Responsible Leadership

adani
Ports and Logistics

Adani Ports and Special Economic Zone Limited
Integrated Annual Report 2019-20

Contents

FY20 Highlights

Environment

Renewable Installation

19 MW

GHG Emissions Avoided

15,320 tCO_2

Waste Managed through 5R Principles

94%

Read more on **Page 54**

Social

Employees

2,266
On-roll

81
FTE* on contract

19,000+
Contractual workforce

Injury Rate

0.36

CSR Investment (APSEZ, its subsidiaries and JVs)

₹ 102.74 crore

Read more on **Page 70**

*FTE - Full-time Equivalent

Responsible Leadership

Responsible leadership for us is strong commitment to serve all stakeholders in an efficient, effective and sustainable manner.

Our pan-India ports and integrated logistics ecosystem bring opportunities and wellbeing to millions of people, energise trade and commerce, facilitate the supply of essential goods and services, and contribute to economic progress.

Our mega infrastructure, diversified portfolio, economies of scale, technology expertise, robust systems and processes help bridge the experience gap of customers within the port and outside it.

We cater to large parts of India's hinterland spanning the East and West coasts, and are further expanding our reach by leveraging organic and inorganic opportunities. Our balance sheet strength, strong liquidity position and financial acumen support our growth ambition.

We have embraced the philosophy of growth with goodness, where environment conservation, optimum utilisation of resources, community efforts and engagement with all stakeholders are important.

These strengths underpin our leadership and commitment to value creation with resilience and responsibility.

Governance

- **Policy on 'Related party transactions for acquiring and sale of assets'**
- **Dividend and shareholder policy to be consistent with the long-term strategic growth objectives of the Company**
- **Dividend set at 20% to 25% of Profit After Tax (PAT) to be paid out as dividend or capital return (share buyback) or a combination**

Read more on **Page 88**

Year in Review

Progress Made during the Year

Financial

Consolidated revenue up by **9%** at **₹ 11,873 crore** in a challenging market scenario

65% increase in logistics revenue

Net debt to EBITDA maintained at **2.9X**

First buyback of **₹ 3.92 crore** equity share at an offer price of ₹ 500 per share

Operational

Cargo throughput was **223 MT**, growth of **7%**

Handled record container volume of **6.25 million** TEUs, registering **8%** growth

Mundra continues to be the largest commercial port, handling **139 MMT** of cargo volume during the year

Dhamra port registered a record cargo growth of **44%** and handled highest cargo volume of **~30 MMT** since inception.

Logistics – rail volume registered a growth of **115%**

Mundra LNG and LPG commenced operations during FY20 and handled **~3,00,000 MT** and **~4,00,000 MT**, respectively

Acquisitions

Construction of first international container terminal at Myanmar – to commence operation by January FY21

Acquired **75%** controlling stake at Krishnapatnam Port Company Limited

Dighi Port acquisition – NCLT approved APSEZ's R-plan, IMC formed to run the affairs, to be completed by Q3FY21

Report Profile

Approach to Reporting

We, at APSEZ have undertaken a decisive step towards Integrated Reporting in line with our iron-cast commitment towards transparent and holistic stakeholder communications. Our first Integrated Report aims to provide our stakeholders a comprehensive assessment of our ability to create long-term value. Till FY19, we were publishing our annual report and sustainability report separately. This year we are presenting our financial and non-financial metrics in one consolidated report.

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 also covers the guidelines and commitments related to the GRI Standards, United Nations Global Compact (UNGC) principles, National Voluntary Guidelines (NVGs), Sustainable Development Goals (SDGs) and India Business & Biodiversity Initiative (IBBI). It demonstrates our strategic alignment with the global commitment to combat climate change. It covers the financial year from April 1, 2019 to March 31, 2020.

Reporting boundary

This report covers financial and non-financial aspects of Adani Ports and Special Economic Zone Limited (APSEZ), its subsidiaries and joint ventures including SEZ and Logistics business vertical. This report discloses financial performance of 74 entities and ESG performance of 26 Indian entities (95% revenue contribution).

Assurance

We safeguard information quality contained in this Report through a robust assurance process, leveraging our internal expertise and assurance by third party who has no financial interest in the operations other than that for the assessment and assurance of this report. The report has been externally assured by Ernst & Young Associates LLP for selected sustainability related disclosure as per the International Standard on Assurance Engagements 3000 and Type 2 'Moderate level' as per AA 1000 AS. The statutory section has been audited by Deloitte Haskins & Sells LLP and secretarial audit has been done by Chirag Shah & Associates.

The intensity for non-financial parameters have been calculated against revenue including operational and other income. This document includes statements and commitments presenting the Company's future expectations, which may involve risks and uncertainties such as change in government policies, global market scenario, operational incidents, megatrends etc. Therefore, we cannot guarantee such statements become real.

Our capitals

All organisations depend on various forms of capital for their value creation. Our ability to create long-term value is interrelated and fundamentally 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).

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.

Capitals and their Impact

Resources Help Us Craft Value

	Financial Capital	Manufactured Capital	Intellectual Capital
What is it	Financial resources that the Company already has or obtains through financing	The Company's tangible and intangible infrastructure used for value creation through business activities.	Intangible, knowledge-based assets
Management approach	Create value for shareholders through sustainable growth	Well maintained functional assets and equipment	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	• R&D promotion • Digitalisation for efficiency and development of new products and processes • Disruptive technology and business models
FY20 Highlights (Outcomes)	**Revenue** ₹ 11,873 crore **EBITDA** ₹ 7,565 crore **PAT** ₹ 3,800 crore **ROCE** 12.6%	**Total cargo volume** 223 MMT **Total container volume handled** 6.25 million TEUs (Twenty feet Equivalent Unit)	**Real-time vessel movement tracking** **Streamlined data repository**
	Read more on **Page 24**	Read more on **Page 12**	Read more on **Page 50**

Human Capital

Employee knowledge, skills, experience and motivation

Availability of a committed and qualified workforce offers an inclusive and balanced work environment

- Human resource management
- Talent management
- Diversity, equal opportunity and reconciliation
- Learning & Development

Employee turnover

4%

Revenue per employee

₹ 5.85 crore

LTIFR

On-roll + FTE on Contract - **0**

Fatalities

On-roll + FTE on contract - **0**

Read more on **Page 70**

Natural Capital

Natural resources impacted by the Company's activities

Ensure sustainable use of natural resources and contribute to combating climate change

- Climate change
- Preservation of biodiversity
- Management of Environmental footprint
- Operational excellence and energy efficiency

Total power consumed

20,46,153 GJ

Energy intensity

149 GJ/Revenue

Water consumed

3,952 million litre

Environment investment

₹ 91 crore

Water consumption intensity

0.29 ML/ Revenue

Read more on **Page 54**

Social and Relationship Capital

- Ability to share, relate and collaborate with stakeholders, promoting community development and wellbeing
- Zero accident programme

- Promote trust with stakeholders, improving the quality of life of people in areas of presence
- Wellbeing of the workers and dignity of workers

- Stakeholder engagement
- Community support programmes
- Human rights due diligence Brand management
- Transparency and good governance
- Corporate reputation

Total number of direct and indirect beneficiaries

20.26 lakh

LTIFR

Contractual workforce - **0.36**

Fatalities

Contractual Workforce - **5**

Read more on **Page 78**

Introducing APSEZ

The Undisputed Leader in Indian Ports Sector

Adani Ports and Special Economic Zone Limited (APSEZ) is India's largest commercial port operator and integrated logistic player in the country. The Company is promoted by the Adani Group, which has interests across resources (coal mining and trading), logistics (ports, logistics, shipping and rail), energy (renewable, thermal power generation and transmission), agro commodities and ancillary industries.

Headquartered in Ahmedabad, APSEZ's nine domestic ports are located in six maritime states of India such as Gujarat, Goa, Andhra Pradesh, Tamil Nadu and Odisha. Two ports are under construction one at Vizhinjam, Kerala and another one in Myanmar. The operational facilities are equipped with the latest cargo-handling equipment, and are best-in-class in handling the largest vessels that call at Indian ports. We provide a fully integrated logistic solution to our customers right from marine, stevedoring, cargo storage, warehousing, transportation and other value-added logistics services.

It manages the comprehensive logistics chain – from vessels management to anchorage pilotage, tug pulling, berthing, goods handling, internal transport, storage and handling, processing and final evacuation by road or rail. APSEZ has evolved into a provider of integrated port infrastructure services, which has enabled it to enter into alliances with leading Indian businesses to provide comprehensive logistics solutions.

Competitive advantages

- APSEZ's strategic asset base with pan-India presence to serve customers: Ports, Terminals, Logistics Parks/ICD, Rakes, Inland Waterways, Warehousing, Agri-Logistics, Air Freight Stations, Cold Storage and other logistic services assets
- Largest commercial port operator in India with 60-70% hinterland presence
- Unique operating model with low risk and sustained high diversified growth
- One-point transport utility with integrated logistics
- Operational excellence with low cost
- Deft management experience along with world-class technology and people
- Emphasis on environment, sustainability and corporate governance
- Sustained profitability and enhanced balance sheet strength

Key facts

Operating ports
9

Total cargo market share in India
22%

TEUs
6.25 million

Rise in container volumes
8%

Vision

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

Values

Courage

We shall embrace new ideas and businesses

Trust

We shall believe in our employees and other stakeholders

Commitment

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

Culture

P	R	I	D	E
Passion	**Results**	**Integration**	**Dedication**	**Entrepreneurship**
Performing with enthusiasm and energy	Consistently achieving goals	Working across functions and businesses to create synergies	Working with commitment in the pursuit of our aims	Seizing new opportunities with initiatives and ownership

About Adani Group

Adani Group, is a diversified organisation in India with combined market capitalisation of $21 billion comprising six publicly traded companies. It has created a world-class transport and utility infrastructure portfolio with a pan-India presence. Adani Group is headquartered in Ahmedabad, in the state of Gujarat, India. Over the years, the Group has positioned itself to be the market leader in its transport logistics and energy utility portfolio businesses focusing on large-scale infrastructure development in India with O&M practices benchmarked to global standards. With four IG-rated businesses, it is the only Infrastructure Investment Grade issuer in India.

Adani Group owes its success and leadership position to its core philosophy of 'Nation Building' and 'Growth with Goodness' – a guiding principle for sustainable growth. The Group is committed to increase its ESG footprint by realigning its businesses with emphasis on climate protection and increasing community outreach through its CSR programme based on the principles of sustainability, diversity and shared values.

Business Overview

Our Integrated Universe

APSEZ consists of a composite network of ports and terminals, industrial land and logistics business.

