0.45)	0.00%	-	-0.01%	(0.45)
Dermot Infracon Private Limited	0.27%	135.93	0.00%	(0.18)	0.00%	-	0.00%	(0.18)
Dhamra Infrastructure Private Limited	0.06%	29.84	0.00%	(0.07)	0.00%	-	0.00%	(0.07)
Adani Tracks Management Services Private Limited	0.00%	0.05	0.00%	-*	0.00%	-	0.00%	-*
Adani Logistics Services Private Limited	0.60%	303.13	1.02%	53.98	-0.08%	0.04	1.03%	54.02
Adani Noble Private Limited	0.04%	19.16	0.00%	(0.13)	0.00%	-	0.00%	(0.13)
Adani Forwarding Agent Private Limited	0.00%	-*	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
Adani Cargo Logistics Private Limited	0.00%	1.16	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
Adani Logistics Infrastructure Private Limited	0.00%	1.14	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
Adani Pipelines Private Limited	0.00%	0.04	0.00%	-*	0.00%	-	0.00%	-*
Adani Krishnapatnam Port Limited	4.19%	2,118.01	0.06%	3.23	80.10%	(43.02)	-0.76%	(39.79)

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

40. Additional information of net assets and share in profit or loss (Contd...)

₹ in crore

Name of entity	As at and for the year ended March 31, 2021							
	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 Krishnapatnam Container Terminal Private Limited	0.03%	13.73	0.10%	5.33	-0.26%	0.14	0.10%	5.47
Adani KP Agriwarehousing Private Limited	0.04%	18.77	-0.02%	(0.88)	0.00%	-	-0.02%	(0.88)
Dighi Port Limited	0.11%	57.59	-0.22%	(11.73)	0.00%	-	-0.22%	(11.73)
Sulochana Pedestal Private Limited	0.79%	398.87	0.00%	-	0.00%	-	0.00%	-
NRC Limited	-0.32%	(161.44)	0.00%	-	0.00%	-	0.00%	-
Shankheshwar Buildwell Private Limited	0.53%	269.26	0.00%	-	0.00%	-	0.00%	-
Aqua Desilting Private Limited	0.00%	-	0.00%	-	0.00%	-	0.00%	-
Foreign								
Abbot Point Operations Pty Limited (Consolidated)	0.18%	88.43	0.45%	23.88	0.00%	-	0.46%	23.88
Pearl Port Pte. Limited	0.00%	(0.09)	0.00%	(0.03)	0.00%	-	0.00%	(0.03)
Noble Port Pte. Limited	0.00%	(0.09)	0.00%	(0.03)	0.00%	-	0.00%	(0.03)
Coastal International Terminals Pte Limited	-0.09%	(43.98)	-0.53%	(28.19)	0.00%	-	-0.54%	(28.19)
Anchor Port Holding Pte Limited	-0.01%	(4.33)	-0.08%	(4.35)	0.00%	-	-0.08%	(4.35)
Adani Bangladesh Ports Private Limited	0.00%	0.74	0.01%	0.30	0.00%	-	0.01%	0.30
Adani Yangon International Terminal Company Limited	0.93%	468.31	0.00%	-	0.00%	-	0.00%	-
Bowen Rail Operations Pte Limited	0.00%	(0.03)	0.00%	(0.06)	0.00%	-	0.00%	(0.06)
Bowen Rail Company Pty Limited	0.01%	6.27	0.11%	5.97	0.00%	-	0.11%	5.97
Adani Logistics International Pte Limited	0.00%	0.02	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
Non-controlling interest	-2.90%	(1,464.93)	-1.03%	(54.44)	-0.82%	0.44	-1.03%	(54.00)
Joint Venture Entities								
Indian								
Adani International Container Terminal Private Limited	0.56%	283.61	3.90%	205.70	-0.09%	0.05	3.94%	205.75
Adani CMA Mundra Terminal Private Limited	0.00%	(1.00)	1.51%	79.64	-0.06%	0.03	1.52%	79.67
Adani NYK Auto Logistics Solutions Private Limited	0.00%	2.08	-0.01%	(0.56)	0.00%	-	-0.01%	(0.56)
Adani Total Private Limited	0.74%	373.40	-0.19%	(10.28)	-0.04%	0.02	-0.20%	(10.26)
Dhamra LNG Terminal Private Limited	0.87%	441.00	-0.04%	(2.05)	-4.38%	2.35	0.01%	0.30

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

40. Additional information of net assets and share in profit or loss (Contd...)

₹ in crore

Name of entity	As at and for the year ended March 31, 2021							
	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
Total Adani Fuels Marketing Private Limited	0.00%	(1.18)	-0.02%	(1.18)	0.00%	-	-0.02%	(1.18)
Dighi Roha Rail Limited	0.00%	(0.42)	0.00%	-	0.00%	-	0.00%	-
Associate Entity								
Indian								
Snowman Logistics Limited	0.00%	-	0.00%	-	0.00%	-	0.00%	-
Sub total	**100%**	**50,528.02**	**100%**	**5,279.89**	**100%**	**(53.70)**	**100%**	**5,226.19**
CFS Adjustments and Eliminations		(19,919.76)		(285.59)		38.22		(247.37)
Total	**100%**	**30,608.26**	**100%**	**4,994.30**	**100%**	**(15.48)**	**100%**	**4,978.82**

-* Figures being nullified on conversion to ₹ in crore.

41. The Company had entered into preliminary agreement dated September 30, 2014 with a party for development and maintenance of Liquefied Natural Gas ("LNG") terminal infrastructure facilities at Mundra ("the LNG Project").

During the year ended March 31, 2020, due to the disputes between the Company and Customer with respect to construction, operation and maintenance of the LNG Project, part of the cost has been capitalised in Property, Plant and Equipment, Interim Settlement and Arbitration Agreement dated December 24, 2019 was executed. Pursuant thereto, ₹666 crore has been received and arbitration has been invoked by the Company. On July 08, 2020, the Company has filed its claim before Arbitral Tribunal. On October 07, 2020, the customer has also filed counter claim before Arbitral Tribunal. Pending further developments, no adjustments has been made till March 31, 2022.

42. The management has carried out detailed cash flow projections over the period of the concession agreement in determining the recoverable value of the Property, Plant and Equipment and Intangible Assets comprising of service concession rights in accordance with Ind AS 36, Impairment of Assets in case of Adani Kandla Bulk Terminal Private Limited ("AKBTPL"). During current year, AKBTPL was impacted due to lower cargo volumes, which seem to be the medium term trend, pursuant to which the cargo projections were reassessed at the reporting date. Basis such assessment, the Management has revisited the estimates relating to cargo traffic, port tariffs, inflation, discount rates, revenue share etc. which are reasonable over the entire concession period and concluded that the recoverable amount of Property, Plant and Equipment and Intangible Assets is higher than their carrying amounts of ₹687.11 crore as at March 31, 2022. Hence, no provision for impairment is considered necessary at this stage.

43. The management has carried out detailed cash flow projections over the period of the concession agreement in determining the recoverable value of the Property, Plant and Equipment and Intangible Assets comprising of service concession rights in accordance with Ind AS 36, Impairment of Assets in case of Adani Murmugao Port Terminal Private Limited ("AMPTPL"). AMPTPL was undergoing an arbitration with Murmugao Port Trust (MPT) for revenue share on deemed storage charges and loss of return of capital to AMPTPL due to failure of MPT to fulfil obligations as per concession agreement for a period till FY 2018-19. Post FY 2018-19, AMPTPL has received relief in terms of rationalized tariff on storage charges up to March 2020 from authorities and has filed application for similar relief for subsequent periods and awaiting approval.

Subsequent to the reporting date, the arbitration has been concluded which affirms AMPTPL's claim for loss of return of capital and also upheld revenue share on deemed storage for three-year period on the company. In earlier years, AMPTPL had made provision of ₹134.61 Crore for revenue share on deemed storage charges against which ₹40.50 Crore shall be payable as per the order. However, considering the cure period, the

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

43. The management has carried out (Contd...)

financial impact of the same is not considered in the financial results. The management has made various estimates relating to cargo traffic, port tariffs, inflation, discount rates, favorable order for revenue share etc. which are reasonable over the entire concession period and concluded that the recoverable amount of Property, Plant and Equipment and Intangible Assets is higher than their carrying amounts ₹275.88 crore as at March 31, 2022. Hence, no provision for impairment is considered necessary at this stage.

44. Impairment testing of Goodwill

Goodwill acquired through acquisitions and business combinations pertains to following Cash Generating Units (CGUs).

₹ in Crore

Particulars	As at March 31, 2022	As at March 31, 2021
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	2.29	2.24
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	143.26	143.26
Adani Agri Logistics Limited and its subsidiaries	455.84	455.84
Dermot Infracon Private Limited	0.02	0.02
Adani Logistics Services Private Limited and its subsidiaries	20.17	20.17
Adani Krishnapatnam Port Limited and its subsidiaries (refer note 38)	760.41	760.41
Mundra Solar Technopark Private Limited (refer note 38)	93.14	-
Sarguja Rail Corridor Private Limited pursuant to Composite Scheme (refer note 38)	1,777.64	-
Goodwill relating to Merger of Adani Port Limited	44.86	44.86
Total	**5,917.88**	**4,047.05**

Notes:

The goodwill is tested for impairment annually and as at March 31, 2022, 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 5% to 20%.

The rates used to discount the forecasts is 9% to 13.5%.p.a.

Management believes that any reasonable possible change in any of these assumptions would not cause the carrying amount ₹5,917.88 crore (net of deferred tax liability ₹3,861.11 crore) to exceed its recoverable amount.

45. Adani Vizhinjam Port Private Limited ("AVPPL"), a wholly owned subsidiary of the Company was awarded Concession Agreement ("CA") dated August 17, 2015 by Government of Kerala for development of Vizhinjam International Deepwater Multipurpose Seaport ("Project"). In terms of the CA the scheduled Commercial Operation Date ("COD") of the Project was December 03, 2019 extendable to August 30, 2020 with certain conditions. As at reporting date, the Project development is still in progress although COD date is past due in terms of CA. In respect of delay in COD, the Company has made several representations to

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

45. Adani Vizhinjam Port Private Limited (Contd...)

Vizhinjam International Sea Port Limited ("VISL", the Implementing Agency on behalf of the Government) and Department of Ports, Government of Kerala in respect to difficulties faced by the Company including reasons attributable to the government authorities and Force Majeure events such as Ockhi Cyclone, High Waves, National Green Tribunal Order and COVID 19 pandemic etc. which led to delay in development of the project and the Company not achieving COD.

Considering the above reasons and authority's rights to terminate the CA on completion of extendable COD, the Company issued a Notice of Disputes to Secretary and Principle Secretary of Ports, Government of Kerala under Clause 45.1 of the CA on July 26, 2020 followed by a Notice of Conciliation on August 04, 2020 under Clause 45.2 of the CA. On November 07, 2020, the Company issued a Notice of Arbitration in terms of Clause 45.3 of the CA which led to commencement of the arbitration proceedings through appointment of the nominee arbitrator on behalf of the Authorities and presiding arbitrator respectively in the matter w.e.f. February 05, 2021 and February 25, 2021 respectively.

As at March 31, 2022 the arbitration proceedings continue and AVPPL and the Government of Kerala have filed their respective statement of claims along with supporting affidavits before the arbitral tribunal on June 04, 2021 and August 19, 2021. On September 17, 2021, AVPPL has also filed its reply to the counter claim filed by the Government of Kerala. The first three procedural hearing on the arbitration matters held on March 13, 2021, October 06, 2021 and November 19, 2021 wherein terms of arbitration, finalization of summary of disputes, schedule of trial hearings and course of action has been discussed and agreed between the parties. Subsequent to year end, AVPPL has filed affidavits of witnesses on April 25, 2022 and is in the process of filing additional affidavits of Witnesses as on reporting date. Also, as per the Communication from the Arbitral Tribunal trial hearings of Witnesses are re-scheduled in July 2022 and the matter is presently sub judice.