Ports

- Concession assets with free pricing
- Total installed capacity of 395 MMTPA
- Handling multi and complex cargo

Revenue contribution

87%

Logistics

- 20-year license to operate rails
- Enhancing connectivity between ports and origin / destination of cargo

Revenue contribution

8%

SEZ

- Land bank of 8,481+ hectares
- Integration with port, developing industry cluster
- Regular revenue stream through annual rentals and upfront premium

Revenue contribution

5%

Port-wise Highlights

Mundra Port

- Deep-water, all-weather, berthing-on-arrival port in the Gulf of Kutch
- 26 berths and two single-point moorings with an annual capacity to handle 248.82 MMT cargo with dedicated terminals for different cargo and commodity types
- World's largest coal import terminal
- Equipped to handle dry bulk, break bulk, project cargo, liquid, containers, automobiles and crude
- Well connected to the Indian National Highway (NH) network through State Highway 48 via Anjar and State Highway 6
- Natural gateway to the cargo hubs in northern and western hinterlands of India
- Five additional services introduced during the year, will add 2,30,000 TEUs annually
- LNG operations commenced in January 2020
- Cargo volume growth up by 1%, container volume up by 6%

Dhamra Port

- A deep-water, all-weather multi-user, multi-cargo port situated on the east coast of India between Haldia and Paradeep ports
- Four berths with an annual capacity to handle 45 MMT cargo
- Equipped to handle dry bulk, break bulk, project cargo and containers
- Proximity to the mineral belts of Odisha, Jharkhand and West Bengal helps serve hinterlands with efficiency
- Potential to handle 100+ MMTPA of dry bulk, liquid bulk, break bulk, containerised and general cargo in near future
- Rapid loading silos with capacity of up to 4,000 TPH
- Started handling project cargo, steel billets, gypsum, fertilisers and clinkers by road

Hazira Port

- Deep-water port located in the Gulf of Khambhat, Surat, 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
- Potential to handle 75 MMTPA of cargo in the coming years
- One new service in container, namely 'Indian West Coast Service', added
- Additional liquid tank farm capacity operationalised, and 54,000 KL completed

Business Overview Contd.

Dahej Port

- Deep-water, multi-cargo port in the Gulf of Khambhat, Bharuch, Gujarat
- Capacity to handle 14 MMTPA with two dry and break bulk berths and dedicated facilities for handling project cargo
- Equipped to handle all kinds of dry bulk and break bulk cargo, including coal, fertiliser, agri products, steel cargo and minerals, among others
- Well connected to the National Highway 8, through a six-lane State Highway 6
- Connected to contiguous industrial hubs of Gujarat, Maharashtra and eastern Madhya Pradesh
- Ro-Ro Jetty for project cargo movement, 9.8 km long fully integrated high-speed conveyor
- Entered into medium term contract to handle coal for a cement company

Kattupalli Port

- Located on the Coromandel coast about 24 km north of Chennai Port, Chennai
- Two berths with 710 quay length with an annual capacity to handle 18 MMT cargo
- Equipped to handle containers, break bulk and project cargo
- Equipped with Dynamic Parcel Distribution (DPD) warehouse within the container yard to provide seamless movements for Authorised Economic Operator (AEO) and DPD consignments
- Has an off-dock Container Freight Station (CFS) with 45,000 square feet of closed warehouse
- Liquid terminal operations commenced and handled 80,000 tonnes of cargo
- EBITDA margins improved by 200 bps due to change in cargo mix and operational efficiency

Tuna Terminal

- Tuna Port is an all-weather, berthing-on-arrival port located off Tekra, Kandla Creek, Gujarat
- With a capacity of 14 MMTPA and a draft of 16.2 mts, Tuna Port is capable of handling 13,000 DWT vessels at berth
- Equipped to handle all kinds of dry bulk and break bulk cargo, including coal, fertiliser, agri products, steel, cargo and minerals, among others
- Well-connected to the National Highway 8A, a link to the Mumbai-Delhi corridor
- Equipped with high capacity Liebherr cranes and hoppers, fully integrated high-speed conveyor system

Mormugao Terminal

- Located on the west coast of India
- One berth terminal with an annual capacity to handle 5.20 MMT cargo
- Permitted to handle coal cargo, adequate infrastructure to handle Panamax and capsize vessels
- Strategic location advantage for Maharashtra and Karnataka hinterlands
- Fully mechanised material handling system consisting of conveyor systems and stacker-and-reclaimers with stacking capacity of 5,000 TPH and reclaiming capacity of 2,500 TPH

Ennore Terminal

- A contemporary terminal located in the northern suburbs of Chennai, poised to act as an ideal alternative gateway for Chennai
- World-class container terminal with an annual capacity to handle 12 MMT cargo
- The intrinsic strength of Ennore Port is its well-integrated environment, which facilitates the management's faster decision-making to rev up operational responsiveness

Vizag Terminal

- Located on the East coast of India
- One berth located in northern arm of the inner harbour of Vishakhapatnam Port Trust with a capacity to handle 6 MMTPA
- Permitted to handle coal cargo and capable of berthing Panamax vessels
- Strong rail-road connectivity to the hinterlands of Andhra Pradesh, Telangana, Chhattisgarh and Odisha
- Has a 280 m berth, two harbour mobile cranes, a 2.22 km conveyor, two stacker-and-reclaimers with mechanised wagon loading facility and large storage land

Vizhinjam Port

- Deep draft, all-weather port located in South Kerala
- Major economic gateway that caters to the land-locked northern hinterland of India with multimodal connectivity
- Only port in the country with handling and storage facilities for crude oil, containers, dry bulk, break bulk, automobiles and liquid cargo
- Can berth the largest post Panamax vessel and can handle four million TEUs

Our Presence

Operating Seamlessly Across Geographies

We have developed and operate seven bulk terminals, eight container terminals, three coal terminals and two single-point mooring facilities. Our advanced infrastructure allows us to provide port services for dry and liquid bulk (including coal), container, crude oil and other cargo.

West Coast Capacity
327 MMT

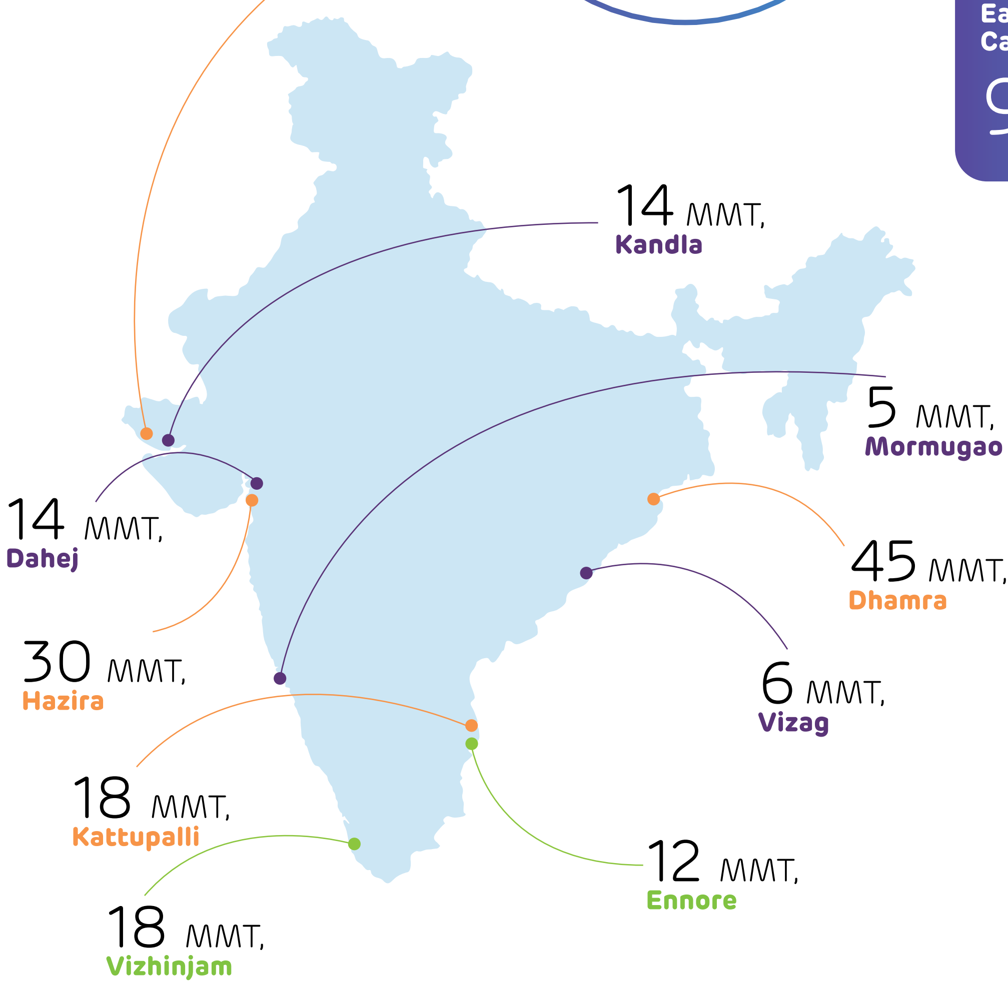
264 MMT, **Mundra**

Mundra is **India's Largest** Commercial Port by Volume

- Bulk Terminals
- Multipurpose Ports
- Container Terminals

MMT: Million Metric Tonnes

East Coast Capacity
99 MMT



Investment Case

Intrinsic Business Optimism

In the preceding two decades, APSEZ has developed several competitive advantages in the Indian ports and logistics industry. This includes strengthening of a pan-India logistics footprint, a skilled talent pool, state-of-the-art infrastructure and a culture of customer-centricity.

Strategic asset allocation

Our ports are located across the coastline with key presence on the west and east coast of India to serve the entire country. These ports are strategically important to serve the industrial bases of India's west and central hinterlands. Our facilities also benefit from advantageous geographic characteristics, along with the ability to accommodate capesize vessels and operate all weather ports and terminals.

A COMBINATION OF NINE PORTS ACROSS INDIA'S COASTLINE WITH FOUR LOGISTICS PARKS

Successful track record of project development and execution

Enabled by our experienced senior management team, we have evolved a successful track record of developing and executing projects, including waterfront, onshore, back-up area, evacuation and connectivity infrastructure across greenfield, brownfield and terminal locations.

Our track record includes developing and operating 18 terminals with 47 berths and two single-point mooring facilities with mechanised back-up and storage areas across Mundra Port, Dahej Port, Hazira Port, Kandla Port, Murmugao Port, Dhamra Port, Vizag Port, Kattupalli Port and Ennore Port.

TRACK RECORD OF OPERATING 18 TERMINALS WITH 47 BERTHS

Dedicated infrastructure

We have developed infrastructure in the vicinity of our ports, which allows us to address customer requirements with speed. We have access to the contemporary mechanised material- handling equipment such as mobile harbour cranes, quay cranes, yard cranes, conveyer systems, dredgers port crafts and tugs, allowing us to smoothly carry out our marine, non-marine and other cargo handling operations. Efficient hinterland connectivity is critical for the development of ports; hence our integrated infrastructure has significant regional hinterland connectivity.

CATERING TO INDIA'S ENTIRE ECONOMIC HINTERLAND

Fully integrated port and logistics services provider for diverse cargo volume

We offer customers a fully integrated port and logistics services for a diverse range of cargo. We continuously add value at each step of the logistic value chain. Right from the piloting of vessels to their berths to the evacuation of cargo to hinterland and cargo storage to hinterlands too.

We provide these services through our extensive infrastructure with the flexibility to accommodate and provide dedicated facilities for a diverse range of cargo, including dry, roll-on-roll-off facilities and liquid bulk, container and crude oil cargo.

DELIVERING SYNERGISTIC VALUE THROUGH INTEGRATED MODEL ACROSS PORTS, LOGISTICS AND SEZ BUSINESS LINES

Skilled workforce for strong, sustainable and balanced growth

Over the years, APSEZ has developed a strong, skilled and talented human capital pipeline, which provides a competitive market advantage. A dedicated team has been formed for IT, IoT and analytics in business decision-making. Our financial discipline and performance culture generate attractive margins and strong returns on capital, which allows us to invest and strengthen our business and return surplus capital to shareholders.

LEVERAGING TECHNOLOGY ON AN ENHANCED SERVICE BASE

Long-standing relationships with customers and strong business partnerships

At our key ports, we have nurtured long-standing relationships with our esteemed customers.