Pending resolution of disputes with the VISL, authorities and arbitration proceedings still in progress, the Government Authorities continue to have right to take certain adverse action including termination of the Concession Agreement and levying liquidated damages at a rate of 0.1% of the amount of performance security for each day of delay in project completion in terms of the CA.

The management represents that the project development is in progress with revised timelines which has to be agreed with authorities. The Group is committed to develop the project and has tied up additional equity and debt funds and also received extension in validity of the environmental clearance from the Government for completion of the Project. Based on the above developments and on the basis of favorable legal opinion from the external legal counsel in respect of likely outcome of the arbitration proceedings, the management believes it is not likely to have significant financial impact on account of the disputes which are required to be considered for the purpose of these financial statements.

46. Pursuant to Build, own, operate agreement with Food corporation of India (FCI), subsidiary company Adani Agri Logistics Limited ("AALL") developed a field depot on leasehold land owned by eastern railways (lessor), upon expiry of the lease agreement, the lessor could not renew lease agreement and consequently the company could not transport food grains at same depot. Thus resulted in FCI stopping payment for revenues. Accordingly company has stopped recognizing the revenue for the said period. Subsequently AALL had filed a writ petition before Kolkata high court which directed the lessor to resolve the matter amicably. On account of no amicable resolution of the same, AALL filed second writ petition, pending the matter with high court , company approached Ministry of Consumer affairs, food and public distribution (food ministry) for taking up the matter with Ministry of Railways, which directed the land can be given on lease to FCI. As a result of which, AALL had withdrawn its writ petition. The process of leasing out the land is in progress. AALL expects that the matter would be resolved positively and depot will get operational in due course of time.

47. The subsidiary company Adani Agri Logistics Limited ("AALL") had entered into an Agreement with FCI on June 28, 2005 for a concession period of 20 years from "Operations Date", One of the obligations to be fulfilled by AALL was to provide certain number of specialized wagons (i.e., Rakes). AALL initially procured 260 wagons i.e., 5 rakes. However, FCI insisted for 364 wagons i.e., 7 rakes. Eventually, the Company procured 104 more wagons i.e., two more rakes to make total of 7 rakes on September 28, 2013. As per contract, FCI was supposed to give Annual Guaranteed Tonnage (AGT) and WPI based escalation in service charges.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

47. The subsidiary company Adani Agri Logistics Limited (Contd...)

Since FCI considered September 28, 2013 as the actual "Operations date", they did not give WPI escalation to the Company for the period from 2007 till September 28, 2013. FCI also did not give Guaranteed Tonnage for this period. FCI kept this period on Actual Utilization Basis (AUB). Also, FCI kept the 20 years' Concession Period from 2007 till 2027. As per Agreement terms, the AGT will be reduced from 100% to 75% from 11th year of operations. Since FCI considered 2007 as first year of operations, the AGT was reduced to 75% from 2017 i.e., 11th year of operations. The matter was referred to Arbitration Tribunal, AALL prayed as follows:

a) FCI should pay WPI based escalation from 2007 as AALL had been providing uninterrupted services to FCI since beginning. WPI is kept to absorb inflation irrespective of the fact that the unit was on AGT or AUB.

b) Alternatively, if FCI considers September 28, 2013 as "Operations Date", the 20 years' Concession Period should be fixed from 2013 till 2033.

On 2nd October, 2021 Arbitral Award was pronounced in the favor of AALL, as per the award Service Period in terms of Clause 4.1 of the Service Agreement (20 years) must be reckoned from 28.09.2013 as a result of which AALL's concession period has been extended by 6 years upto 2033. Further FCI has filed appeal against the Arbitral Award in High Court.

48. During the year ended March 31, 2022, revenue from operations includes income from completion of development of Jetty infrastructure which is given on Right-to-Use basis over the concession period and upfront realized fair value considerations of the Jetty infrastructure. The relevant cost of construction has been included in operating expenses. (refer note 21)

49. The Code on Wages, 2019 and Code of Social Security, 2020 ("the Codes") relating to employee compensation and post-employment benefits that received presidential assent and the related rules thereof for quantifying the financial impact have not been notified. The Group will assess the impact of the Codes when the rules are notified and will record any related impact in the period the Codes become effective.

50. In compliance with Ministry of Corporate Affairs notification w.r.t. amendment in Schedule III to the Companies Act, 2013 effective from April 01, 2021, figures for comparative previous year have been regrouped/ reclassified, wherever necessary.

51. Based on information available with the Group, balances with Struck off Companies are as below

₹ in Crore

Name of the struck off company	Nature of transactions with struck off Company	Balance outstanding as at March 31, 2022	Relationship with the struck off company, if any, to be disclosed
Classic Enterprises Private Limited	Advance from Customer	0.06	Customer
Sumeet Silk Mills	Advance from Customer	*	Customer
Entire Logistics Private Limited	Rendering of Services	*	Customer
Trans Tools Private Limited	Rendering of Services	*	Customer
Ocean Shell Projects Private Limited	Deposit from Customer	0.02	Customer
Shiv Bhole Logistics And Shipping Private Limited	Deposit from Customer	*	Customer
Deepika Electronics & Engineering Private Limited	Purchase of materials	0.04	Vendor
V I Furnishings Private Limited	Payable	0.02	Vendor
Five Star Stevedores Private Limited	Services availed	0.02	Vendor
Cream Packs Private Limited	NA	NA	Share Holder

* Figures being nullified on conversion to ₹ in crore

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

51. Based on information available with the Group, balances with Struck off Companies (Contd...)

₹ in Crore

Name of the struck off company	Nature of transactions with struck off Company	Balance outstanding as at March 31, 2021	Relationship with the struck off company, if any, to be disclosed
Classic Enterprises Private Limited	Advance from Customer	*	Customer
Ocean Shell Projects Private Limited	Deposit from Customer	0.02	Customer
Shiv Bhole Logistics and Shipping Private Limited	Deposit from Customer	*	Customer
Deepika Electronics & Engineering Private Limited	Purchase of materials	0.11	Vendor
Five Star Stevedores Private Limited	Service availed	*	Vendor
Cream Packs Private Limited	NA	NA	Share Holder

* Figures being nullified on conversion to ₹ in crore

52. Details of the funds loaned by the Group to Intermediaries for further Loan or investment to the Ultimate beneficiaries

₹ in Crore

Name of the intermediary to which the funds are advanced	Date on which funds are Loaned to Intermediary	Amount of funds Loaned	Date on which funds are further Loaned or invested by Intermediaries to other intermediaries or Ultimate Beneficiaries	Amount of fund further loaned or invested by such Intermediaries to other intermediaries or Ultimate Beneficiaries	Ultimate Beneficiary
Coastal International Terminals Pte Ltd (Formerly known as Adani International Terminals Pte Limited)	May 11, 2021	44.08	May 12, 2021	44.06	Adani Yangon International Terminal Company Limited
	July 06, 2021	37.28	July 07, 2021	37.37	
	August 17, 2021	18.58	August 20, 2021	18.61	
	September 27, 2021	10.70	September 27, 2021	10.68	
	October 18, 2021	15.07	October 21, 2021	2.24	
			October 26, 2021	12.77	
	November 15, 2021	29.00	November 17, 2021	29.01	
	November 22, 2021	44.66	November 24, 2021	44.64	
	January 25, 2022	88.97	January 27, 2022	46.61	
			February 03, 2022	7.49	
			February 07, 2022	1.49	
			February 15, 2022	3.03	
			March 4, 2022	25.88	
			March 28, 2022	5.34	
Adani International Ports Holdings Pte Limited	February 28, 2022	114.59	March 4, 2022	116.47	Colombo West International Terminal Private Limited
	March 03, 2022	0.76			

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

52. Details of the funds loaned by the Group (Contd...)

₹ in Crore

Name of the intermediary to which the funds are advanced	Date on which funds are Loaned to Intermediary	Amount of funds Loaned	Date on which funds are further Loaned or invested by Intermediaries to other intermediaries or Ultimate Beneficiaries	Amount of fund further loaned or invested by such Intermediaries to other intermediaries or Ultimate Beneficiaries	Ultimate Beneficiary
Adani Total Private Limited	May 28, 2021	3.60	July 01, 2021	3.60	Total Adani Fuels Marketing Private Limited
			July 20, 2021		
			November 26, 2021		
	July 15, 2021	361.94	July 19, 2021	361.94	Dhamra LNG Terminal Private Limited
	March 21, 2022	250.00	March 22, 2022	250.00	

Note : In above figrues, foreign currency values are converted in INR on respective date. There is no unutilised amount for the above transaction. Difference in amount is on account of foreign exchange fluctuation.

Complete details of the intermediary and Ultimate Beneficiary

Name of the entity	Registered Address	Relationship with the Company
Coastal International Terminals Pte Ltd (Formerly known as Adani International Terminals Pte Limited)	80, Raffles Place#33-20 UOB Plaza, Singapore 048624	Wholly Owned Subsidiary
Adani International Ports Holdings Pte Limited	17, Philip Street, #05-02 Grand Building, Singapore 048695	Wholly Owned Subsidiary
Adani Yangon International Terminal Company Limited	Plot No. 23 G/4 , 23R/ 2A, Ahlon Port Compound Ahlon Township, Yangon, Myanmar	Stepdown Subsidiary
Colombo West International Terminal (Private) Limited	117, Sir Chittampalam A. Gardiner Mawatha, Colombo 02, Srilanka	Stepdown Subsidiary
Adani Total Private Limited	Adani Corporate House, Shantigram, Nr. Vaishno Devi Circle, S. G. Highway, Khodiyar, Ahmedabad 382421, Gujarat	Joint Venture entity
Dhamra LNG Terminal Private Limited	Adani Corporate House, Shantigram, Nr. Vaishno Devi Circle, S. G. Highway, Khodiyar, Ahmedabad 382421, Gujarat	Joint Venture entity
Total Adani Fuels Marketing Private Limited	Adani Corporate House, Shantigram, Nr. Vaishno Devi Circle, S. G. Highway, Khodiyar, Ahmedabad 382421, Gujarat	Joint Venture entity

53. Statutory information

(i) The Group does not have any benami property, where any proceeding has been initiated or pending against the Group for holding any benami property.

(ii) The Group was not required to file quarterly statement/returns of current assets with the banks or financial institutions w.r.t. secured working capital borrowings.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

54. Standards issued but not effective:

The amendments to standards that are issued, but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company intends to adopt these standards, if applicable, as and when they become effective. The Ministry of Corporate Affairs (MCA) has notified certain amendments to Ind AS, through Companies (Indian Accounting Standards) Amendment Rules, 2022 on 23rd March, 2022. These amendments maintain convergence with IFRS by incorporating amendments issued by International Accounting Standards Board(IASB) into Ind AS and has amended the following standards:

1. Ind AS 101 - First-time adoption of Ind AS
2. Ind AS 103 – Business Combinations
3. Ind AS 109 – Financial Instruments
4. Ind AS 16 – Property, Plant and Equipment
5. Ind AS 37 – Provisions, Contingent Liabilities and Contingent Assets
6. Ind AS 41 – Agriculture

These amendments shall come into force with effect from April 01, 2022

The Company is assessing the potential effect of the amendments on its financial statements. The Company will adopt these amendments, if applicable, from applicability date.

55. Events occurred after the Balance Sheet Date

(i) The Board of Directors of the Company has recommended Equity dividend of ₹ 5 per equity share (previous year ₹ 5) on 2,11,23,73,230 equity shares.

(ii) On April 21, 2022, the Company through its wholly owned subsidiary The Adani Harbor Services Limited has signed agreement with promoters, financial investors and other shareholders of Ocean Sparkle Limited ('OSL') to acquire 100% equity stake of OSL for a consideration of ₹1,530 Crore.

(iii) For binding share purchase agreement entered on May 22, 2022 refer note 39 (iii).

(iv) For arbitration order received subsequent to reporting date refer note 43.

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

Kamlesh Bhagia
Company Secretary

Date : May 24, 2022

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 Limited	2021-22	INR	57.69	6,187.48	6,886.97	641.79	-	1,796.59	1,595.58	1,539.12	(0.07)	1,539.05	-	100%
2	Adani Hazira Port Limited	2021-22	INR	715.47	3,531.09	6,324.86	2,078.31	-	1,542.42	773.27	692.56	(0.73)	691.84	-	100%
3	Adani Logistics Limited	2021-22	INR	655.00	7,027.76	8,551.12	868.36	978.15	838.14	62.39	47.04	(0.35)	46.69	-	100%
4	The Dhamra Port Company Limited	2021-22	INR	1,148.00	4,691.56	6,742.59	903.03	230.00	2,248.71	660.98	546.33	(0.42)	545.91	-	100%
5	Adani Petronet (Dahej) Port Private Limited	2021-22	INR	346.15	776.62	1,205.89	83.12	65.39	424.49	186.45	186.77	(2.09)	184.68	15%	74%
6	Shanti Sagar International Dredging Limited	2021-22	INR	135.05	982.52	1,630.99	513.42	-	541.54	278.35	267.67	(0.03)	267.64	-	100%
7	Adani Murmugao Port Terminal Private Limited	2021-22	INR	115.89	(418.45)	395.25	697.82	-	102.14	(42.62)	(42.62)	(0.09)	(42.71)	-	100%
8	Adani Vizag Coal Terminal Private Limited	2021-22	INR	101.28	(407.84)	208.32	514.88	-	-	(50.11)	(50.11)	-*	(50.11)	-	100%
9	Adani Warehousing Services Private Limited	2021-22	INR	0.05	(1.78)	15.68	17.40	-	18.31	(4.92)	(4.92)	-	(4.92)	-	100%
10	Adani Hospitals Mundra Private Limited	2021-22	INR	0.30	3.49	9.90	6.11	-	18.35	0.53	0.58	(0.09)	0.49	-	100%
11	Mundra International Airport Private Limited	2021-22	INR	3.50	(0.54)	6.12	3.16	-	1.61	(1.01)	(1.01)	-	(1.01)	-	100%
12	Mundra SEZ Textile and Apparel Park Private Limited	2021-22	INR	4.91	(14.00)	39.97	49.06	-	5.32	(1.92)	(1.92)	-	(1.92)	-	55%
13	Adinath Polyfills Private Limited	2021-22	INR	0.12	(1.75)	1.19	2.82	-	-	(0.12)	(0.12)	-	(0.12)	-	100%
14	MPSEZ Utilities Limited	April 01, 2021 to December 15, 2021	INR	-	-	-	-	-	158.28	15.49	14.68	0.01	14.69	-	-
15	Adani Ennore Container Terminal Private Limited	2021-22	INR	192.00	170.77	829.80	467.03	0.01	179.17	(14.24)	(14.29)	-*	(14.29)	-	100%
16	Adani Vizhinjam Port Private Limited	2021-22	INR	897.00	1,243.69	3,463.25	1,322.56	1.42	-	(0.76)	(0.76)	-	(0.76)	-	100%
17	Adani Kattupalli Port Limited	2021-22	INR	0.05	25.62	33.10	7.43	-	16.87	3.91	2.89	-	2.89	-	100%
18	Karnavati Aviation Private Limited	2021-22	INR	45.00	151.56	243.44	46.89	-	79.60	17.18	17.18	(0.07)	17.11	-	100%
19	Hazira Infrastructure Limited	2021-22	INR	24.20	2.57	808.58	781.80	-	-	(0.02)	0.20	-	0.20	-	100%
20	Adani Ports Technologies Private Limited	2021-22	INR	0.05	(0.01)	0.04	-*	0.03	-	(0.03)	(0.03)	-	(0.03)	-	100%
21	Mundra Crude Oil Terminal Private Limited	2021-22	INR	0.05	207.79	384.54	176.70	-	-	(0.02)	(0.02)	-	(0.02)	-	100%
22	Marine Infrastructure Developer Private Limited	2021-22	INR	400.00	1,649.09	2,332.82	283.73	0.01	178.50	(16.31)	(12.84)	(0.07)	(12.91)	-	97%
23	Blue Star Realtors Limited	2021-22	INR	6.91	323.37	330.54	0.26	-	-	(0.29)	(0.29)	-	(0.29)	-	100%
24	Madurai Infrastructure Private Limited	2021-22	INR	0.05	228.56	228.63	0.02	-	-	(0.08)	(0.09)	-	(0.09)	-	100%
25	Dholera Port and Special Economic Zone Limited	2021-22	INR	1.61	(5.32)	0.17	3.88	-	-	(0.32)	(0.32)	-	(0.32)	-	49%
26	Adani Kandla Bulk Terminal Private Limited	2021-22	INR	120.05	(521.33)	784.32	1,185.60	-	174.98	(121.34)	(121.34)	(0.15)	(121.48)	-	100%

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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

₹ 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
27	Dholera Infrastructure Private Limited	2021-22	INR	0.01	(4.45)	0.07	4.52	-	-	(0.38)	(0.38)	-	(0.38)	-	49%
28	Adani Agri Logistics Limited	2021-22	INR	99.83	464.96	776.75	211.96	-	85.75	28.94	24.22	(0.25)	23.97	-	100%
29	Adani Agri Logistics (MP) Limited	2021-22	INR	1.00	(1.06)	13.48	13.54	-	1.28	(0.23)	(0.23)	(0.01)	(0.24)	-	100%
30	Adani Agri Logistics (Harda) Limited	2021-22	INR	1.00	0.74	14.04	12.29	-	1.16	0.21	0.21	(0.01)	0.21	-	100%
31	Adani Agri Logistics (Hoshangabad) Limited	2021-22	INR	1.00	0.66	13.79	12.13	-	1.19	0.28	0.28	(0.01)	0.27	-	100%
32	Adani Agri Logistics (Satna) Limited	2021-22	INR	1.00	0.37	13.39	12.02	-	1.30	0.34	0.34	-*	0.34	-	100%
33	Adani Agri Logistics (Ujjain) Limited	2021-22	INR	1.00	2.77	10.26	6.49	-	1.02	(0.24)	(0.24)	(0.01)	(0.25)	-	100%
34	Adani Agri Logistics (Dewas) Limited	2021-22	INR	1.00	2.04	11.78	8.73	-	0.95	(0.06)	(0.06)	(0.01)	(0.07)	-	100%
35	Adani Agri Logistics (Katihar) Limited	2021-22	INR	1.00	3.95	50.32	45.37	-	0.63	0.45	0.31	-*	0.31	-	100%
36	Adani Agri Logistics (Kotkapura) Limited	2021-22	INR	1.00	2.91	22.32	18.41	-	1.06	0.48	0.43	(0.01)	0.42	-	100%
37	Adani Agri Logistics (Kannauj) Limited	2021-22	INR	1.00	26.20	80.76	53.56	-	-	(0.92)	(0.90)	-	(0.90)	-	100%
38	Adani Agri Logistics (Panipat) Limited	2021-22	INR	1.00	57.51	102.17	43.66	-	-	(0.78)	(0.78)	-	(0.78)	-	100%
39	Adani Agri Logistics (Moga) Limited	2021-22	INR	1.00	5.66	7.16	0.50	-	-	(0.01)	(0.01)	-	(0.01)	-	100%
40	Adani Agri Logistics (Mansa) Limited	2021-22	INR	1.00	2.86	3.86	0.01	-	-	(0.01)	(0.01)	-	(0.01)	-	100%
41	Adani Agri Logistics (Bathinda) Limited	2021-22	INR	1.00	(0.95)	0.05	0.01	-	-	(0.02)	(0.02)	-	(0.02)	-	100%
42	Adani Agri Logistics (Barnala) Limited	2021-22	INR	1.00	6.70	7.71	0.01	-	-	(0.01)	(0.01)	-	(0.01)	-	100%
43	Adani Agri Logistics (Nakodar) Limited	2021-22	INR	1.00	5.23	6.23	0.01	-	-	(0.01)	(0.01)	-	(0.01)	-	100%
44	Adani Agri Logistics (Raman) Limited	2021-22	INR	1.00	4.16	5.17	0.01	-	-	(0.01)	(0.01)	-	(0.01)	-	100%
45	Adani Agri Logistics (Dahod) Limited	2021-22	INR	0.05	(0.05)	0.47	0.48	-	-	(0.01)	(0.01)	-	(0.01)	-	100%
46	Adani Warehousing Limited	2021-22	INR	0.05	(0.05)	-*	-*	-	-	(0.01)	(0.01)	-	(0.01)	-	100%
47	Adani Agri Logistics (Dhamora) Limited	2021-22	INR	0.05	5.34	33.25	27.86	-	28.85	(1.55)	(1.55)	-	(1.55)	-	100%
48	Adani Agri Logistics (Samastipur) Limited	2021-22	INR	0.05	14.24	46.54	32.24	-	-	(1.44)	(1.44)	(0.02)	(1.46)	-	100%
49	Adani Agri Logistics (Darbhanga) Limited	2021-22	INR	0.05	13.97	47.05	33.02	-	-	(0.43)	(0.43)	(0.01)	(0.44)	-	100%
50	Dermot Infracon Private Limited	2021-22	INR	0.01	135.91	135.95	0.03	-	-	(0.14)	(0.14)	-	(0.14)	-	100%
51	Dhamra Infrastructure Private Limited	2021-22	INR	50.11	(20.32)	29.81	0.02	-	-	(0.14)	(0.14)	-	(0.14)	-	100%
52	Adani Logistics Services Private Limited	2021-22	INR	183.01	182.49	404.77	39.27	-	246.55	62.46	62.47	(0.10)	62.37	-	98.40%
53	Adani Noble Private Limited	2021-22	INR	0.05	18.76	18.87	0.06	-	0.33	0.35	0.35	-	0.35	-	98.40%

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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

₹ 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
54	Adani Forwarding Agent Private Limited	2021-22	INR	0.05	(0.05)	-*	-*	-	-	(0.01)	(0.01)	-	(0.01)	-	98.40%
55	Adani Cargo Logistics Private Limited	2021-22	INR	0.96	0.20	1.16	-*	-	-	(0.01)	(0.01)	-	(0.01)	-	98.40%
56	Adani Logistics Infrastructure Private Limited	2021-22	INR	0.96	0.18	1.14	-*	-	-	(0.01)	(0.01)	-	(0.01)	-	98.40%
57	Adani Pipelines Private Limited	2021-22	INR	0.05	(0.01)	0.04	-*	-	-	(0.01)	(0.01)	-	(0.01)	-	100%
58	Adani Krishnapatnam Port Limited	2021-22	INR	88.58	2,170.54	9,459.45	7,200.34	133.82	1,974.24	(218.79)	153.46	(12.35)	141.11	-	100%
59	Adani Krishnapatnam Container Terminal Private Limited	2021-22	INR	0.01	14.03	27.34	13.30	-	44.07	(0.62)	(0.43)	0.74	0.31	-	100%
60	Adani KP Agriwarehousing Private Limited#	April 01, 2021 to December 31, 2021	INR	-	-	-	-	-	-	1.53	1.53	-	1.53	-	74%
61	Dighi Port Limited	2021-22	INR	1.00	782.93	794.20	10.27	0.05	8.96	(38.55)	(38.55)	(0.01)	(38.56)	-	100%
62	Sulochana Pedestal Private Limited	2021-22	INR	1.00	399.09	400.11	0.02	-	-	(0.02)	(0.02)	-	(0.02)	-	100%
63	NRC Limited	2021-22	INR	10.00	277.84	399.80	111.96	-	-	74.29	73.75	-	73.75	-	100%
64	Shankheshwar Buildwell Private Limited	2021-22	INR	10.01	284.12	294.19	0.06	-	-	(0.17)	(0.17)	-	(0.17)	-	100%
65	Aqua Desilting Private Limited	2021-22	INR	0.01	-*	0.01	-*	-	-	-*	-*	-	-*	-	100%
66	Mundra Solar Technopark Private Limited	March 30, 2022 to March 31, 2022	INR	4.98	311.04	1,333.05	1,017.03	0.05	-	-	-	-	-	-	49%
67	Adani Tracks Management Services Private Limited (Formerly Sarguja Rail Corridor Private Limited)	2021-22	INR	200.00	706.13	2,696.25	1,790.13	-	940.00	479.15	362.82	(0.02)	362.80	-	100%
68	AYN Logistics Infra Private Limited	May 04, 2021 to March 31, 2022	INR	0.01	(0.05)	2.57	2.61	-	-	(0.01)	(0.01)	-	(0.01)	-	100%
69	Adani Gangavaram Port Private Limited	July 14, 2021 to March 31, 2022	INR	0.05	(0.05)	0.05	0.04	-	-	(0.05)	(0.05)	-	(0.05)	-	100%
70	Seabird Distriparks (Krishnapatnam) Private Limited	January 29, 2022 to March 31, 2022	INR	0.31	1.26	32.97	31.40	-	0.26	(0.99)	(0.96)	-	(0.96)	-	100%
71	HDC Bulk Terminal Limited	March 07, 2022 to March 31, 2022	INR	0.05	-	0.05	-*	-	-	-*	-*	-	-*	-	100%
72	Abbot Point Operations Pty Limited	2021-22	INR	0.57	120.75	309.41	188.08	-	627.01	45.70	30.26	-	30.26	-	100%
			AUD	0.10	21.28	54.53	33.15	-	114.10	8.32	5.51	-	5.51	-	
73	Pearl Port Pte. Limited	2021-22	INR	0.01	(0.15)	-	0.14	-	-	(0.05)	(0.05)	-	(0.05)	-	100%
			USD	-*	(0.02)	-	0.02	-	-	(0.01)	(0.01)	-	(0.01)	-	
74	Noble Port Pte. Limited	2021-22	INR	0.01	(0.12)	-	0.12	-	-	(0.03)	(0.03)	-	(0.03)	-	100%
			USD	-*	(0.02)		0.02	-	-	-*	-*	-	-*	-	
75	Coastal International Terminals Pte Limited	2021-22	INR	0.01	(68.86)	1,417.11	1,485.97	-	-	(20.55)	(20.55)	-	(20.55)	-	100%
			USD	-*	(9.09)	186.97	196.06	-	-	(2.77)	(2.77)	-	(2.77)	-	