Our customers include leading state-owned petroleum refineries, government-owned POL distribution companies, power plants, prominent automobile manufacturers, shipping lines as well as container service providers. These long-standing relationships have allowed us to enter into long-term agreements with customers across a variety of industries with diverse cargo requirements, which we believe help us to weather economic and commodity price volatility.

STRENGTHENED DELIVERY MECHANISMS AND ADDED CAPACITIES TO ENSURE A SEAMLESS INTEGRATED SERVICES PLATFORM FOR CLIENTS

Emphasis on environment, sustainability and corporate governance

APSEZ recognises that the focus on the societal impact of businesses and performance on wider ESG factors have increased in recent years, with growing interest from a range of stakeholders. We believe that the foundation for effective ESG management is robust and transparent governance and integration of these considerations into the way we do business. This includes alignment with our overall strategy and embedding relevant matters into our risk management framework and our service offerings.

ESG IS INTEGRATED INTO ALL AREAS OF OUR BUSINESS WITH TOP DOWN SUPPORT AND EXECUTION

Chairman's Message

Accelerating shared prosperity and value creation

> "APSEZ, as the country's largest port player, continued its steady journey in enhancing market share."
>
> **Gautam Adani,** Chairman

Dear Stakeholders,

The Webster definition of resilience is, 'the capability of a strained body to recover its size and shape after deformation caused especially by compressive stress'. It's hard to believe that it was less than three months ago, on March 11, 2020 that the World Health Organization (WHO) declared the outbreak of COVID-19 as a pandemic, meaning COVID-19 has spread worldwide. If there ever has been a time when the need for global resilience has been critical, it is now.

The Power to Overcome

At times like this, one looks for inspiration. In this context Wayne Muller, a well-known author, writes that for thousands of years, humankind has suffered famine, war, plague, hunger, and countless injustices; it has experienced numberless births and deaths. Each community of people has had to find some way to speak about what sustained them or brought them grace—even in the midst of terrible sorrow. We have struggled to name this human trait, the universal force that makes the grass improbably push its way through concrete, the force that turns the earth, the energy that we seem to possess, blesses all life, the essential presence in our deepest nature that can never be spoken of with perfect accuracy, yet makes us what we are. History is one big story of human overcoming. It's what we are born to do.

Decisive Governance

What we must realise is that there are no absolute right or wrong ideas. What is required during an unprecedented, hard to model crisis like the COVID-19, is a government that is willing to make decisions based on best available information at a given point of time and is constantly adapting as new information becomes available. For this, the Indian government and bureaucracy must be complimented. Countries with greater resources than ours have struggled and, while our battle with the virus is far from over, I have no hesitation in stating that had the decisions that got made been delayed, we could have been facing an unmitigated disaster that would not just impact India but have global ramifications. Yes, business has suffered immensely, lives and jobs have been lost, and the migrant worker crisis saddened the entire nation, but the consequences of the unknown alternates would be far grimmer. What the leaders of our nation, the doctors, the healthcare workers, the police, the army, the small street side vendors, and the citizens have done to support each other, is truly what defines India and its resiliency. Add to this the fact that the government is now able to carry out direct benefits transfer as a result of the integrated approach it has built through the Jan Dhan, Aadhaar and Mobile linking systems and we start seeing the benefits of the government's that had the vision to put in place the infrastructure we need to be able to handle such a crisis.

The Possibilities

Sitting where we are today, I can say that history is in process of being scripted. I will be the first to admit that I have no way of predicting the short or mid-term possible economic outcomes as a result of COVID-19. However, there cannot be any denying the fact that India, over the next several decades, will be a market continuously on the up and one that simply cannot be ignored. It will be one of the world's top consumption centres, manufacturing and service hubs and a beacon of stable democratic governance. If there was a time to make a bet on India, there may not be a better time than now. What I can predict is that on the other side of this crisis will emerge massive new opportunities, will emerge great new leaders, will emerge terrific businesses, and will emerge a few stronger nations. Those that succeed, will be the ones that understand that resilience is built on the other side of the tunnel of crisis, and we are already getting ready for this.

Resilient Group Performance

I am pleased to report that each one of our six publicly traded companies has performed well even as we started to confront the trying circumstances following the first few weeks of 2020. While we may have to do need-based course correction in our strategies in the wake of the challenge that we are facing, the roadmap remains clear. Our businesses are closely aligned to the lifeline of the economy, providing essential services to enhance the quality of life of citizens and addressing critical national infrastructure priorities. We look at our Group companies as individual growth drivers that complement each other's strengths.

Key facts

223 MMT

Cargo volume

7% ↑

y-o-y growth

6.25 MN

TEUs

8% ↑

y-o-y growth

Any shock to a system always helps drive home some key points, and what the Indian businesses have learnt over the past few years and most certainly post COVID-19, is the value of an optimal, and perhaps for some sectors, a conservative capital structure as well as the criticality to have systematic risk mitigation plans in place. Both, optimal capital structures and risk mitigation is a part of the maturing of the business philosophies as they grow in size, and lays the foundation for stability as well as consistent value creation.

At the Group level, our focus is on optimising capital utilisation, redesigning the organisational structure to minimise risk in our businesses and funding operations in phases. I am happy to share that during the year, the Group has been able to bring strategic global equity partners in Adani Gas Ltd., Adani Green Energy Ltd and Adani Mumbai Electricity Ltd. The total investment is $1.6 billion; and will help drive future growth of our businesses. It is also pertinent to mention that AEML (part of Adani Transmission) recently completed an investment grade, $1 billion bond issuance, a first by a private integrated utility from India. The issue generated significant interest from international investors and was oversubscribed 5.9 times. I must also mention here that APSEZ raised $750 million by selling overseas bonds, the proceeds from which would be used for fund expansion and further reduce the cost of debt and progressively deleverage the balance sheet. In the preceding 12 months, the Group has successfully placed seven bonds in the international markets, totaling to $4.26 billion.

APSEZ Continues to Execute on its Strategy

APSEZ as the country's largest port player continued its steady journey in enhancing market share. Notwithstanding macro challenges and a rather sluggish demand environment for the entire reporting year, we accomplished a year-on-year cargo volume of 223 MMT, a growth of 7%. Our container volume grew by 8%, coal by 5% and liquid by 16%. The broad strategy of making our cargo mix more balanced continues to be executed effectively.

The Company's resilience to withstand headwinds is vindicated by its long-term contracts that extend

Chairman's Message Contd.

up to five years or more to provide adequate cargo visibility. I am happy to state that during the year, the volume of such contracts constituted 60% of total volumes at Adani Ports thereby making us less susceptible to short-term demand volatility.

APSEZ has also continued to strengthen its capital management programme and the focus is on reducing interest costs, elongating maturities and optimising capital structure. This ensures highest growth adjusted return on capital employed (ROCE) amongst global peers. Maintaining investment grade (IG) rating is paramount and forms the guiding principle, while leveraging our balance sheet.

Acquisitions and Diversification

Our targeted acquisition strategy continues as we expand geographically as well as integrate vertically. We expect to complete the planned acquisitions of Dighi and Krishnapatnam ports by the third quarter of FY21. Our acquisitions will help accelerate our stride towards our FY25 vision of handling 400 MMT of cargo. We are also taking every feasible strategy to diversify our portfolio in these uncertain times and our commissioning of India's Mundra LNG and LPG terminals validate this reality. When the economy gradually picks up momentum, we will steadily ramp up volumes, rationalise our cost structure and sharpen our focus on addressing customer needs. APSEZ expects to continue to enhance shareholder return through better capital allocation, cost rationalisation and going from being a dedicated ports player to an end-to-end logistics player.

APSEZ also continues to diversify, invest and grow its logistics business to provide comprehensive end-to-end solutions to its customers and bringing the port gate and customer gate closer. During the year, APSEZ acquired B2B logistics, bought new rakes and invested in warehouses to work closer with customers and become an intrinsic and important part of their supply chain. The continuous and rapid investment in the logistics space will transform APSEZ from a port centric business to a transport and logistics platform.

Environment, Social, and Governance (ESG) Approach

Along with focus on the financial and operational performance, APSEZ is equally committed to strengthening its ESG performance across the operational ecosystem. We have embedded the ESG framework to our core philosophy of value creation – keeping the interests of investors, community, and the environment in focus. Our sustainability roadmap is based on formulating appropriate policies, conforming to regulatory norms, making regular disclosures, setting targets for minimising our environmental footprint and strengthening corporate governance to meet those targets. Our business model is closely attuned to three primary focus areas, which are reducing carbon emission, resource management and waste management. Our integrated waste management encompasses the 5R (Reduce, Reuse, Reprocess, Recycle, Recover) Principle. Efficient use of water and energy from cleaner sources, reduction of emission levels and ensuring zero tolerance for fatalities at our ports continue to be our top priorities.

Group's Sustainability Journey

Our journey towards sustainability accelerated over the past 12 months. We are now leading the clean energy transformation taking place not just in India, but globally, and our Group is building one of the largest integrated energy portfolios. Our vision is to become the world's largest solar power company by FY25, and the largest renewable power company by FY30. I must mention here that our Group and total signed definitive agreements to deepen our existing partnership and commitment for

"APSEZ has also continued to strengthen its capital management programme and the focus is on reducing interest costs, elongating maturities and optimising capital structure. This ensures highest growth adjusted return on capital employed (ROCE) amongst global peers."

developing multi-energy offerings for the Indian energy market. We are fully committed to supporting our nation in diversifying its energy mix through partnerships in natural gas and solar energy.

Growth with Goodness

We, at the Adani Parivar, are fighting the COVID-19 battle unitedly. Our Foundation has contributed ₹ 100 crore to the Prime Minister's Citizen Assistance and Relief in Emergency Situations Fund (PM CARES Fund). I am equally grateful to our workforce in India for contributing ₹ 4 crore for the battle against COVID-19. It is because of the solidarity demonstrated by this workforce of over 17,000 people that our Foundation could add another ₹ 4 crore, collectively contributing another ₹ 8 crore towards COVID-19 relief projects in India. As a responsible corporate, we will continue to stand by the nation in various capacities in this hour of need. On that note, I must also take this opportunity to thank our teams for the following measures:

- Adani Foundation contributed ₹ 5 crore to the Gujarat CM-Relief Fund and ₹ 1 crore to the Maharashtra CM Relief Fund; we have also contributed to Kattupalli District Collector COVID-19 Fund and the Bhadra District Administration.
- The Foundation is also contributing to the CM-Relief Funds of many other states such as Kerala, Jharkhand, Andhra Pradesh.
- Women cooperatives aided by Adani Saksham produced more than 1.2 lakh masks to help economically disadvantaged sections of the population.
- Gujarat Adani Institute of Medical Sciences (GAIMS) is the only hospital equipped for handling COVID-19 cases in Kutch, India's largest district.

In times such as this the spirit and compassion of our people reinstates my belief in our core philosophy of Growth with Goodness. Let all of us contribute to help our nation rise above this crisis. It may take time, but there is ample optimism to show that it is possible.

Together, we will stay resilient and hopeful in these testing times.

Gautam Adani

CEO's Message

Contributing sustainably to India's growth

"Our ability to continue to grow our market share as well as expand through a strategy of horizontal and vertical integration is dependent on the capabilities that we continue to invest in. These include a mix of foundational, strategic, and core capabilities."

Karan Adani, CEO

Dear Stakeholders,

It's hard to believe that another year has passed so quickly and what a year it has been! The coronavirus pandemic has been a wakeup call exposing the fragility of interconnectedness and global supply chains. Healthcare, education, hospitality, travel and several other industries will all have to find a new normal, and the impact will be sweeping and widespread. The pandemic is fuelling, changes in global alliances, institutions and businesses, requiring a set of totally new equations that will need to be solved. Some businesses will undoubtedly flounder, and some will thrive in the years to come.

Also, I am pleased to report that for the first time, we are presenting our 'Integrated Report' for FY20 in line with guidelines of the International Integrated Reporting Council. It captures our economic, environmental and social performance and strategy to create long-term value of which we remain confident, even in the face of uncertainty resulting from the pandemic.

APSEZ – The Platform Advantage

Last year I had written to you that APSEZ has been recognised as one of the world's top five fastest growing ports and has become the first Indian port operator to record 200 MMT of cargo movement. We had positioned ourselves to ride on the back of sustainable business practices that were put in place, long-term contracts we had executed, continued cargo diversification and strategic tie-ups with several global players.

However, today as I talk to our stakeholders, it is evident that the combination of global trade tensions and risk mitigation will lead to companies having to evaluate the cost of risk and force a rethink towards enhancing the resilience of their supply chains. Therefore, while the timing may be hard to predict in the current situation, the APSEZ platform comprising our port facilities, multimodal logistics capabilities, and fully serviced industrial economic zones, puts us in a position to uniquely benefit as global supply chains get redesigned in the days to come. Localised production, economics of flexibility over economics of scale, risk mitigation of logistics vulnerable to disruption, and regulations that factor in production from a national security perspective, are all opportunities for companies like ours that are willing to look at volatility as a phase to prepare for a post COVID-19 world.

Capability Building is the Differentiator

Our ability to continue to grow our market share as well as expand through a strategy of horizontal and vertical integration is dependent on the capabilities that we continue to invest in. These include a mix of foundational, strategic, and core capabilities.

Our foundational capability comes from decentralised decision-making that we encourage by leveraging the deepest talent pool in our industry.

"Our objective has always been to avoid focusing on numbers, but rather to focus on the strategy and execution that generates the numbers. In this context, the two areas that we continue to focus on as fulcrums that will further accelerate the APSEZ revenue stream are the logistics and industrial economic zone strategy.

With over 25% market share in the country, our focus on hiring top talent and building empowered teams that allow our people to generate rapid insights and design unique and differentiated solutions for our customers, which in turn allows us to continue to grow our market share. Our analysis shows us that our combination of experience and fresh talent is unmatched within our sector in India.

Our strategic capability comes from our long-term focus. We believe that having built infrastructure ahead of time has allowed us to win the confidence of our customers and partners an ecosystem that in turn has led to contractual relations, which give us a certainty of income far greater than, perhaps, any other port in the world. We are further enhancing this capability by combining our ports capabilities to our logistics capabilities, and further to our industrial park capabilities. All of these feed off each other, thereby further enhancing the stickiness and predictability of our income streams and help us build a hard-to-replicate competitive advantage.

Our core capability comes from our speed of execution and operational excellence. We have built a reputation of completing our projects almost always ahead of schedule. Over the last two decades we have learnt from our experiences (and mistakes) to get to a point that there is, perhaps, no port company anywhere in the world, which has an in-house team with the depth of experience we have in building ports. Additionally, our focus on managing every single aspect of operations spanning from piloting to loading dispatch trucks and from dredging to operating our own equipment, means that there are no margin leaks.

Getting Around the Law of Large Numbers

Our port expansion plans to envelope the coastline of India continued throughout the last fiscal. The acquisition of Krishnapatnam and Dighi Ports is expected to be completed before the end of FY21. Our west coast Mundra port continued to be India's largest commercial port, and handled a record 139 MMT of cargo volume, while our east coast Dhamra port also registered a record cargo growth of 44%, reaching 30 MMT. Our full year cargo throughput across our fleet of ports stood at 223 MMT, a growth of 7% compared to last year. Even more importantly, the cargo mix that we achieved continued to be better balanced, thereby giving us the increased diversification we aimed for, as we continue to progress towards our journey of achieving 400 MMT of cargo by FY25.

We are often asked the question on the law of large numbers in relation to the market share APSEZ commands. Our response has always been that there is more than adequate headroom in a developing economy like India to actually further accelerate our growth. Our objective has always been to avoid focusing on numbers, but rather to focus on the strategy and execution that generates the numbers. In this context, the two areas that we continue to focus on fulcrums that will further accelerate the APSEZ revenue stream, are the logistics and industrial economic zone strategy.

Adani Logistics Limited (ALL) has now become an end-to-end logistics business. Developing world class logistics infrastructure and reducing the overall logistics spend of businesses is a key priority of the Government of India. Our integrated, and increasingly digital infrastructure is geared to leverage this opportunity. We are already expanding our logistic footprint across India, comprising multimodal logistics parks, warehousing, rail network and distribution. Our logistics business grew substantially during the reporting period and the rail volumes increased by 115%. Our private rakes and strategic alliances, as well as our Contract Logistics solutions, ensure seamless pan-India movement and deliver a reliable first-mile-last-mile experience. Everything is on a steady growth path and I am optimistic

CEO's Message Contd.

that it will grow to be one of India's leading logistics service providers and help augment our ports cargo.

The Industrial Processing zone in Mundra that also comprises India's largest industrial Special Economic Zone is now a full-fledged industrial manufacturing platform that is witnessing energy, oil & gas, electronics manufacturing, chemicals and many other industrial sectors beginning to flourish. This in turn feeds off the ports and logistics capabilities we are able to provide as services to the companies in the processing zones. Be it our partnership with the French oil major Total S.A or the German chemical giant BASF or an entire ecosystem of companies producing parts for solar module manufacturing, each of these companies are enabled to utilise the literal plug-and-play infrastructure we provide. In addition, in the post COVID-19, world as several companies look to diversify their value chains and look for new manufacturing bases that are augmented by logistics and energy facilities, within India, we expect Mundra to become one of their most preferred choices.

Financial Discipline and Performance

Our focus to put in place robust capital management programmes continues and we have made significant progress in dropping interest costs, elongating debt maturities and optimising capital structure. This has allowed us to ensure the highest growth adjusted ROCE amongst all our global peers and helped us maintain our investment grade (IG) rating, which is used as the guiding principle while leveraging our balance sheet. Also, as a part of our stated strategy, we have maintained a liquidity cover of 2x. Our short-term objective has been to steadily reduce our operating costs and in the current environment, curtail our capex to ₹ 2,000 crore from the original plan of ₹ 4,000 crore. As expected, the overriding focus will be on conserving cash, generating higher free cash flow, and increasing the return on capital employed from our businesses.

In terms of our annual performance the total operating revenue on a year-on-year basis grew by 9% from| ₹ 10,925 crore in FY19 to ₹ 11,873 crore in FY20. This is primarily on account of port revenue increasing by 8% and logistics revenue expanding by 65%. Consolidated EBITDA grew by 7% from ₹ 7,067 crore to ₹ 7,565 crore in FY20, primarily on account of the 7% growth in cargo volume and 159% increase in the logistics EBITDA.

Environment, Social, and Governance (ESG) Imperative

Our commitment to the Environment, social, and governance norms is an inextricable component of how we approach business. We see these as a set of intertwined parameters that are all linked and manifest as a set of metrics that must speak for themselves. We view governance as not just the letter of the law, but equally about the spirit for us, to proactively understand regulations, stay ahead of any unforeseen violations and ensure transparency in all that we do. A few highlights of environmental metrics and targets we set for FY25 include:

- Our existing renewable energy consumption has already touched 19 MW. We are positioned to have 100% of all port cargo handling to be renewable powered by FY25
- We currently recycle and reuse 1.50 million litres of water per day, and this is expected to reach 10 million litres by FY25
- The mangrove cover we have already achieved is a massive 3,000 hectare, which that we intend to now increase by another 1,000 hectare till FY25

Overall, we are considered to be one of the greenest port operators in the world and we intend to further accelerate our green contribution and become the benchmark for environmental stewardship.

In terms of addressing the social component of ESG, we continue to contribute significantly towards doing our part to help the holistic development of the several hundred families that are part of our inclusive community growth initiatives across all our locations. We mostly do this through our support of Adani Foundation's initiatives in education, community health, sustainable livelihood development and community infrastructure development that touches several hundred thousand lives all across India.

We continue to make governance standards that we set for ourselves increasingly stringent and have already started seeing the benefits as we increasingly tap into international financial markets. Few of the highlights of governance initiatives include:

- Published policy on "Related Party Transactions for Acquiring and Sale of Assets"
- Consistent dividend and shareholder return policy in line with long term growth objectives
- Dividend payout or share buyback or combination at 20% to 25% of Profit After Tax ("PAT")
- Capital allocation policy that targets a project pre-tax IRR of 16% for all new projects
- Formal Board member Evaluation & Performance Plans (being established in FY20)
- Establishment of Disclosure Committee by December 2020 (being established in FY20)

Overall, we increasingly view a strong ESG proposition as a lever to attract

"We believe our actions will allow us to emerge stronger on the other side of the crisis and put us comfortably on the path to achieve 400 MMT of cargo by FY25 and thereby make progress towards becoming one of the most valuable port companies in the world by the end of the next decade."

and retain customers and enhance employee motivation by instilling a sense of purpose in what we do.

Growth with Goodness - Our Commitment to Serve

All through the pandemic we have been fully focused on being able to work with the Government and do our part to support our nation. We have ensured all our ports continue to operate 24x7 to ensure that the supply chain of essential goods is not disrupted. In the current environment, the safety of our workforce is top priority and we have implemented the Government of India's operating procedures for managing COVID-19 at all our ports. In view of this, our operational staff have been fully provided for and stayed at the port facilities with all necessary arrangements to ensure a safe work environment. Hygiene, sanitisation of workplaces and sites are a top priority and we have enabled 100% thermal scanning of all our people as well as permitted the majority of our administrative staff to work from home.

There have also been several great examples of services that we have had the opportunity to provide. For instance, during the lockdown, Adani Agri Logistics was called upon to facilitate the dispatch of 30,000 tonnes of food grains. Seven trains owned and operated by our Company played a critical role in facilitating the movement from northern India to various consumption centres. Modest efforts like these helped feed over 60 lakh citizens across Tamil Nadu, Karnataka, Maharashtra and West Bengal. Each of these initiatives are life changing events for the people they touch and help fulfil our objective of creating an equitable, humane and sustainable society for all.

Ready for the Future

Crisis situations like what we are witnessing can be all consuming. Keeping this in mind, our focus has been on actions that will not compromise future sustainability or impact our ability to capture opportunities that almost always arise out of a crisis. In our mitigation are also embedded specific plans that will allow us to strengthen our teams, focus on financial management, build deeper customer relations, optimise operating processes, increase digitisation and most importantly maximise the good will of all our stakeholders.

We believe our actions will allow us to emerge stronger on the other side of the crisis and put us comfortably on the path to achieve 400 MMT of cargo by FY25 and thereby make progress towards becoming one of the most valuable port companies in the world by the end of the next decade. This is the best way we deliver on our larger objective of nation-building and create value for our employees, investors, shareholders, and communities.

Karan Adani

Financial Highlights

Delivering with Proven Expertise

We use financial and non-financial Key Performance Indicators (KPIs) to measure performance across our businesses. KPIs reflect how we operate and are fundamental to how we track progress towards achieving our strategic objectives.