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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

₹ 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
76	Anchor Port Holding Pte Ltd	2021-22	INR	0.05	(6.92)	0.53	7.41	-	1.60	(2.34)	(2.34)	-	(2.34)	-	100%
			USD	0.01	(0.91)	0.07	0.98	-	0.21	(0.32)	(0.32)	-	(0.32)	-	
77	Adani Bangladesh Ports Private Limited	2021-22	INR	0.49	5.43	8.35	2.43	-	11.09	7.29	5.11	-	5.11	-	100%
			BDT	5.53	61.69	94.83	27.61	-	127.34	83.79	58.65	-	58.65	-	
78	Adani Yangon International Terminal Company Limited	2021-22	INR	388.36	(0.16)	1,552.66	1,164.46	-	-	(0.16)	(0.16)	-	(0.16)	-	100%
			MMK	90,992.53	(37.23)	3,63,787.48	2,72,832.18	-	-	(37.23)	(37.23)	-	(37.23)	-	
79	Bowen Rail Operation Pte. Limited	April 01, 2021 to July 14, 2021	INR	-	-	-	-	-	-	-*	-*	-	-*	-	-
			AUD	-	-	-	-	-	-	-*	-*	-	-*	-	
80	Bowen Rail Company Pty Limited	April 01, 2021 to July 14, 2021	INR	-	-	-	-	-	-	(9.89)	(7.24)	-	(7.24)	-	-
			AUD	-	-	-	-	-	-	(1.80)	(1.32)	-	(1.32)	-	
81	Adani Logistics International Pte Limited	2021-22	INR	0.03	(0.08)	0.03	0.08	-	-	(0.02)	(0.02)	-	(0.02)	-	100%
			USD	-*	(0.01)	-*	0.01	-	-	-*	-*	-	-*	-	
82	Adani International Ports Holdings Pte Limited	June 16, 2021 to March 31, 2022	INR	0.04	(0.68)	116.23	116.87	-	-	(0.66)	(0.66)	-	(0.66)	-	100%
			USD	0.01	(0.09)	15.34	15.42	-	-	(0.09)	(0.09)	-	(0.09)	-	
83	Colombo West International Terminal (Private) Limited	April 28, 2021 to March 31, 2022	INR	227.38	(11.79)	1,436.91	1,221.32	-	-	(11.56)	(11.56)	-	(11.56)	-	51%
			USD	30.00	(1.56)	189.58	161.14	-	-	(1.56)	(1.56)	-	(1.56)	-	

-* Figures being nullified on conversion to ₹ in crore and foreign currency in Million
Accounted using equity method w.e.f January 01, 2022.
Notes:

(A) Names of companies ceased to be subsidiaries due to loss of control/dilution of stake in subsidiaries

- Bowen Rail Company Pty Limited
- Bowen Rail Operations Pte Limited
- MPSEZ Utilities Limited
- Adani KP Agriwarehousing Private Limited

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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

(B) Names of subsidiaries which are yet to commence operations

- Hazira Infrastructure Limited	- Adani Agri Logistics (Kannauj) Limited
- Madurai Infrastructure Private Limited	- Adani Agri Logistics (Panipat) Limited
- Adani Vizhinjam Port Private Limited	- Adani Agri Logistics (Raman) Limited
- Dholera Port And Special Economic Zone Limited	- Adani Agri Logistics (Nakodar) Limited
- Dholera Infrastructure Private Limited	- Adani Agri Logistics (Barnala) Limited
- Coastal International Terminals Pte Limited	- Adani Agri Logistics (Bathinda) Limited
- Pearl Port Pte. Limited	- Adani Agri Logistics (Mansa) Limited
- Noble Port Pte. Limited	- Adani Agri Logistics (Moga) Limited
- Blue Star Realtors Limited	- Adani Warehousing Limited
- Dermot Infracon Private Limited	- Adani Agri Logistics (Dahod) Limited
- Mundra Crude Oil Terminal Private Limited	- Adani Agri Logistics (Dhamora) Limited
- Adani Ports Technologies Private Limited	- Adani Agri Logistics (Samastipur) Limited
- Adani Logistics International Pte Limited	- Adani Agri Logistics (Darbhanga) Limited
- Adani International Ports Holdings Pte Limited	- Adani Yangon International Terminal Company Limited
- Adani Cargo Logistics Private Limited	- Adani Pipelines Private Limited
- Adani Logistics Infrastructure Private Limited	- Adani Forwarding Agent Private Limited
- Dhamra Infrastructure Private Limited	- Aqua Desilting Private Limited
- Sulochana Pedestal Private Limited	- NRC Limited
- Shankheshwar Buildwell Private Limited	- HDC Bulk Terminal Limited
- AYN Logistics Infra Private Limited	- Adani Gangavaram Port Private Limited
- Colombo West International Terminal (Private) Limited	

FORM - AOC - 1

Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associates and Joint Ventures

PART "B" :- Associates and 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		Extend 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, 2022	32,22,31,817	341.03	50%	Note - A	NA	412.45	-	128.93
2	Adani CMA Mundra Terminal Private Limited	March 31, 2022	5,93,78,278	63.86	50%	Note - A	NA	44.72	-	45.78
3	Adani NYK Auto Logistics Solutions Private Limited	March 31, 2022	30,60,000	3.06	51%	Note - A	NA	0.73	(1.35)	-
4	Adani Total Private Limited (Consolidated)	March 31, 2022	2,02,00,000	20.20	50%	Note - A	NA	607.15	18.69	-
5	Adani KP Agriwarehousing Private Limited (Krishnapatnam AgriWarehousing Company Private Limited)	March 31, 2022	74,000	8.32	74%	Note - A	NA	3.43	(0.83)	-
6	Dighi Roha Rail Limited	March 31, 2022	50,000	0.05	50%	Note - A	NA	(0.42)	-	-
7	Gangavaram Port Limited (Consolidated)	March 31, 2022	21,65,86,699	2,624.88	42%	Note - A	NA	1,277.26	295.22	-
8	EZR Technologies Private Limited	March 31, 2022	25,500	0.03	51%	Note - A	NA	0.03	-*	-

-* Figures being nullified on conversion to ₹ in crore

Note:

(1) 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

Kamlesh Bhagia
Company Secretary

Place : Ahmedabad
Date: May 24, 2022

NOTICE

NOTICE is hereby given that the 23rd Annual General Meeting ("AGM") of Adani Ports and Special Economic Zone Limited ("APSEZ"/"Company") will be held on Tuesday, 26th July, 2022 at 11:00 a.m. through Video Conferencing/ Other Audio Visual Means to transact the following businesses. The venue of the meeting shall be deemed to be the Registered Office of the Company at Adani Corporate House, Shantigram, Near Vaishno Devi Circle, S.G. Highway, Khodiyar, Ahmedabad – 382 421, Gujarat.

Ordinary Business:

1. To receive, consider and adopt the –
    a. audited financial statements of the Company for the financial year ended on 31st March, 2022 together with the Reports of the Board of Directors and Auditors thereon; and
    b. audited consolidated financial statements of the Company for the financial year ended on 31st March, 2022 together with the report of Auditors thereon;
2. To declare Final Dividend on Equity Shares for the financial year 2021-22.
3. To declare Dividend on Preference Shares for the financial year 2021-22.
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.

    Explanation: Based on the terms of appointment, Executive Directors and the Non-Executive Directors (other than Independent Directors) are subject to retirement by rotation. Mr. Rajesh S. Adani, Non-Executive Non-Independent Director who has been on the Board of the Company since its inception and whose office is liable to retire at this AGM, being eligible, seeks re-appointment. Based on the performance evaluation and the recommendation of the Nomination and Remuneration Committee, the Board recommends his re-appointment.

    Therefore, the shareholders are requested to consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

    "RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Rajesh S. Adani (DIN: 00006322), who retires by rotation, be and is hereby re-appointed as a Director retiring by rotation."
5. To consider and if thought fit, approve the re-appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants as Statutory Auditors of the Company for a second term of five years and to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

    "RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 read with Rules framed thereunder, as amended from time to time, M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Registration No.: 117366W/ W100018) be and is hereby re-appointed as Statutory Auditors of the Company for a second term of five years to hold office from the conclusion of this AGM till the conclusion of 28th AGM of the Company to be held in the year 2027 on such remuneration (including certification fees) and reimbursement of out of pocket expenses for the purpose of audit as may be approved by the Board of Directors of the Company."

Special Business:

6. To consider and if thought fit, approve the re-appointment of Mr. Gautam S. Adani (DIN: 00006273) as Managing Director of the Company for a period of five years w.e.f 1st July, 2022 and 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 Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (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 shareholders be and is hereby accorded to the re-appointment of Mr. Gautam S. Adani (DIN: 00006273) as a Managing Director of the Company, for a period of five years w.e.f. 1st July, 2022 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 Mr. Gautam S. Adani.

RESOLVED FURTHER THAT notwithstanding anything contained to the contrary in the Act, wherein any financial year the Company has no profits or inadequate profit, Mr. Gautam S. Adani 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 authorized to vary and alter the terms of appointment including salary, perks and other benefits payable to Mr. Gautam S. Adani within such prescribed limit or ceiling as agreed by and between the Board and Mr. Gautam S. Adani 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."

7. To consider and if thought fit, approve the re-appointment of Mr. Karan Adani (DIN: 03088095) as Whole Time Director of the Company for a period of five years w.e.f 24th May, 2022 and 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 Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (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 shareholders be and is hereby accorded to the re-appointment of Mr. Karan Adani, CEO (DIN: 03088095) as Whole Time Director of the Company, for a period of five years w.e.f. 24th May, 2022, 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 Mr. Karan Adani.

RESOLVED FURTHER THAT notwithstanding anything contained to the contrary in the Act, wherein any financial year the Company has no profits or inadequate profit, Mr. Karan Adani 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 authorized to vary and alter the terms of appointment including salary, perks and other benefits payable to Mr. Karan Adani within such prescribed limit or ceiling as agreed by and between the Board and Mr. Karan Adani 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."

8. To consider and if thought fit, approve the re-appointment of Mr. Bharat Sheth (DIN: 00022102) as an Independent Director (Non-Executive) of the Company to hold office for second term of consecutive three years upto 14th October, 2025 and 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. Bharat Sheth (DIN: 00022102), who was appointed as an Independent Director and who hold office upto 14th October, 2022 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 shareholder 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 three consecutive years w.e.f. 15th October, 2022."

9. To consider and if thought fit, approve the material related party transaction(s) proposed to be entered into by the Company during the financial year 2022-23 and to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force, if any), and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, the consent of the shareholders of the Company be and is hereby accorded to the Board of Directors of the Company ("Board"), for entering into and / or carrying out and / or continuing with existing contracts / arrangements/ transactions or modification(s) of earlier arrangements/ transactions or as fresh and independent transaction(s) or otherwise (whether individually or series of transaction(s) taken together or otherwise), with Adani Enterprises Limited, a related party of the Company, during the financial year 2022-23 as per the details set out in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s), whether undertaken directly by the Company or along with its subsidiary(ies), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time, provided, however, that the said contract(s)/ arrangement(s)/ transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby severally authorised to execute all such agreements, documents, instruments and writings as deemed necessary, with power to alter and vary the terms and conditions of such contracts/ arrangements/ transactions, settle all questions, difficulties or doubts that may arise in this regard."

10. 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 Section 143(8) and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the rules made thereunder, as amended from time to time, the Board of Directors be and is hereby authorized to appoint Branch Auditors of any branch office of the Company, whether existing or which may be opened hereafter, outside India, in consultation with the Company's Statutory Auditors, any person(s)/ firm(s) qualified to act as Branch Auditor in terms of the provisions of Section 143(8) of the Act and to fix their remuneration."

By order of the Board of Directors
For **Adani Ports and Special Economic Zone Limited**

Place: Ahmedabad
Date: 24^{th} May, 2022

Kamlesh Bhagia
Company Secretary
Membership No.: ACS 19198

Registered Office:
"Adani Corporate House",
Shantigram,
Nr. Vaishno Devi Circle,
Khodiyar, Ahmedabad - 382421,
Gujarat, India
CIN: L63090GJ1998PLC034182

NOTES:

1. The Government of India, Ministry of Corporate Affairs has allowed conducting Annual General Meeting ("AGM") through Video Conferencing (VC) or Other Audio Visual Means (OAVM) and dispended the personal presence of the shareholders at the meeting. Accordingly, the Ministry of Corporate Affairs issued Circular No. 14/2020 dated 8th April, 2020, Circular No. 17/2020 dated 13th April, 2020, Circular No. 20/2020 dated 5th May, 2020, Circular No. 02/2021 dated 13th January, 2021, Circular No. 21/2021 dated 14th December, 2021 and Circular No. 02/2022 dated 5th May, 2022 ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 and Circular No. SEBI/HO/DDHS/P/CIR/2022/0063 dated 13th May, 2022 issued by the Securities Exchange Board of India ("SEBI Circular") prescribing the procedures and manner of conducting the AGM through VC/OVAM. In terms of the said circulars, the 23rd AGM of the shareholders will be held through VC/OAVM. Hence, shareholders can attend and participate in the AGM through VC/OAVM only. The detailed procedure for participation in the meeting through VC/OAVM is as per note no. 18 and available at the Company's website www.adaniports.com.

2. The helpline number regarding any query / assistance for participation in the AGM through VC/OAVM is 022-23058542/43.

3. Information regarding re-appointment of Directors and Explanatory Statement in respect of special businesses to be transacted pursuant to Section 102 of the Companies Act, 2013 (the Act) and/or Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) is annexed hereto.

4. Pursuant to the Circular No. 14/2020 dated 8th April, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the shareholders is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.

5. The attendance of the shareholders attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

6. Pursuant to Finance Act 2020, dividend income is taxable in the hands of shareholders w.e.f. 1st April, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, please refer to the Finance Act, 2020 and the amendments thereof. The shareholders are requested to update their PAN with the DP (if shares held in electronic form) and Company / RTA (if shares held in physical form).

   A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G / 15H, to avail the benefit of non-deduction of tax at source by e-mail to rnt.helpdesk@linkintime.co.in by 15th July, 2022. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.

   Non-resident shareholders [including Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs)] can avail beneficial rates under tax treaty between India and their country of tax residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits. For this purpose the shareholder may submit the above documents (PDF / JPG Format) by e-mail to rnt.helpdesk@linkintime.co.in. The aforesaid declarations and documents need to be submitted by the shareholders by 15th July, 2022.

7. In line with the aforesaid MCA Circulars, the Notice calling the AGM has been uploaded on the website of the Company at www.adaniports.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. www.evotingindia.com

8. The Company has fixed Friday, 15th July, 2022 as the 'Record Date' for determining entitlement of shareholders to receive dividend for the FY 2021-22, if approved at the AGM.

   Those shareholders whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Record Date shall be entitled for the dividend which will be paid on or after Thursday, 28th July, 2022, subject to applicable TDS.

9. Shareholders 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.

10. Shareholders 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 dematerialized form, the information regarding change of address and bank particulars should be given to their respective Depository Participant.

11. In terms of Section 72 of the Act, nomination facility is available to individual shareholders holding shares in the physical form. The shareholders who are desirous of availing this facility, may kindly write to Company's R&T Agent for nomination form by quoting their folio number.

12. The balance lying in the unpaid dividend account of the Company in respect of dividend declared for the financial year 2014-15 will be transferred to the Investor Education and Protection Fund of the Central Government by October, 2022. Shareholders who have not encashed their dividend warrants pertaining to the said year may approach the Company or its R&T Agent for obtaining payments thereof by September, 2022.

13. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Act and all other documents referred to in this Notice will be available for inspection in electronic mode.

14. The Shareholders can join the AGM through the VC/OAVM mode 15 (fifteen) minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1,000 shareholders on first come first served basis. This will not include large shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

15. Process and manner for shareholders opting for voting through Electronic means:

    i. Pursuant to 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 SEBI Listing Regulations (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated 8th April, 2020, 13th April, 2020, 5th May, 2020,13th January, 2021, 14th December, 2021 and 5th May, 2022, the Company is providing facility of remote e-voting to its shareholders in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL), as the Authorised e-voting agency for facilitating voting through electronic means. The facility of casting votes by a shareholder using remote e-voting as well as e-voting system on the date of the AGM will be provided by CDSL.

    ii. Shareholders 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, 19th July, 2022, shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of 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 shareholder of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. Tuesday, 19th July, 2022, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or venue voting system on the date of the AGM by following the procedure mentioned in this part.

    iv. The remote e-voting will commence on Friday, 22nd July, 2022 at 9.00 a.m. and will end on Monday, 25th July, 2022 at 5.00 p.m. During this period, the shareholders of the Company holding shares either in physical form or in demat form as on the Cut-off date i.e. Tuesday, 19th July, 2022 may cast their vote electronically. The shareholders 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 Shareholder, he/she shall not be allowed to change it subsequently or cast the vote again.

    vi. The voting rights of the shareholders 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, 19th July, 2022.

vii. 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 as well as the e-voting system on the date of the AGM, in a fair and transparent manner.

16. Process for those shareholders whose email ids are not registered:

a) For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to RTA email id rnt.helpdesk@linktime.co.in .

b) For Demat shareholders - Please update youre-mail id and mobile no. with your respective Depository Participant (DP).

17. The instructions for shareholders for remote voting are as under:

(i) The voting period begins on Friday, 22nd July, 2022 at 9.00 a.m. and will end on Monday, 25th July, 2022 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Tuesday, 19th July, 2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting.

(iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of SEBI circular no. SEBI/HO/CFD/ CMD/CIR/P/2020/242 dated 9th December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to aforesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL**	1) Users of who have opted for CDSL's Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URLs for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting Menu. On clicking the e-voting menu, the user will be able to see his/her holdings along with links of the respective e-Voting service provider i.e. CDSL/ NSDL/ KARVY/ LINK INTIME as per information provided by Issuer / Company. Additionally, we are providing links to e-Voting Service Providers, so that the user can visit the e-Voting service providers' site directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be provided links for the respective ESP where the e-Voting is in progress during or before the AGM.
Individual Shareholders holding securities in demat mode with **NSDL**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider's website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned websites.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Shareholders facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or call at toll free no. 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with NSDL	Shareholders facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders & physical shareholders.

1. The shareholders should log on to the e-voting website www.evotingindia.com.
2. Click on Shareholders.
3. Now Enter your User ID
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4. Next enter the Image Verification as displayed and Click on Login.
5. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
6. If you are a first time user follow the steps given below:

For Shareholders holding shares in Demat Form other than individual and Physical Form.

PAN	Enter your 10-digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number 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 instruction (v).

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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 is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that 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.

(viii) For Shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN of the Company – **ADANI PORTS AND SPECIAL ECONOMIC ZONE LIMITED** on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) 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.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload Board Resolution/Power of Attorney if any uploaded, which will be made available to scrutinizer for verification.

(xvii) Shareholders can also cast their vote using CDSL's mobile app m-Voting. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xviii) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (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 a Compliance User should be created using the admin login and password. The Compliance 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.
- Alternatively, Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company, if voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
- If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.

- All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 22 55 33.

18. The instructions for shareholders attending the AGM through VC/OAVM & e-voting during meeting are as under:-

    1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
    2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for remote e-voting.
    3. Only those shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available in the AGM.
    4. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders participating in the meeting.
    5. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

19. 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 two days of the passing of the Resolutions at the 23rd Annual General Meeting of the Company and shall also be communicated to the Stock Exchanges where the shares of the Company are listed.

20. Instructions for shareholders for attending the AGM through VC/OAVM are as under:

    1. Shareholder will be provided with a facility to attend the AGM through VC/OAVM or view the live webcast of AGM through the CDSL e-Voting system. Shareholders may access the same at https://www.evotingindia.com under shareholders'/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
    2. Shareholders are encouraged to join the Meeting through Laptops / iPads for better experience.
    3. Further, Shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
    4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
    5. For ease of conduct, shareholders who would like to ask questions may send their questions in advance atleast 7 days before AGM mentioning their name, demat account number / folio number, email id, mobile number at investor.apsezl@adani.com and register themselves as a speaker. Those Shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM.
    6. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.

Contact Details:

Company	:	Adani Ports and Special Economic Zone Limited Regd. Office: "Adani Corporate House", Shantigram, Nr. Vaishno Devi Circle, S. G. Highway, Khodiyar, Ahmedabad – 382 421, Gujarat, India CIN: L63090GJ1998PLC034182 E-mail: investor.apsezl@adani.com
Registrar and Transfer Agent	:	M/s. Link Intime India Private Limited C-101, 247 Park, L B S Marg, Vikhroli (West), Mumbai-400083, Maharashtra, India Tel: +91-22-49186270 Fax : +91-22- 49186060 E-mail: rnt.helpdesk@linkintime.co.in
e-Voting Agency	:	Central Depository Services (India) Limited E-mail: helpdesk.evoting@cdslindia.com Phone: 022-23058542/43
Scrutinizer	:	CS Chirag Shah Practising Company Secretary E-mail: pcschirag@gmail.com

ANNEXURE TO NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ("ACT") AND / OR REGULATION 36(3) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 ("SEBI LISTING REGULATIONS").

For Item No. 6

The Shareholders at the 18th Annual General Meeting of the Company held on 9th August, 2017, re-appointed Mr. Gautam S. Adani as a Managing Director for a period of five years w.e.f. 1st July, 2017. The present term of his appointment as a Managing Director shall expire on 30th June, 2022. The Board of Directors on the recommendation of Nomination and Remuneration Committee at its meeting held on 10th May, 2022 had reappointed Mr. Gautam S. Adani as a Managing Director for a further period of five years w.e.f 1st July, 2022 on the terms and conditions mentioned in the draft agreement to be entered into between the Company and Mr. Gautam S. Adani.

Mr. Gautam S. Adani, the Chairman and Founder of the Adani Group has been associated with the Company as a Managing Director since inception. With his ambitious and entrepreneurial vision, coupled with great vigour and hard work, Adani group has achieved numerous milestones and also resulted in creation of a robust business model which is contributing towards building sound infrastructure in India.