Profit & Loss Metrics

Revenue (₹ in crore)

FY20	**11,873**
FY19	10,925
FY18	11,323
FY17	8,439
FY16	7,109
FY15	6,152

14%

EBITDA (₹ in crore)

FY20	**7,565**
FY19	7,067
FY18	7,145
FY17	5,692
FY16	4,574
FY15	3,902

14%

Profit After Tax (₹ in crore)

FY20	**3,800**
FY19	4,006
FY18	3,683
FY17	3,920
FY16	2,914
FY15	2,314

10%

Earnings Per Share (Basic) (₹)

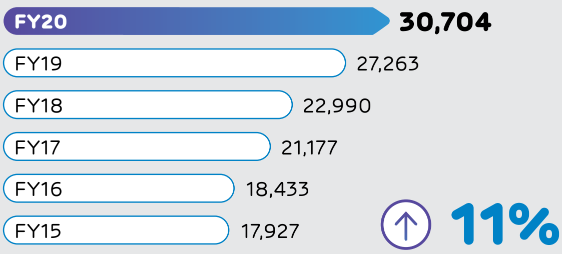
FY20	**18.35**
FY19	19.27
FY18	17.74
FY17	18.89
FY16	13.99
FY15	11.18

10%

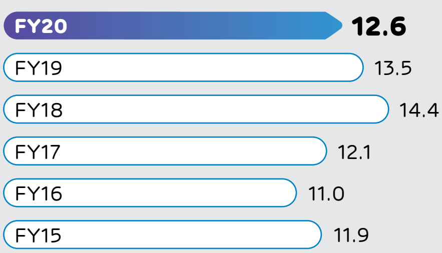
(5-year CAGR)

Balance Sheet Metrics

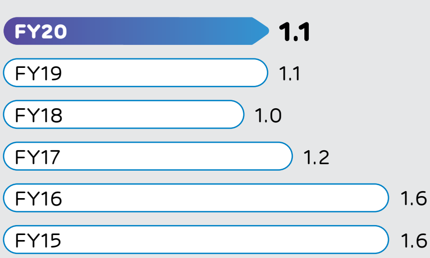
Net Fixed Assets (₹ in crore)



Return on Capital Employed (ROCE) (%)

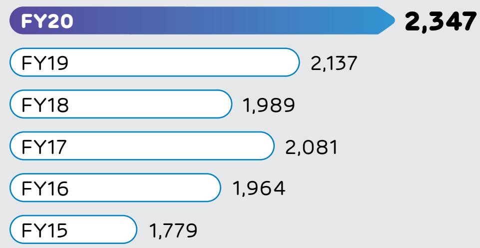


Debt-to-equity Ratio (X)

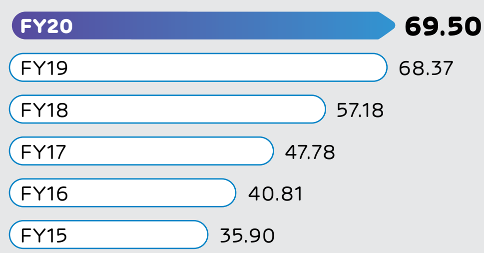


Social Metrics

Number of Employees



CSR Spend (₹ in crore)



Financial Review

On Track for Long-term Success

We are building scale, focusing on agile operations, deepening integration across businesses and driving a sustainable framework for the future. We have a robust, prudent and conservative financial strategy roadmap, resulting in considerable economic value generation for shareholders.

Don't take our word for it, here is proof: from FY09-19, the enterprise value of the APSEZ group has risen 6.7x.

Performance in FY20

Our long-term contracts with our customers and continued efforts to diversify our portfolio have helped register healthy financial performance. During FY20 operating revenue grew by 9% to ₹ 11,873 crore from ₹ 10,873 crore in the same period, on the back of 8% growth in port revenue and 65% growth in logistics revenue. Our consolidated EBITDA grew by 15% to ₹ 5,921 crore, on the back of growth in port revenue, logistics revenue and port-led developmental revenue. Our consolidated EBITDA margin stood at 64% in FY20.

Port EBITDA grew by 8% from ₹ 6,053 crore in FY19 to ₹ 6,553 crore in FY20. The total EBITDA margin improved from 65% in FY19 to 69% in FY20. Our logistics business improved its EBITDA margin by 24% following optimal utilisation.

6.7x

Enterprise value from FY09-19

Ensuring business stability

It has been another year of robust performance for our Company. Our emphasis remains on growing capacity utilisation and improving operational efficiencies. We continue to maintain net debt to EBITDA within our desired level of under 3x, reflecting a strong balance sheet. Our net cashflow from operations after adjusting for change in working capital, capital expenditure and other investments stood at ₹ 6,650 crore.

To optimally utilise our accruals, we have formulated a prudent capital allocation policy on the basis of which future investments will be made. We will continue to improve our debt maturity profile and avail of appropriate long-term debt, both from domestic and international markets.

Strategy for growth

Ours is a high-performance culture that draws its strength from efficient utilisation of resources, assets and a motivated talent pool. We will continuously diversify our portfolio and expand our footprint within India to cater to our customers and facilitate better trade. We continue to monitor the performance of our investments, relentlessly identifying revenue to profit. Besides, we also entered into a definitive agreement to acquire 75% stake in Krishnapatnam Port, Andhra Pradesh. This acquisition complements our existing port portfolio by diversifying away from the west coast of India.

Capital expenditure

We continued our focus on increasing capacity and strengthening key capabilities, to meet rising client expectations. The total capex incurred by the Company at the ports and for acquisition of land and rakes for developing the logistics business was ₹ 3,615 crore, which is in line with our overall capex guidance.

Future plans

We continue to seek relevant opportunities to strengthen revenue and drive profitability and return ratios in our ports and logistics business. Going forward, the focus will be on driving better asset utilisation, higher cargo growth through long term contracts, cargo diversification and new tie-ups with shipping lines. Providing end-to-end logistics solution in an asset-light manner remains our priority.

3x

Net debt to EBITDA within desired level reflecting a strong balance sheet

Business Model

A Model Built to Maximise Value

Capitals	Inputs
Financial	• Equity – **₹ 25,843 crore** • Debt – **₹ 29,463 crore** • Retained earnings – **₹ 3,800 crore**
Manufactured	• Ports – operating **9** and under construction **2** • Multi-modal logistics park – **5** • Cargo handling capacity – **410 MMT** • Total land bank – **15,000 hectares** • Current silo capacity – **0.9 MMT**
Intellectual	• Standard operating procedures • Workflow automation
Human	• Permanent employees – **2,266** • FTE - on contract – **81** • % of millennials – **56%** • Average training man-hours – **31** • Safety training man-hours – **4,06,920**
Social and Relationship	• Employee volunteering hours – **12,208** • CSR expenditure – **₹ 102.74 crore** • Average training man-hours to workers – **13**

Natural	• Energy mix break-up –
	  – Fuel – **59%**
	  – Grid – **38%**
	  – Renewable – **3%**
	• Energy intensity – **149 GJ/Revenue in crore**
	• Water consumption – **3,952 ML**
	• Water consumption intensity – **0.29 ML/Revenue in crore**
	• Environmental investment – **₹ 91 crore**
	• Trees planted/conserved – **1.1 million**

Value created

Focus Areas

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

Consumer – Logistics
Full-scale logistics solution provider to customers

Container and Cargo Growth
Focusing on cargo growth by improving stickiness of cargo through long-term contracts, cargo diversification and bring together with shipping lines

Our strategy is to deliver through the execution of a dynamic business model, focused on consistent value creation and growth.

Top Priorities

- Placing customer centricity as key pillar to drive profitability and revenue
- Enhancing value through automation and use of technology
- Improving market share
- Target to maintain cargo growth of at least 1.5x of all India level
- Ports EBITDA improvement by 100 basis points progressively

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

Supply chain

Partnership opportunities for suppliers and subcontractors to contribute to, and share in our success

Community

Improving the quality of lives; leadership committed to social and environmental sustainability

Outcomes

- Revenue – **₹ 11,873 crore**
- EBITDA – **₹ 7,565 crore**
- PAT – **₹ 3,800 crore**
- RoCE – **12.6%**
- Return to shareholders – **₹ 2,610 crore**

- Total cargo volume – **223 MMT** (7% y-o-y growth)
- Total container volume handled – **6.25 million TEUs**
- % of non-coal volume as part of total volume handled – **68%**

- Integrated real-time vessel movement tracking
- Streamlined data repository
- Minimised congestion, pollution due to the deployment of technologies

---

- Employee turnover – **4%**
- LTIFR — On-roll+FTE on Contract – **0**, Contractual Workforce - **0.36**
- Fatalities — On-roll + FTE on Contract – **0**, Contractual workforce - **5**
- Accident free man-days – **51,614**
- Safe man-hours – **7,44,49,047**

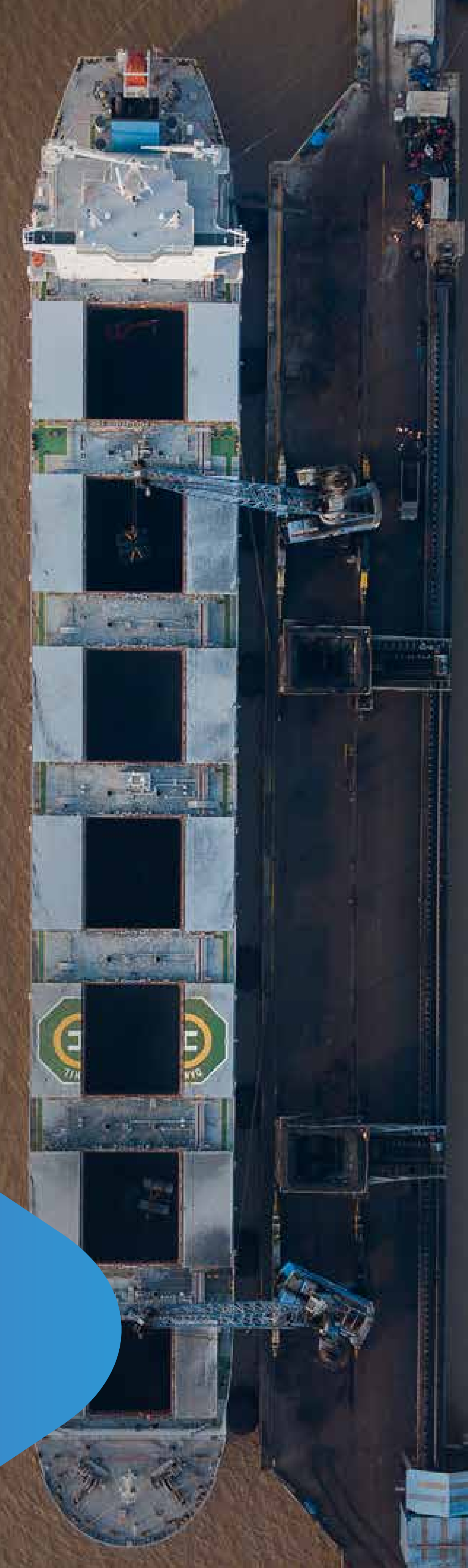
- Total number of direct and indirect beneficiaries – **20.26 lakh**
- Local Procurement –**>95%**

- GHG emissions
  - Scope 1 – **95,906 tCO_2e**
  - Scope 2 – **1,76,947 tCO_2e**
  - Scope 3 – **2,02,568 tCO_2e**
- GHG intensity (Scope 1 + Scope 2) – **19.87 tCO_2 /Revenue in crore**
- Waste managed – **5,718 MT**
- Wastewater recycled and reused – **528 ML**
- Carbon offset due to renewable energy projects – **15,320 tCO_2**

Operating Environment

Capitalising on Emerging Opportunities

The importance of well-functioning seaports for global trade and commerce and economic activity is a no-brainer. Global ports handle over 80% of worldwide merchandise trade in volume and more than two thirds of its value. As key nodes in global transport chains that provide access to markets, support supply chains, and link consumers and producers, ports are under constant pressure to adapt to changes in the economic, institutional, regulatory and operating landscape.