The brief particulars of re-appointment and remuneration payable to Mr. Gautam S. Adani are as follows:

- Tenure of re-appointment: Five years w.e.f. 1st July, 2022.
- Salary: ₹15.00 lakhs per month
- Commission: Upto 2% of the Company's Net Profit for each financial year as calculated in accordance with Section 198 of the Act.

In addition to salary and commission, he may be provided any benefit, allowances or perquisites as may be determined by the Board of Directors or Nomination and Remuneration Committee within the overall ceiling limit of Schedule V of the Act.

The total remuneration which can be paid to Mr. Gautam S. Adani shall not exceed the maximum limit admissible under provisions of Schedule V of the Act.

In the event of absence or inadequacy of profits of the Company in any financial year, Mr. Gautam S. Adani will be entitled to receive the same remuneration, perquisites and benefits as aforesaid, subject to the compliance with the applicable provisions of Schedule V of the Act.

The Board of Directors or Nomination and Remuneration Committee is authorized to fix, alter and/or vary from time to time the quantum / periodicity / composition of the remuneration payable to the Managing Director, including the modes of payment, in such manner and to such extent not exceeding the limits specified in the Act and Schedule V thereto or such other provisions as may be applicable in this regard, as in force from time to time.

The draft agreement to be executed between Mr. Gautam S. Adani and the Company is available for inspection by any Shareholder in electronic mode during the working hours upto the date of the AGM.

The Managing Director shall not be paid any sitting fees for attending the meeting of the Board of Directors or Committee thereof.

Brief resume and other details of Mr. Gautam S. Adani 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.

Except Mr. Gautam S. Adani, Mr. Rajesh S. Adani, Mr. Karan Adani and their relatives, none of the other Directors or Key Managerial Personnel or their relatives is, in anyway, concerned or interested, financially or otherwise, in the said resolution.

This along with the relevant resolution, may be treated as an Abstract pursuant to Section 190 of the Act.

For Item No. 7

The shareholders at the 18th Annual General Meeting of the Company held on 9th August, 2017, appointed Mr. Karan Adani, CEO as Whole Time Director of the Company for a period of five years w.e.f. 24th May, 2017. The present term of his appointment as Whole Time Director shall expire on 23rd May, 2022.

Mr. Karan Adani holds a degree in economics from the Purdue University, USA. He has been deeply involved in managing the port operations since 2009 and looks after the strategic development of all the Adani ports in India. He aims to build the Group's identity around an integrated logistics business model, backed by his sound understanding of new processes, systems and macro-economic issues, coupled with his growing experience.

The Board of Directors on the recommendation of Nomination and Remuneration Committee at its meeting held on 10th May, 2022 had reappointed Mr. Karan Adani as a Whole Time Director for a further period of five years w.e.f. 24th May, 2022 at a remuneration of ₹5.50 crore per annum including salary, perks and other benefits (including variable pay of ₹2.20 crore) with a liberty to the Board of Directors or Nomination and Remuneration Committee to revise the remuneration without approval of Shareholders 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, Mr. Karan Adani 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.

Mr. Karan Adani shall be liable to retire by rotation and shall not be paid any sitting fees for attending the meeting of the Board of Directors or Committee thereof.

The Board of Directors recommends the said resolution for your approval.

Except Mr. Gautam S. Adani, Mr. Rajesh S. Adani, Mr. Karan Adani and their relatives, none of the other Directors or Key Managerial Personnel or their relatives is, in anyway, concerned or interested, financially or otherwise, in the said resolution.

This along with the relevant resolution, may be treated as an Abstract pursuant to Section 190 of the Act.

For Item No. 8

Mr. Bharat Sheth 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 14th October, 2022.

The Nomination and Remuneration Committee, on the basis of the report of performance evaluation of Independent Directors has recommended the re-appointment of Mr. Bharat Sheth as an Independent Director for a second term of three years upto 14th October, 2025. The second term has been limited to three years, so that the overall tenure of an Independent Director does not exceed six years, in line with global ESG practices. This practice shall be implemented by the Company on a progressive basis.

The Board, based on the performance evaluation of Independent Directors and as per the recommendation of Nomination and Remuneration Committee considers that given the background and experience and contributions made by of Mr. Bharat Sheth during his tenure, the continued association of Mr. Bharat Sheth would be beneficial to the Company and it is desirable to continue availing his services as an Independent Director.

Accordingly, it is proposed to re-appoint Mr. Bharat Sheth as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of three years on the Board of the Company. Section 149 of the Act prescribes that an independent director of a Company shall meet the criteria of independence as provided in Section 149(6) of the Act. Section 149(10) of the Act provides further that an Independent Director shall hold office for a term of up to five consecutive years on the Board and shall be eligible for re-appointment on passing a special resolution by the Company and disclosure of such appointment in its Board's report. Section 149(11) of the Act provides that an Independent Director may hold office for up to two consecutive terms.

Mr. Bharat Sheth is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director.

Mr. Bharat Sheth is Deputy Chairman and Managing Director of The Great Eastern Shipping Company Limited, one of India's premier shipping enterprises. Born in 1958 to India's first family of shipping entrepreneurs, Mr. Bharat Sheth formally joined the industry in 1981. In the initial years of his career, he worked in The Great Eastern Shipping Company gaining hands on experience of the business aspects of shipping. He was inducted onto the Company's Board as an Executive Director in 1989 and became Managing Director of the Company in 1999. In August 2005, he was appointed Deputy Chairman and Managing Director.

The Company has received notice in writing from a shareholder under Section 160 of the Act proposing the candidature of Mr. Bharat Sheth for the office of Independent Director of the Company. The Company has also received a declaration from Mr. Bharat Sheth that he meets the criteria of Independence as prescribed under Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

In the opinion of the Board, Mr. Bharat Sheth fulfils the conditions for appointment as Independent Director as specified in the Act.

Copy of the draft letter for re-appointment of Mr. Bharat Sheth as an Independent Director (Non-Executive) setting out terms and conditions would be available for inspection in electronic mode.

Brief resume and other details of Mr. Bharat Sheth 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 recommends the said resolution for your approval.

Mr. Bharat Sheth is deemed to be interested in the said resolution as it relates to his re-appointment. None of other the Directors, Key Managerial Personnel of the Company and their respective relatives, are in any way, concerned or interested, financially or otherwise, in the proposed Special Resolution.

For Item No. 9

The provisions of the SEBI Listing Regulations, as amended by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021, effective 1st April, 2022, mandates prior approval of shareholders by means of an ordinary resolution for all material related party transactions, even if such transactions are in the ordinary course of business of the concerned Company and at an arm's length basis. Effective from 1st April, 2022, a transaction with a related party shall be considered as material if the transaction(s) to be entered into, either individually or taken together with previous transactions during a financial year, whether directly and/or through its subsidiary(ies), exceed(s) ₹1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the listed entity, whichever is lower. Further, in accordance with the said regulation, a related party transaction that has been approved by the Audit Committee prior to 1st April, 2022 which continues beyond such date and becomes material as per the revised materiality threshold shall be placed before the shareholders in the first General Meeting held after 1st April, 2022.

In the financial year 2022-23, the Company, along with its subsidiary(ies), proposes to enter into certain related party transaction(s) as mentioned below, on mutually agreed terms and conditions, and the aggregate of such transaction(s), are expected to cross the applicable materiality thresholds as mentioned above. Accordingly, as per the SEBI Listing Regulations, prior approval of the shareholders is being sought for all such arrangements / transactions proposed to be undertaken by the Company, either directly or along with its subsidiary(ies). All the said transactions shall be in the ordinary course of business of the Company and on an arm's length basis.

The Audit Committee has, on the basis of relevant details provided by the management, as required by the law, at its meeting held on 24th May, 2022, reviewed and approved the said transaction(s), subject to approval of the shareholders, while noting that such transaction shall be on arms' length basis and in the ordinary course of business of the Company.

Your Board of Directors considered the same and recommends passing of the resolutions.

Information required under Regulation 23 of SEBI Listing Regulations read with SEBI Circular dated 22nd November, 2021 is provided herein below:

Particulars of material related party transactions to be entered by the Company and its Subsidiary(ies)

	Particulars	Details
i.	Name of the Related Party	Adani Enterprises Limited (AEL)
ii.	Type of transaction	The transaction involves cargo handling charges for traded commodities, infrastructure charges, aircraft services, terminal handling charges, vessel handling, corporate allocation, rendering of service, receipt of service and other transactions for business purpose from/to AEL during FY 2022-23.
iii.	Material terms and particulars of the proposed transaction	Material terms and conditions are based on the contracts which inter alia include the rates based on prevailing/ extant market conditions and commercial terms as on the date of entering into the contract(s).

	Particulars	Details
iv.	Nature of Relationship with the Company including nature of its concern or interest (financial or otherwise)	AEL is an entity in which KMP of the Company have significant influence.
v.	Tenure of the proposed transaction	During the FY 2022-23
vi.	Value of the proposed transaction	Not to exceed ₹1,750 crore.
vii.	Value of RPT as % of Company's audited consolidated annual turnover of ₹ 15,934 crore for the financial year 2021-2022.	Approx. 11%.
viii.	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:	
	(i) Details of financial indebtedness incurred	Not Applicable
	(ii) Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security	Not Applicable
	(iii) the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the related party transaction	Not Applicable
ix.	Justification as to why the RPT is in the interest of the Company.	The Company and its subsidiary (ies) provide end-to-end port & logistical capabilities which include vessels management anchorage pilotage, berthing, storage and handling, processing and final evacuation by road or rail and allied services. AEL is engaged, inter alia, in import and exports of commodities. The Company and its subsidiary(ies), during normal course of their business, enter into transactions with AEL for cargo handling at the ports, from time to time. Further, AEL, being a flagship entity and incubator of Adani Group, procures, manages and provides various Admin, Finance, HR, IT and other consultancy services centrally to various entities of Adani Group, including to the Company and its subsidiaries, on a need basis for which AEL allocates common cost, on an arm's length basis. All the transactions shall be in the ordinary course of business of the Company and on an arm's length basis.
x.	Copy of the valuation or other external party report, if any such report has been relied upon.	Not Applicable
xi.	Any other information relevant or important for the members to take a decision on the proposed transaction.	Nil

As per the SEBI Listing Regulations, all related parties of the Company, whether or not a party to the proposed transaction(s), shall abstain from voting on the said resolution.

The Board recommends passing of the Ordinary Resolutions, for approval by the shareholders of the Company.

Mr. Gautam S. Adani, Mr. Rajesh S. Adani and Mr. Karan Adani and their relatives are deemed to be concerned or interested in these resolutions. None of other the Directors, Key Managerial Personnel of the Company and their respective relatives, are in any way, concerned or interested, financially or otherwise, except to the extent of their shareholding in the Company, if any, in the proposed Ordinary Resolution.

For Item No. 10

The Company has branch outside India and may also open new branches outside India in future. It may be necessary to appoint branch auditors for carrying out the audit of the accounts of such branches. The shareholders are requested to authorize the Board of Directors of the Company to appoint branch auditors in consultation with the Company's Statutory Auditors and fix their remuneration.

The Board of Directors recommends the said resolution for your approval.

None of the Directors, Key Managerial Personnel of the Company and their respective relatives, are in any way, concerned or interested, financially or otherwise, in the proposed Ordinary Resolution.

By order of the Board of Directors
For **Adani Ports and Special Economic Zone Limited**

Place: Ahmedabad
Date: 24th May, 2022

Kamlesh Bhagia
Company Secretary
Membership No.: ACS 19198

Registered Office:
"Adani Corporate House",
Shantigram,
Nr. Vaishno Devi Circle,
Khodiyar, Ahmedabad - 382421,
Gujarat, India
CIN: L63090GJ1998PLC034182

Annexure to Notice

Details of Directors seeking re-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/she holds directorship as on 31.03.2022	Name of committees in which he/she holds membership/ chairmanship as on 31.03.2022
Mr. Rajesh S. Adani	57 years 07.12.1964 (1 share)	B.Com.	Mr. Rajesh S. Adani has been associated with Adani Group since its inception. He is incharge of the operations of the Group and has been responsible for developing its business relationships. His proactive, personalized approach to the business and competitive spirit has helped towards the growth of the Group and its various businesses.	• Adani Enterprises Ltd. • Adani Ports and Special Economic Zone Ltd. • Adani Power Ltd. • Adani Transmission Ltd. • Adani Welspun Exploration Ltd. • Adani Green Energy Ltd. • Adani Institute for Education and Research	**Adani Enterprises Ltd. ^^** • Stakeholders Relationship Committee (Member) **Adani Power Ltd. ^^** • Stakeholders Relationship Committee (Member) **Adani Transmission Ltd. ^^** • Stakeholders Relationship Committee (Member) • Risk Management Committee (Member)
Mr. Gautam S. Adani	59 years 24.06.1962 (1 share)	S.Y.B.Com.	Mr. Gautam S. Adani, the Chairman and Founder of the Adani Group has been associated with the Company as a Managing Director since inception. With his ambitious and entrepreneurial vision, coupled with great vigour and hard work, Adani group has achieved numerous milestones and also resulted in creation of a robust business model which is contributing towards building sound infrastructure in India.	• Adani Enterprises Ltd. • Adani Ports and Special Economic Zone Ltd. • Adani Power Ltd. • Adani Transmission Ltd. • Adani Green Energy Ltd. • Adani Total Gas Ltd. • Adani Institute for Education and Research • Adani Properties Pvt. Ltd.	Nil

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/she holds directorship as on 31.03.2022	Name of committees in which he/she holds membership/ chairmanship as on 31.03.2022
Mr. Karan Adani	34 years 07.04.1987	Degree in Economics from Purdue University, USA.	Mr. Karan Adani holds a degree in economics from the Purdue University, USA. He has been deeply involved in managing the port operations since 2009 and looks after the strategic development of all the Adani ports in India. He aims to build the Group's identity around an integrated logistics business model, backed by his sound understanding of new processes, systems and macro-economic issues, coupled with his growing experience.	• Adani Ports and Special Economic Zone Ltd. • Adani Krishnapatnam Port Ltd. • Adani Petronet (Dahej) Port Pvt. Ltd. • Adani Hazira Port Ltd. • The Dhamra Port Company Ltd. • Adani Vizhinjam Port Private Ltd. • Adani Gangavaram Port Pvt. Ltd. • Adani Airport Holdings Ltd. • Marine Infrastructure Developer Pvt. Ltd. • Adani Total Pvt. Ltd.	**Adani Ports and Special Economic Zone Ltd ^^** • Stakeholders Relationship Committee (Member) • Legal, Regulatory & Tax Committee (Member) • Reputation Risk Committee (Member) • Mergers & Acquisitions Committee (Member)
Mr. Bharat Sheth	64 Years 18.01.1958	Bachelor of science in Economics from St' Andrews University, Scotland	Mr. Bharat K Sheth is Deputy Chairman and Managing Director of The Great Eastern Shipping Company Limited, one of India's premier shipping enterprises. Born in 1958 to India's first family of shipping entrepreneurs, Mr. Bharat Sheth formally joined the industry in 1981. In the initial years of his career he worked in The Great Eastern Shipping Company gaining hands on experience of the business aspects of shipping. He was inducted onto the Company's Board as an Executive Director in 1989 and became Managing Director of the Company in 1999. In August 2005, he was appointed Deputy Chairman and Managing Director.	• The Great Eastern Shipping Company Ltd. • Adani Ports and Special Economic Zone Ltd. • Greatship (India) Ltd. • Accent Realty and Estates LLP • Indian National Shipowners Association • North of England P & I Association • Steamship Mutual Underwriters Association • The International Tankers Owners Pollution Federation Ltd. • Safe Enterprises	**Adani Ports and Special Economic Zone Ltd ^^** • Reputation Risk Committee (Chairman) **The Great Eastern Shipping Company Ltd ^^** • Stakeholders Relationship Committee (Member)

^^Listed Companies

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.

Abbreviations

Acronym	Full form
AALL	Adani Agri Logistics Limited
ABPPL	Adani Bangladesh Ports Private Limited
ACC	Acc Cement Ltd.
ACMTPL	Adani CMA Mundra Terminal Pvt. Ltd.
ADR	American Depositary Receipt
AECTPL	Adani Ennore Container Terminal Pvt. Ltd.
AEL	Adani Enterprise Ltd.
AEO	Authorised Economic Operator
AFTO	Automobile Freight Train Operator
AGEL	Adani Green Energy Ltd.
AGM	Annual General Meeting
AGT	Annual Guaranteed Tonnage
AHMPL	Adani Hospitals Mundra Pvt. Ltd.
AHPL	Adani Hazira Port Limited
AICTPL	Adani International Container Terminal Pvt. Ltd.
AITPL	Adani International Terminals Pte Ltd.
AKBTPL	Adani Kandla Bulk Terminal Pvt. Ltd.
AKPL	Adani Krishnapatnam Port Ltd.
ALL	Adani Logistics Ltd.
ALSPL	Adani Logistics Services Pvt. Ltd.
AMA	Ahmedabad Management Association
AMCT	Adani Mundra Container Terminal
AMPTPL	Adani Murmugao Port Terminal Pvt. Ltd.
AOC	Accounts Of Companies
APDPPL	Adani Petronet (Dahej) Port Pvt. Ltd.
APL	Adani Power Ltd.
APMS	Adani Port Management System
APO	Abbot Point Operations Pty Ltd.
APSEZ	Adani Ports and Special Economic Zone Ltd.
AS	Accounting Standard
ASDC	Adani Skill Development Centre
ASEAN	Association Of Southeast Asian Nations
ASSOCHAM	The Associated Chambers Of Commerce And Industry Of India
ATGL	Adani Total Gas Ltd.
ATL	Adani Transmission Ltd.
ATPL	Adani Total Pvt. Ltd.
AUB	Actual Utilization Basis
AUD	Australian Dollar
AVCTPL	Adani Vizag Coal Terminal Pvt. Ltd.
AVM	Adani Vidya Mandir
AVMB	Adani Vidya Mandir, Bhadreshwar
AVPPL	Adani Vizhinjam Port Pvt. Ltd.
AWSPL	Adani Warehousing Services Pvt. Ltd.

Acronym	Full form
AYITCL	Adani Yangon International Terminal Company Ltd.
BDT	Bangladesh Taka
BOO	Build Own & Operate
BOT	Build Operate And Transfer
BPS	Basis Points
BRCPL	Bowen Rail Company Pty Ltd.
BRO	Bowen Rail Operation Pte Ltd
BRSR	Business Responsibility and Sustainability Report
BSC	British Safety Council
BSE	Bombay Stock Exchange
CA	Chartered Accountant
CAGR	Compound Annual Growth Rate
CAMB	Centre For Advanced Marine Biology
CARE	Care Ratings
CBSE	Central Board Of Secondary Education
CC	Cubic Centemeter
CCEA	Cabinet Committee On Economic Affairs
CCTV	Closed-Circuit Television
CDM	Clean Development Mechanism
CDP	Carbon Disclosure Project
CDSL	Central Depository Services (India) Ltd
CEO	Chief Executive Officer
CESTAT	Customs Excise And Service Tax Appellate Tribunal
CETP	Common Effluent Treatment Plant
CEZ	Coastal Employment Zone
CFO	Chief Financial Officer
CFS	Container Freight Station
CGD	City Gas Distribution
CGU	Cash-Generating Unit'S
CHWIF	Common Hazardous Wastes Incineration Facility
CII	Confederation Of Indian Industry
CIN	Corporate Identification Number
CIO	Chief Information Officer
CIRP	Corporate Insolvency Resolution Process
CIT	Commissioner Of Income-Tax
CITES	Convention On International Trade In Endangered Species Of Wild Fauna And Flora
CMA-CGM	CMA CGM S.A.
COD	Commercial Operational Date
CONCOR	Container Corporation of India Ltd.
COO	Chief Operating Officer
COP	Communications On Progress

Acronym	Full form
COSO	Committee of Sponsoring Organization
CP	Commercial Paper
CPCB	Central Pollution Control Board
CRP	C-Reactive Protein (Crp) Test
CRR	Capital Redemption Reserve
CRZ	Coastal Regulation Zone
CSA	Corporate Sustainability Assessment
CSC	Customer Service Cell
CSD	Cutter Suction Dredger
CSO	Central Statistics Office
CSR	Corporate Social Responsibility
CT	Container Terminal
CXO	Term Referred To C-Suite Employees
DAV	Dayanand Anglo-Vedic
DBFOO	Design, Built, Finance, Own And Operate
DCF	Discounted Cash Flow
DDO	District Development Officer
DDT	Dividend Distribution Tax
DFC	Dedicated Freight Corridor
DFCCIL	Dedicated Freight Corridor Corporation Of India
DFCEC	Duty Free Credit Entitlement Certificate
DG	Diesel Generator/ Director General (To Be Used Contextually
DIN	Director Identification Number
DIPL	Dholera Infrastructure Pvt. Ltd.
DJSI	Dow Jones Sustainability Indices
DLNG	Dhamra LNG Terminal Pvt. Ltd.
DPCL	The Dhamra Port Company Ltd.
DPD	Direct Port Devlivery
DPE	Direct Port Entry
DPEO	District Primary Education Officer
DPL	Dighi Port Ltd.
DPT	Deendayal Port Trust
DRR	Debenture Redemption Reserve
DRTG	Diesel Rubber Tyred Gantry
DRV	Depreciated Replacement Value
DSRA	Debt Service Reserve Account
DTL	Deferred Tax Liability
DWT	Dead Weight Tonnage
EAC	Expert Appraisal Committee
EBIT	Earnings Before Interest And Taxes
EBITA	Earnings Before Interest, Taxes, And Amortisation
EBITDA	Earnings Before Interest, Taxes, Depreciation And Amortisation
EC	Executive Committee
ECL	Expected Credit Loss
EDFC	Eastern Dedicated Freight Corridor
EHS	Environment Health And Safety

Acronym	Full form
EIA	Environmental Impact Assessment
EIR	Effective Interest Rate
EMP	Environment Management Plan
EODB	Ease Of Doing Business
EPCG	Export Promotion Capital Goods
EPS	Earnings Per Share
ERM	Enterprise Risk Management
ERP	Enterprise Resource Planning
ERTG	Electric Rubber Tyred Gantry
ESG	Environment Social And Governance
ESMS	Environment And Social Management System
ETP	Effluent Treatment Plant
EU	European Union
EUR	Euro
EXIM	Export-Import
EY	Ernst & Young
FC	Fulfilment Centres
FCC	Fertilizer Cargo Complex
FCI	Food Corporation Of India
FCMITDA	Foreign Currency Monetary Item Translation Difference Account
FDI	Foreign Direct Investment
FICCI	Federation Of Indian Chambers Of Commerce & Industry
FIEO	Federation Of Indian Export Organisations
FKI	Federation Of Kutch Industries
FO	Furnace Oil
FPG	Final Price Guidance
FRM	Fertilizer Raw Material
FSSAI	Food Safety And Standards Authority Of India
FTA	Free Trade Agreement
FTE	Fixed Term Employee
FTWZ	Free Trade And Warehousing Zones
FVTOCI	Fair Value Through Other Comprehensive Income
FVTPL	Fair Value Through Profit Or Loss
FY	Financial Year
GA	Geographical Area
GAAP	Generally Accepted Accounting Principles
GAIMS	Gujarat Adani Institute Of Medical Sciences
GBP	British Pound Sterling
GCC	General Contract Condition
GCCI	Gujarat Chamber Of Commerce And Industry
GDA	General Duty Assistants
GDP	Gross Domestic Product
GDR	Global Depository Receipt