1,280 MMT

FY19 cargo traffic tonnage

The port sector plays a critical role in the country's economic empowerment. According to the Ministry of Shipping, around 95% of India's trading by volume and 70% by value is being carried out through maritime transport (Source: Sagarmala, Ministry of Shipping). Over the years, Indian ports have leveraged several key competitive advantages like natural geographic advantage and strong macroeconomic fundamentals.

The country's port industry has grown exponentially from five ports, handling cargo traffic tonnage of around 20 MMT annually at the time of Independence to 1,280 MMT in FY19.

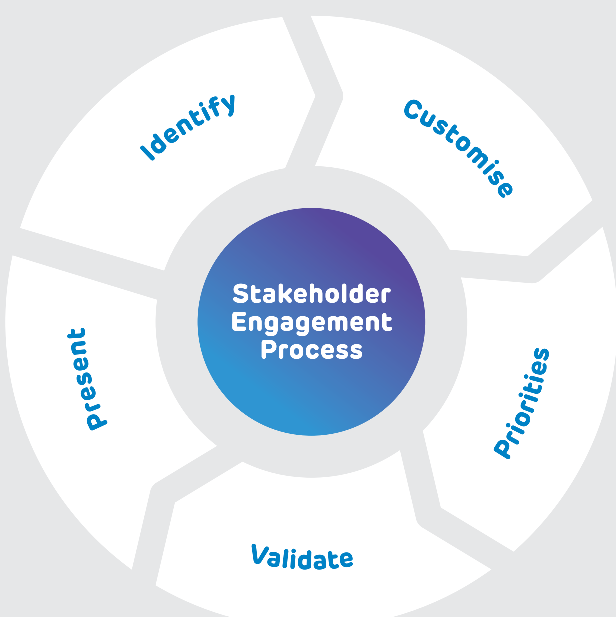
	APSEZ Response
Vessel upsizing and draft constraints To achieve the economies of scale in transportation, there are increasing trends of vessel upsizing. However, in India, very few ports are ready to handle such type of ultra large cargo vessels. Key common concerns to handle these vessels are draft restrictions, limited super infrastructure for cargo handling and inefficient port connectivity.	Our ports and terminals benefit from advantageous geographic characteristics, with the ability to accommodate capesize vessels and operate all-weather ports and terminals. Our operational terminals enjoy deep drafts, ranging between 12.5 m and 20 m, which can accommodate capesize bulk vessels and container vessels with capacities of 14,000+ TEUs to dock berth side. At Mundra Port, we handle Very Large Crude Carriers (VLCCs) and Ultra Large Crude Carriers (ULCCs), which moor at our two single-point mooring facilities, each with drafts of 32 metres.
Efficient hinterland connectivity Efficient port hinterland connectivity plays a crucial role in port development. Till today, ports connectivity challenges exist and even new ports that have world-class equipment can see their turnaround times restricted because of poor connectivity.	Our ports have excellent hinterland connectivity. For example, Mundra port has cross-country pipelines to northern hinterland. We also have double-stack railway connectivity from Mundra to northern hinterland. We also provide improved hinterland connectivity to our customers through our integrated logistics, which in other words means connectivity between ports and cargo destinations. Our integrated logistics service helps foster alliances with leading Indian businesses, making APSEZ an unrivalled leader in the national ports and logistics sector.
Smart infrastructure India's ports lag behind their global counterparts in infrastructure, operational parameters and technology adoption. From delivering packages by drone to driverless shuttlebus, technology is driving significant changes in the transport sector. Hence, it makes it imperative for companies in the transport sector to constantly keep upgrading their work processes to implement greater efficiency.	We are developing global standard next-generation, smart and futuristic ports with deep drafts, highly mechanised and energy efficient terminals, multimodal connectivity and modern IT systems. We are building a scalable system that facilitates seamless information flow and faster decision-making, leveraging Internet of Things (IoT), Cloud, Big Data, Analytics, Mobility and Information Security. We are building simplified, intelligent and integrated businesses, powered by data-driven insights and technologies. Technology helps us to attain higher efficiencies and deliver better customer experiences.
Crude and coal volumes occupying larger share Considering the Government of India's major emphasis on domestic coal production and development of enabling infrastructure, long-term sustainable EXIM coal volume growth is challenging in India. Besides, considering the enhanced focus on renewable energy due to climate change awareness, a long-term plan for sustainable growth of these fossil fuel commodities would be challenging.	We continue to diversify our cargo portfolio, adding new commodities such as LPG and LNG. We registered double-digit growth in all types of cargo, handled with a healthy mix of 33% coal, 41% container and rest 26% crude and other cargo. We have diversified our cargo mix in the preceding five years by reducing our dependence on coal from 47% in FY15 to 32% in FY20 and increasing our container share from 29% in FY15 to 41% in FY20. We have also handled new commodities such as fertiliser and steel at Dhamra port.
Regional overcapacity Ports in India are operating around 50% to 60% capacity utilisation level. At the same time, there are a few regions where overcapacity exists.	We traditionally invest in regions that, which are underserved. For example, Dhamra port in the East Indian coast serves the mineral rich hinterland. While investing in new infrastructure at a particular region, we conduct a thorough market analysis to understand the demand-supply dynamics.

Stakeholder Engagement

Fostering Deep and Wide Partnerships

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

Our stakeholders comprise our customers, suppliers, business partners, employees and the communities in which we operate.



Stakeholder Groups	Engagement Mechanism
Customers	Online Survey, E-mails, Online Grievance Mechanism, Reports, Brochures, Feedback Mechanism, Customer Meet, Website, Customer Support Cell
Suppliers/ Vendors	Online Survey, E-mails, Vendor Meet, Online Grievance Mechanism, Site Visits, One-to-One Interactions, Reports, Website
Investors	Reports, Website, Investor Meets, One-to-One Interactions, Annual General Meeting (AGM), Online Grievance Mechanism, E-mails
Government and Social Partners	Reports, Website, One-to-one Interaction, Events, E-mails, Letters
Communities	Focus Group Discussions, One-to-one interactions, Media, Website, Online Grievance Mechanism
Employees	Online Survey, Magazines, Internal Emails, Intranet, Reports, Websites, Online Grievance Mechanism, One-to-one Interactions, Town-hall Meetings, Brochures

Frequency of Engagement	Key Concerns Raised	Response Mechanisms Adopted
Quarterly, Annually	**Service Quality:** Anchorage, Tugging and Berthing Facility, Turnaround Time, Evacuation Rate **Infrastructure:** Storage Capacity, Cargo Safety **Legal:** Clearances, Permissions	Customer Touch Point (CTP) Programme, Customer Satisfaction Survey, Research and Development
Quarterly, Annually	**Service:** Contract Management, Payment Terms **Capability Development:** Training, Local Vendor Development **Human Rights:** Amenities Provision, Safe Working conditions, Working Hours, Wages	Data collection on sustainability performance, trainings and workshops, grievance redressal mechanism
Ongoing	**Financial Growth:** Profitability, Wages, Dividend, EPS **Governance:** Ethics, Board Oversight, Business and Sustainability Risks **Environment:** Climate Change, Energy and Emissions, Waste Disposal, Water Usage **Social:** Employee Attrition, Community Development, Social License to Operate	Business and profit growth
Annually as required	**Financial Growth:** Taxes, Partnership **Legal:** License, Compliance, Governance	Management systems deployment, monitoring KPIs, periodic reporting, active participation, capacity building of representatives
As required	**Economic Growth:** CSR Investment **Social:** Livelihood, Access to Resources, Environment Degradation, Use of Resources, Employment (Direct and Indirect)	Strong partnerships, opportunities to engage with employees and supply chain and maintain license to operate
Continuous, Weekly, Monthly, Quarterly, Annually	**Benefits:** Policies, Compensation, Facilities **Human Rights:** Working Hours, Safe Working Environment **Career Growth:** Training & Development, Brand Value **Financial Growth:** EPS, Dividend, Profitability	Robust HR policies, effective and transparent communication, training activities, grievance redressal mechanism

Materiality

Issues that Impact Value Creation

To achieve long-term success as a responsible and sustainable business, it is important to understand the material issues that impact our business.

A materiality assessment framework was developed and implemented during the year. The primary objective was to identify material topics for each of our business verticals including ports, logistics and SEZ covering registered entity i.e. APSEZ along with its subsidiaries and joint ventures.

The 74 entities were part of the process. They were mapped across parameters including financial contribution, EBITDA and ownership and a score was assigned based on their contribution to the financial bottom line. Based on the results, 26 entities were prioritised across ports, logistics and SEZ, respectively, which were included in the materiality assessment process for FY20.

Subsequently, these entities rated each of the 74 topics against the likelihood of occurrence and severity of the impact as low, medium or high, Since APSEZ has presence in multiple geographic locations with each location catering to a diverse cargo range, including dry, liquid and container cargo in addition to being an end-to-end logistics service provider, therefore the occurrence and magnitude of a particular topic varies significantly with business, location, cargo, among others.

As a result, specific criteria for 'low', 'medium' and 'high' were laid down for each topic. The criteria were based on qualitative and quantitative factors, financial, operational, strategic, reputational and regulatory perspectives in addition to the

Materiality process

Prioritisation

High likelihood – High Severity or Medium likelihood – High Severity followed by top management review

Assessment

Converging with likelihood and severity

Laundry-listing of Topics

- Internal and External Perspective
- Risks and Opportunities, Megatrend, Externalities, ESG Raters and Stakeholders

Business-wise most-material entities (Port, Logistics and SEZ)

- Contribute most to the financial bottom–line (EBITDA)
- Ports & SEZ: 11; Logistics: 25

nature and time frame of effect for each business. Those topics in high category were prioritised.

During the year, 12 material topics were identified. These topics were further categorised by the leadership as most critical, moderately critical and critical topics, based on their impact on our business. Among these topics, 6 were relevant in the last financial year as well. 'Compliance' has not been identified as a critical topic in FY20 as APSEZ has strong systems in place to maintain compliance with both national and international laws and regulations as a result of which, there was no case of non-compliance during the reporting period.

FY20 Material Topics

Most Critical	Moderately Critical	Critical
M Biodiversity and Land Use	L Climate Change	L Market Competition
S Community Relations	M Natural Resource Conservation	S Policy Change
S Occupational Health and Safety	M Cybersecurity	L Social Infrastructure
	M Skilled Manpower	S Employee Engagement
		M Vendor Development

L Long-term   M Medium-term   S Short-term

In FY19, APSEZ implemented a comprehensive stakeholder engagement process to identify material issues, However, during the current financial year, we have redefined the way we identify those topics that impact our ability to create value for our stakeholder Thus a laundry list of 74 topics was identified through stakeholder consultations, external research and assessments.

APSEZ has established an enterprise risk management framework in identifying various business risks. These risks also include non-financial risks such as Environment, Social and Governance risks. The ESG risks occupy an important place in our assessment process as they can have a significant impact (positive and negative) – on the Company's business model and value drivers such as revenue growth, margins and required capital.

Global megatrends have the potential to impact our business in the long-term. Hence, it is important for us to be cognisant of global megatrends as they will enable APSEZ to drive growth and innovation in a dynamic business environment.

We collected stakeholder feedback during the year through online surveys, ESG assessments as well as reviews of existing documentation; feedback from ESG evaluators and social and traditional media content was also garnered. Our key stakeholder groups include, but are not limited to: employees, customers, suppliers, investors, government, local communities, NGOs and media.

Apart from the existing mechanisms of engagement, we conduct an exclusive exercise to engage with our key stakeholders biennially. Feedback received is documented and analysed by our internal team identifying opportunities for improvement.

The objective was to identify those non-financial aspects, which directly or indirectly impact our ability to create value for our shareholders in the short-medium-and long term.

The process is conducted under the guidance of Sustainability and CSR Committee of the Board, with inputs from the Stakeholder Relationship, Risk Management and the Audit Committees and the Board as a whole.

Materiality Contd.

Roadmap

Our Group-level targets are aimed at prioritising our efforts on the most important areas for delivering long-term value. They are complemented by business-specific metrics, monitoring and reporting to track results across key areas such as safety, energy efficiency and resource efficiency.

Goals and Targets

Environment

	Target by FY21*	Target by FY25*
Climate Change	• RE Installation – 20 MW • RE share – 6% of Total/12% of Grid • Emission Intensity – 40% Reduction • Energy Intensity – 40% Reduction	• RE Installation – 100 MW • RE Share – 25% of Total/45% of Grid • Emission Intensity – 60% Reduction • Energy Intensity – 50% Reduction
Natural Resource Conservation	• Water Consumption Intensity – 50% Reduction • Zero Effluent Discharge • Zero Waste to Landfill at 3 sites	• Water Consumption Intensity – 55% Reduction • Zero Waste to Landfill across all sites

*From base year FY16, intensity is against revenue generated (₹ in crore)

Social

	Target by FY21	Target by FY25
Occupational Health & Safety	Mandatory induction training for everyone entering into APSEZ premises	BSC 5 Star Audit and Certification of Ports
Employee Engagement	• Employee Turnover < 6% • Employee Satisfaction Score – 4.2/5 • Average Training Hours – 25-30	• Employee Turnover < 5% • Employee Satisfaction Score – 4.5/5 • Average Training Hours > 30
Vendor Management	Vendor Satisfaction Score – 90/100	Vendor Satisfaction Score – 95/100
Customer Centricity	Customer Satisfaction Score – 90/100	Customer Satisfaction Score – 95/100

Governance

	Recent Policy Initiatives	Target by FY21
Policy	• Policy on 'Related Party Transaction for Acquiring and Sale of Assets' • Capital Allocation policy – Project pre tax IRR of 16% for all new projects • Dividend set at 20% to 25% of Profit After Tax (PAT) to be paid out as dividend or capital returns (share buyback) or a combination	• All CEOs level employee and KMPs, compensation to be linked to safety • Audit Committee and Nomination and Remuneration Committee consisting of only Independent Directors • Appointment of Lead Independent Directors
Board Members	• Improved gender diversity among board members • Current board members possess specific skills on industry, risk and finance	• No over-boarded Directors to be appointed • Establishment of Disclosure Committee by December 2020
Capital Structure	Investment grade rating to be maintained to reduce cost of capital	Establishment of Global Code and Policy Committee by March 2021

Risk Management

Mitigating Uncertainties through Predictive Analysis

Around the world, the business risk landscape is rapidly shifting. Companies are combating risks stemming from climate change, market unpredictability and credit issues, competitor actions, cybersecurity threats and uncertainties emanating from evolving regulation and technology.

Risk management is critical to overall profitability, competitive market positioning and long-term financial viability, to meet the commitments to our clients and other stakeholders.

We have put in place a strong risk-management structure that enables meticulous examination of business activities for identification, evaluation and mitigation of potential internal or external risks. We have established processes and guidelines, along with a strong overview and monitoring system at the Board and senior management levels. As an Organisation, we encourage ethical values and integrity which considerably mitigates risk.

Our Risk Management Framework prescribes a comprehensive set of enterprise protocols and programmes. The risks associated with providing products and services to clients are managed through them. This framework and our suite of risk management policies ensure that risks are appropriately managed to achieve the Company's business objectives. Our risk management culture encourages discussions on risk decisions and facilitates an environment, where employees are transparent about threats and outcomes.

Risk Management Process

APSEZ believes in proactive identification and management of risks in our business environment. Hence, we established an Enterprise Risk Management (ERM) framework, where the Company uses a top down and bottom up approach to risk identification, assessment and mitigation mechanism. APSEZ has established standard operating processes and guidelines, along with a strong overview and monitoring system at the Board and senior management levels to combat potential internal and external risks.

Our risk management and audit committee formed under the ERM framework facilitates periodic review of risk areas, evaluate consequences, initiate risk mitigation strategy and implement corrective and preventive measures.

Risk Identification
Risks are continuously identified and reported using templates and tools

Risk Assessment
Identified risks are analysed and assessed to determine triggers, impact and likelihood

Risk Recording
Key risks are established, prioritised and documented and risk owners are appointed

Risk Mitigation
Risk mitigation action plans are prepared and implemented across the affected businesses

Risk Monitoring
Development of key risks and mitigation actions are monitored by risk deep dives and reporting

Track implementation of Action Plan

Movement of risk has been classified in three orders:
- Increasing – Signifies that the risk will increase in future
- Stable – Signifies that the risk has been found to be stable and will remain stable in future
- Decreasing – Signifies that the risk will decrease in future

Increasing Stable Decreasing

Strategic Risks

Risks	Definition	Mitigation measures	Movement in risk	Capitals impacted
Challenging macro-economic environment	The macro-economic environment with unstable demand growth, rising commodity prices and market volatility gives rise to business and credit risks	As other global competitors grapple with severe geo-political fluctuations, we are more suitably positioned to further business growth given the Indian economy's strength and pace of development.	Increasing	
Evolving regulatory landscape	Trade restrictions and regulatory policies stemming from geo-political events that hinders seamless functioning	We focus on building strong quality control mechanisms to govern our operations and our client markets. Our compliant-rich operations will ensure robust balance-sheet and operational efficiency	Decreasing	
Market competition	Competitions with other competing ports and logistics firms for similar hinterland cargo	Continuous analysis of cargo flows, port capacity demand/supply gaps, key customers, competitor pricing, understanding customer pain points and offering value added services to increase APSEZ competitiveness in the market	Stable, Increasing	

Risk Management

Financial Risks

Risks	Definition	Mitigation measures	Movement in risk	Capitals impacted
Counterparty credit and performance	Financial assets consisting principally of marketable securities, receivables, advances and loans can expose the Company to concentrations of credit risk.	We monitor the credit quality of our counterparties and seek to reduce the risk of customer non-performance by requiring credit support from financial institutions with impressive credit history.		

Operational Risks

Risks	Definition	Mitigation measures	Movement in risk	Capitals impacted
Multi-location operations	Maintaining operational efficiency across verticals is a challenge.	We aim to diversify across verticals to mitigate risks strategically.		
Fluctuations in demand	Steady fluctuations in demand can interfere with functioning of business operations and disrupt growth.	Our strategic framework enables us to manoeuvre the fluctuations skilfully. We are domestic market leaders with strong presence across verticals.		
Robust IT system	IT as a tool of differentiator in comparison to other competing firms.	APSEZ is continuously building and upgrading its IT systems to become the most competitive organisation.		
	Cybersecurity threat	Robust plan of IT security infrastructure to ensure that we minimise our vulnerabilities.		
Key major projects – development and planning	Delays in project realisation will hamper future cargo growth targets.	Periodic review of ongoing projects and adopting plan-do-check-act cycle.		
	Delay in project will incur additional costs	Focus is being given to timely completion of projects while using onboard resources.		

Financial Capital Manufactured Capital Intellectual Capital

Sustainable Development

Risks	Definition	Mitigation measures	Movement in risk	Capitals impacted
People	Failure to attract and retain talent can deter growth, giving rise to defamation risks.	We believe in inclusive growth and employee engagement is an important aspect. Regular periodic survey to address employee concerns.		
	Lack of right expertise in the firm.	Robust systematic employee hiring policy and talent development approach.		
	Leadership pipeline for current and future growth.	Periodic training and mentoring to develop future leaders in the organisation.		
Climate change and environment compliance	Demand from various stakeholders for better performance in the field of environment and climate change. Higher compliance standard set-up by regulatory bodies.	Proactive and innovative approach to become global best organisation. High moral values for climate change and environment protection: We have inculcated sustainability DNA in our organisation for futuristic planning, designing and operations. Going the extra mile in compliance, we always aspire to go beyond just regulatory requirement.		
Safety	We are working on diverse operating areas like cargo handling, projects, transportation, which exposes us to different types of occupation, health and safety risks. Brand value damage in case of fatality in our operations.	Nurturing safety culture in organisation through top down and bottom up approach Compulsory safety induction and training programme to employees and other stakeholders Highest commitment to safety by investing in new technology, equipment and following SOPs		
Local communities	Conflicts with local communities during project development stage or operations	Investing in local communities through various programmes initiated by the Adani Foundation Active stakeholder interactions through various mechanisms to maximise synergies and minimise conflicts		

Human Capital Social and Relationship Capital Natural Capital

Strategic Priorities

Crafting a Sustainable Growth Strategy

Strategic Priorities	Objectives	Progress made during the year
1 Continue to grow market share (cargo growth, commodity basket diversification and business expansion) Read more on **Page 44**	Our well diversified portfolio offers us attractive growth opportunities for long-term value enhancement of the company	• Successful and timely move into container and liquids business • Serving new business opportunities – LNG and LPG • Cargo mix continues to be balanced – Coal 32%, Container 41% and Crude + other cargo 27% • Acquires controlling stake in Krishnapatnam Port Company Ltd. (KPCL)
2 Optimise capital allocation and maintain strong balance sheet Read more on **Page 46**	Our focus is on generating strong business cash flows and maintaining strict capital discipline. Our aim is to maintain strong balance sheet through strict capital allocation framework to maximising returns for shareholders	• Consistent investment grade rating • Operating revenue up 9%
3 Operational excellence and leverage new technologies Read more on **Page 48**	We strive for operational excellence across our business supported by improved digital solutions and optimising cost. Maintain responsible and profitable growth by building on client satisfaction, quality of service, added value and innovation	• Improved quality standards • Driving innovation • Improvement in capacity utilisation of existing assets • Focus on customer service and improving response time in vessel, yard and gate operation • Data analytics and optimisation • Upgrading facilities with modern technology and process methodology
4 Focus on reducing negative impacts Read more on **Page 52**	We promote inclusive growth through strong stakeholder relationships. We put management systems and processes in place to ensure our operational resilience.	• Implemented programmes for green port, reduction in carbon footprint, water conservation and waste reduction • Implemented capital allocation, dividend and shareholder return policy • 5 fatalities of contractor's workers/labourers • 76% of water consumption was from sources other than freshwater • GHG emission (Scope 1 & 2) per Revenue in crore decreased by 12%