Acronym	Full form
GEC	Gujarat Ecology Commission
GHG	Green House Gas
GIDC	Gujarat Industrial Development Corporation
GJ	Giga Joule
GMB	Gujarat Maritime Board
GOG	Government of Gujarat
GOI	Government of India
GP	Gram Panchayat
GPL	Gangavaram Port Ltd.
GPS	Global Poisitioning System
GPW	General Purpose Wagon
GPWIS	General Purpose Wagon Investment Scheme
GRI	Global Reporting Initiative
GSC	Gujarat Safety Council
GSEB	Gujarat State Electricity Board
GSM	Global System For Mobile Communications
GSPCB	Gujarat State Pollution Control Board
GST	Goods And Services Tax
GVA	Gross Value Added
Ha	Hectare
HAIA	Hazira Area Industries Association
HC	High Court
HDL	High Density Lipoprotien
HFO	Heavy Fuel Oil
HPMV	High Pressure Mercury Vapour
HPSV	High Pressure Sodium Vapor
HR	Human Resource/ Hot Rolled (To Be Used Contextually)
HSD	High Speed Diesel
HSE	Health Safety And Environment
HVDC	High Voltage Direct Current
IAS	Indian Administrative Services
IBBI	Insolvency And Bankruptcy Board of India
IBEF	India Brand Equity Foundation
ICAI	Institute Of Chartered Accountants of India
ICD	Inland Container Depot
ICRA	ICRA Credit Rating Agency
ICU	Intensive Care Unit
IEPF	Investor Education And Protection Fund
IFC	International Finance Corporation
IFRC	International Federation Of Red Cross and Red Crescent Societies
IFS	Integrated Farming Scheme
IG	Investment Grade
IIM	Indian Institute of Management

Acronym	Full form
IIMA	Indian Institute of Management Ahmedabad
IIRC	International Integrated Reporting Council
IIT	Indian Institute of Technology
ILO	International Labour Organization
IMF	International Monetary Fund
IMS	Integrated Management System
INR	Indian Rupee
INX	India International Exchange Limited
IPA	Indian Ports Association
IPCC	Intergovernmental Panel on Climate Change
IPD	In Patient Department
IPG	Initial Price Guidance
IPP	Integrated Power Producer
IR	Intergarted Report/ Investor Relations (To Be Used Contextually)
IRCTC	Indian Railway Catering and Tourism Corporation
IRR	Internal Rate of Return
ISAE	International Standards For Assurance Engagements
ISIN	International Securities Identification Number
ISO	International Organization For Standardization
IT	Information Technology
ITC	Input Tax Credit
ITV	Inland Transport Vehicle
IUCN	International Union for Conservation of Nature
IWMA	Industrial Waste Management Association
IWT	Inland Water Transport
JMVP	Jal Marg Vikas Project
JNPT	Jawaharlal Nehru Port Trust
JNV	Jawahar Navodaya Vidyalay
JNV - EE	Jawahar Navodaya Vidyalay Entrance Examination
JPY	Japanese Yen
JSA	Job Safety Analysis
JV	Joint Venture
KAPL	Karnavati Aviation Pvt. Ltd.
KL	Kilo Litre
KLD	Kilo Litre Per Day
KM	Kilo Meter
KMP	Key Managerial Personnel
KPL	Kamarajar Port Ltd.
KRCL	Kutch Railway Company Ltd.
KRIBHCO	Krishak Bharati Cooperative

Acronym	Full form
KSKV	Krantiguru Shyamji Krishna Verma Kachchh University
KW	Kilo Watt
KWH	Kilo Watt Hour
LED	Light Emitting Diode
LIBOR	London Inter-Bank Offered Rate
LIC	Life Insurance Corporation
LLP	Limited Liability Partnership
LNG	Liquefied Natural Gas
LODR	Listing Obligations and Disclosure Requirements
LOTO	Lock Out Tag Out
LPG	Liquified Petroleum Gas
LTI	Loss Time Injury
LTIFR	Lost Time Injury Frequency Rate
MARPOL	The International Convention For The Prevention Of Pollution From Ships
MAT	Minimum Alternative Tax
MBU	Mobile Bagging Unit
MCA	Model Concession Agreement/ Ministry Of Corporate Affaires
MCFT	Million Cubic Feet
MCLR	Marginal Cost Of Funds Based Lending Rate
MCS	Management Control Systems
MDA	Management Discussion and Analysis
MEC	Myanmar Economic Corporation
MGC	Minimum Guarantee Cargo
MHCU	Mobile Health Care Units
MHS	Machine Handling System
MIAPL	Mundra International Airport Pvt. Ltd.
MIC	Myanmar Investment Commission
MICTL	Mundra International Container Terminal Ltd.
MIDPL	Marine Infrastructure Developer Pvt Ltd.
MITAP	Mundra Sez Textile and Apparel Park Pvt. Ltd.
ML	Million Litre
MLD	Million Litre Per Day
MLP	Minimum Lease Payments
MLPR	Minimum Lease Payments Receivable
MMBTU	Million Metric British Thermal Unit
MMK	Myanmar Kyat
MMLP	Multi-Modal Logistics Parks
MMT	Million Metric Tonne
MMTPA	Million Metric Tonne Per Annum
MOEF & CC	Ministry Of Environment, Forest And Climate Change
MOU	Memorandum Of Understaning

Acronym	Full form
MPT	Multi Purpose Terminal At Mundra/ Mormugao Port Trust Goa (To Be Used Contextually)
MSC	Mediterranean Shipping Company
MSCI	Morgan Stanley Capital International
MSME	Micro, Small & Medium Enterprises
MSMED	Medium Enterprises Development
MT	Metric Tonne
MTEU	Million Twenty Foot Equivalent Unit
MTEUS	Million Twenty Foot Equivalent Units
MTM	Mark To Market
MTPA	Metric Tonne Per Annum
MU	Million Unit
MUL	MPSEZ Utilities Ltd.
MW	Mega Watt
NABET	National Accreditation Board For Education And Training
NAV	Net Asset Value
NCAP	Natural Capital Action Plan
NCD	Non Convertible Debentures
NCL	Northern Coalfield Limited
NCLT	National Company Law Tribunal
NCRPS	Non-Cumulative Redeemable Preference Shares
NCSCM	National Centre For Sustainable Coastal Management
NDC	Nationally Determined Contributions
NEERI	National Environmental Engineering Research Institute
NGO	Non-Governmental Organization
NGRBC	National Guidelines On Responsible Business Conduct
NGT	National Green Tribunal
NH	National Highways
NHB	National Housing Board
NID	National Institute of Design
NIFT	National Institute of Fashion Technology
NIO	National Institute of Oceanography
NMMS	National Means-Cum-Merit Scholarship
NOS-DCP	National Oil Spill Disaster Contingency Plan
Nox	Nitrogen Oxide Gases
NRI	Non Resident Indian
NSC	National Safety Council
NSDC	National Skill Development Corporation
NSDL	National Securities Depository Ltd
NSE	National Stock Exchange
NSOP	Non-Scheduled Operation Permit
NVG	National Voluntary Guidelines
NW	National Waterway
OAVM	Other Audio Visual Means

Acronym	Full form
ODS	Ozone Depleting Substances
OFAC	Office Of Foreign Assets Control
OHS	Occupational, Health And Safety
OHSAS	Occupational Health And Safety Assessment Series
OPD	Outdoor Patient Department
PAT	Profit After Tax
PBT	Profit Before Tax
PH	Public Hearing
PHC	Primary Health Centre
PIL	Public Interest Litigation
PLL	Petronet LNG Ltd.
PM	Prime Minister (Referring To Pm Cares Fund)
PMI	Purchasing Managers Index
PNG	Piped Natural Gas
POL	Petroleum Oil And Lubricants
PPA	Power Purchase Agreement
PPE	Personal Protective Equipment
PPP	Public Private Partnership
PPT	Paradip Port Trust
PSU	Public Sector Undertaking
PTW	Permit To Work
QCI	Quality Council Of India.
RBI	Reserve Bank Of India
RCC	Reinforced Cement Concrete
RCP	Representative Concentration Pathway
RFID	Radio Frequency Identification Device
RMC	Risk Management Committee
RMGC	Rail Mounted Gantry Crane
ROCE	Return On Capital Employed
ROI	Rate Of Interest
RTG	Rubber Tyred Gantry
SAAR	Seasonally Adjusted Annual Rate
SAP	Systems, Applications & Products (Sap Erp)
SBI	State Bank Of India
SBTI	Science-Based Targets Initiative
SBU	Strategic Business Unit
SC	Supply Centres
SCA	Service Concession Arrangement
SCADA	Supervisory Control And Data Acquisition
SCC	Sustainability And Corporate Social Responsibility Committee
SCN	Show Cause Notice
SCRA	Securities Contracts (Regulation) Act
SDG	Sustainable Development Goals
SDMRI	Suganthi Devadason Marine Research Institute
SDO	Sub Divisional Officer

Acronym	Full form
SEBI	Securities And Exchange Board Of India
SECL	South Eastern Coalfields Ltd.
SEIS	Services Exports From India Scheme
SEZ	Special Economic Zone
SGCCI	Southern Gujarat Chamber Of Commerce & Industries
SGD	Singapore Dollar
SGOT	Serum Glutamic-Oxaloacetic Transaminase
SGPT	Serum Glutamic-Pyruvic Transaminase
SGX	Singapore Exchange
SHG	Self Help Groups
SIMS	Sustainability Information Management System
SLC	Sustainability Leadership Committee
SLM	Self-Learning Modules
SLP	Special Leave Petitions
SNDT	Shreemati Nathibai Damodar Thackersey
SOP	Standard Operating Procedures
Sox	Sulphur Oxides
SPCB	State Pollution Control Board
SPM	Single Point Mooring
SPPI	Solely Payments Of Principal And Interest
SRC	Stakeholders' Relationship Committee
SRCPL	Sarguja Rail Corridor Private Ltd.
SRFA	Safety Risk Field Audit
SSC	Sustainability Steering Committee
SSIDL	Shanti Sagar International Dredging Ltd.
STL	Short Term Loan
STP	Sewage Treatment Plant
STS	Ship To Ship
SUP	Single Use Plastics
SVP	Sardar Vallabhbhai Patel
SWPL	South West Port Ltd. (Jsw Terminal At Goa)
TAB	Trading Across Border
TAHSL	The Adani Harbour Services Ltd.
TASHL	The Adani Harbour Services Ltd.
TAT	Turnaround Time
TBT	Tool Box Talk
TCFD	Task Force On Climate Related Financial Disclosures
TDS	Tax Deducted At Source/ Total Dissolved Solids (To Be Used Contextually)
TED	Turtle Excluder Device
TEU	Twenty-Foot Equivalent Unit
TF	Task Force
TISS	Tata Institute Of Social Science

Acronym	Full form
TJ	Terra Joules
TLF	Truck Loading Facility
TNMB	Tamil Nadu Maritime Board
TNPCB	Tamil Nadu Pollution Control Board
TOS	Terminal Operating System
TPH	Tonnes Per Hour
TSDF	Treatment, Storage, And Disposal Facility
TUV	Technischer Überwachungsverein (English Translation: Technical Inspection Association)
UAE	United Arab Emirates
UDIN	Unique Document Identification Number
UK	United Kingdom
ULB	Urban Local Bodies
ULCC	Ultra Large Crude Carrier
UN	United Nations
UNDP	United Nations Development Programme
UNEP	United Nations Environment Programme
UNESCO	United Nations Educational, Scientific And Cultural Organization
UNGC	United Nations Global Compact
UNICEF	United Nations Children'S Fund
US	United States

Acronym	Full form
USA	United States Of America
USD	Us Dollar
USIBC	Us India Business Council
VISL	Vizhinjam International Seaport Ltd.
VLCC	Very Large Crude Carrier
VoCPT	V. O. Chidambaranar Port Trust
VPS	Vessel Profiling System
VPT	Vizag Port Trust
VSR	Vulnerability Safety Risk
WACC	Weighted Average Cost Of Capital
WDFC	Western Dedicated Freight Corridor
WEF	World Economic Forum
WEO	World Economic Outlook
WID	Water Injection Dredger
WP	Writ Petition
WPI	Wholesale Price Index
WPPIL	Writ Petition Public Interest Litigation
WQ	Western Quay
WRI	Water Risk Indicator
WTD	Whole Time Director
WTO	World Trade Organization
YOY	Year-On-Year
YTD	Year To Date
ZED	Zero Effluent Discharge
ZUWD	Zero Unauthorised Waste Disposal
ZWI	Zero Waste Incineration
ZWL	Zero Waste To Landfill

Notes

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