Financial Capital   Manufactured Capital   Intellectual Capital

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

KPIs	Goal for FY21	Long-term Goals	Capitals Impacted
• Total Throughput – 223 MMT • Growth capex	• Around 10% to 12% growth in cargo • 10% CAGR in Container 12% CAGR in Coal	• Winning market share and expanding into new markets • Building a resilient and sustainable business model • More than 400 MMT cargo handling till FY25 • Balanced commodity basket (with not much dependency on coal or container) • All India Market Share – 25%	
• EPS ₹18.35 • Return to shareholder – ₹2,160 crore	• EBITDA margin of 60-65% • ROCE – 14-15% • Free cash flow from operations after changes in working capital and investing activities to be in the range of ₹2,000 – ₹2,250 crore	• Continue to drive growth through investment and acquisitions • Port EBITDA margin to be around 70% • ROCE – 16%+	
• Capacity utilisation - more than 50% at consolidate level • Enhanced resiliency of apps and infrastructure • Robust infrastructure and cybersecurity	• 75% capacity utilisation of ports assets • Vendor Satisfaction Score – 90/100 • Customer Satisfaction Score – 90/100 • Process automation • Digital platform for internal and external stakeholders	• Continue to drive improvement in customer service • Vendor Satisfaction Score – more than 95/100 • Customer Satisfaction Score – more than 95/100 • Change in the ecosystem to create digitally enhanced customer centric business model • Enhanced, simplified intermodal operations with all front-end container and non-container terminals	
• LTIFR - 0 • CSR footprint • Gender diversity • Employee turnover • Energy intensity - 149 GJ/Revenue	• Zero tolerance for fatalities at ports • Efficient use of water and energy from cleaner sources	• Becoming a carbon neutral company • 100% cargo handling by renewable energy	

Human Capital   Social and Relationship Capital   Natural Capital

Responsible Leadership is

Building Efficiencies with Long-term Focus

As India's largest integrated ports and logistics player, our focus is on building efficiencies and capacities that help us contribute more to India's share in global trade. Our roadmap is to steadily diversify our cargo mix, achieve better cargo balance between east and west coast ports to service a wide spectrum of customers, reduce concentration risk and ensure long-term growth.

Among the factors behind APSEZ's remarkable growth are proximity and connectivity to the vast north-western hinterland, state-of-the-art infrastructure, very low waiting time for ships, faster turnarounds and competitive tariffs. Our aim continues to be optimising the utilisation of facilities, providing integrated, customer-centric solutions and ensuring that we continue to outperform the sector in which we operate.

Enhancing capability to handle 400 MMT cargo by FY25

Cargo growth

APSEZ has witnessed double-digit growth in ports cargo volumes almost right from inception. With a total installed capacity of 394.8 MMT for handling a diverse cargo base including dry and liquid bulk, containers, crude and automobiles, we handled 223 MMT in FY20 and 207 MMT of cargo in FY19. The outperformance reflects our resilience and our ability to grow across our operating ports.

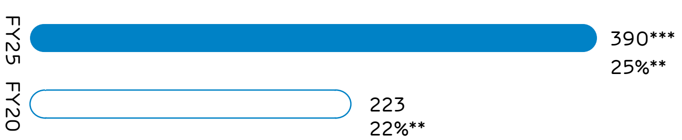
Cargo diversification to continue

Our strategy of having multiple ports across the coastline of India at various locations and diversifying our cargo mix continue to be our biggest focus area. Since the last decade, APSEZ saw exponential growth in cargo volumes. In FY09, an APSEZ port handled 36 MMT cargo, which reached around 223 MMT in FY20, registering around 20% CAGR. Over the period, APSEZ has successfully diversified its commodity basket from coal to non-coal cargo. In the same period, APSEZ market share in Indian ports volume increased from almost 5% to 16%.

APSEZ has also added LPG and LNG in its portfolio as an overall cargo diversification strategy. Seven new container services were added, five at Mundra and one each at Ennore and Hazira. The incremental container volume on account of these additional services will be approximately 4,00,000 TEUs annually. Operations at Mundra LNG terminal of 5 MMT capacity commenced from January 2020. The Company is currently developing container handling capacities at Vizhinjam, Kerala and at Myanmar, and similarly LNG terminal work at Dhamra, Odisha is in progress.

APSEZ market share gains

(MMT)

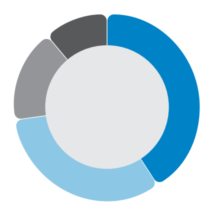


**ex of coastal volumes ***390 MMT excludes Myanmar operations

Source: Internal calculations

Cargo trajectory assimilates Diversification

(%)



- Container 41
- Coal 32
- Others 16
- Crude 11

Expansion

Substantial enhancement of assets and service capabilities by expanding capacity and diversifying cargo mix, including the construction of the Vizhinjam transhipment port, the upgrade of Dhamra and Kattupalli into multi-purpose ports and the expansion of the logistics business. APSEZ acquired 75% stake in Krishnapatnam Port Company Limited (KPCL). The acquisition fits well into Adani Group's future strategy to own and operate a string of ports dotted across the Indian coastline. Given the best-in-class infrastructure and the distinct hinterland catered to by Krishnapatnam Port, this acquisition will strengthen APSEZ's pan-India footprint. It will also help the realisation of our vision of handling 400 MMT of cargo by FY25.

Adani Logistics

Despite short-term challenges, Adani Logistics is focused on expanding its logistic footprint across India. Rail volumes handled by ALL in FY20 registered a year-on-year growth of 115%. Rail volumes increased due to the addition of new rakes realignment and adding new routes.

It is currently operating 56 rakes comprising container rakes, rakes under GPWI, Green Rakes Under Own Your Wagon Scheme and auto rakes.

Responsible Leadership is

Designing a Prudent Capital Strategy

During the reporting year, we continued to leverage our scale, integration, pan-India presence and strong balance sheet to perform at an optimal efficiency curve to create and retain value for all stakeholders.

Our immediate focus is on capital conservation by rationalising operating expenses. This is done by eliminating redundancy, stepping up efficiency across the board through technology interventions and better monitoring, converting fixed costs to variable costs to the extent possible and exercising stringent control on overhead costs. Our balance sheet can ensure adequate liquidity to fully cover our debt servicing, going forward.

Optimal capital allocation

Prudent capital allocation for the near and medium term is a priority, as the operating landscape is increasingly prone to headwinds. Some of the key focus areas are:

- Need-based re-deployment of surplus assets to ports
- Putting on hold discretionary capex
- Reducing capex spending from the original plan of ₹ 4000 crore to ₹ 1,800 - ₹ 2,000 crore
- Improving working capital cycle

Encouragingly, our return ratios continue to be robust and our capex programme is validated by stringent mechanisms that we have put in place to achieve targeted returns in line with our capital allocation policy.

Our roadmap is based on the following six pillars:

Consistent investment grade rating

We have maintained an investment grade rating since FY16, capped at sovereign. Earnings growth and free cash flow generation to fortify coverages.

Elongated debt maturity profile

The debt profile (maturity) has been widened from three years to around six years; and the currency mix has been diligently changed in favour of foreign debt: foreign debt stood at 65% and INR debt at 35%.

Liability management

On the currency hedging and liability management, the US dollar denominated income of $450 million per annum provides natural hedge to the overall balance sheet.

Reduce capital cost

Shift in the debt profile in favour of forex debt has resulted in the cost of debt declining from 7.7% to 6% per annum with an assumption that timely and quality disclosure will increase predictability.

Robust capital allocation policy

At the headline level, the capital allocation policy of a competitive non-strategic project has to reveal a pre-tax project IRR of 16% as the first layer filter. APSEZ has also been following a rationalisation strategy of current assets for improving overall ROCE.

Ensuring adequate liquidity

APSEZ's desired level of net debt/EBITDA is 3.0x - 3.5x

Attractive growth

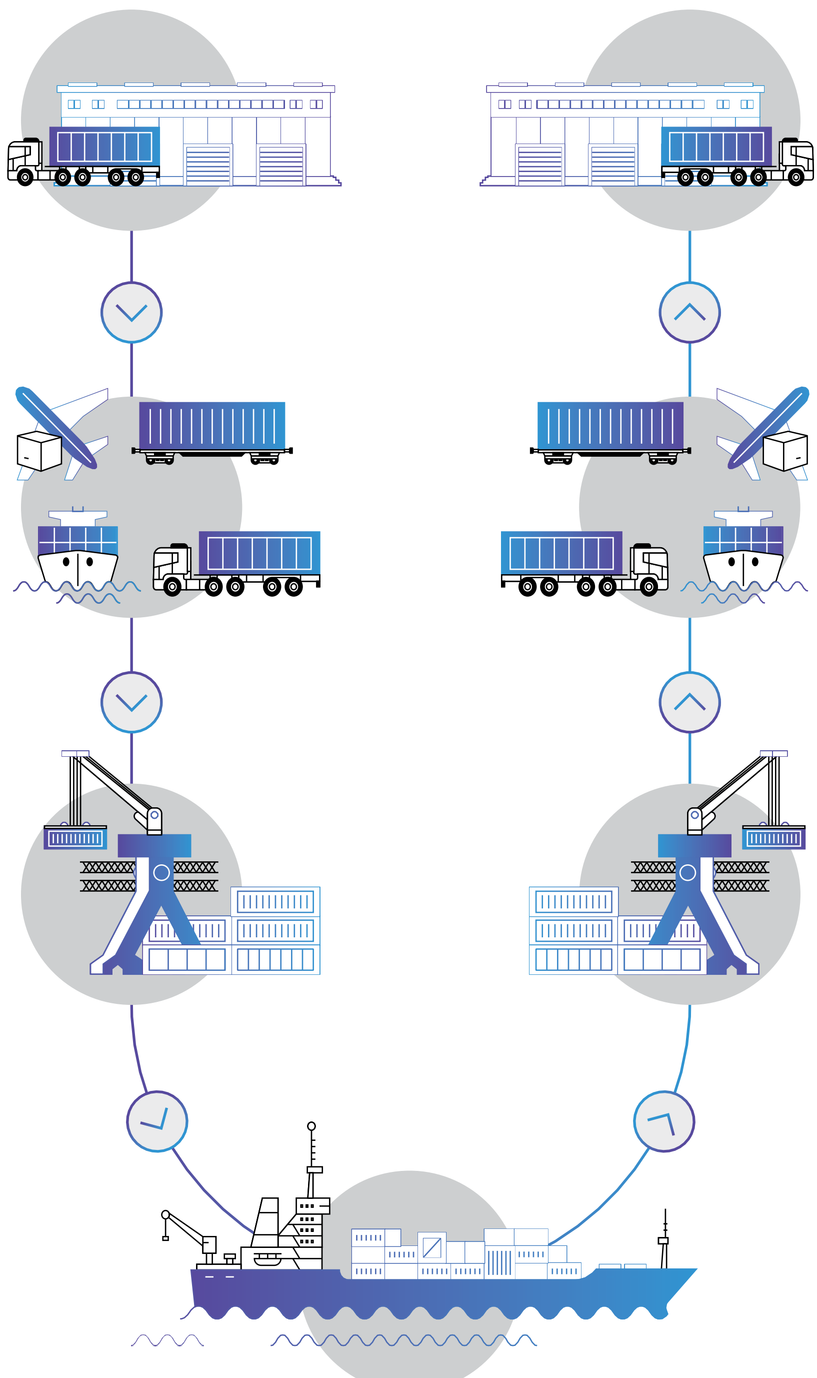
	FY15	FY20	Outcome
Credit rating	BBB-/Baa3	BBB-/Baa3	Stringent covenant management
Capital employed	$4,450 million	$6,743 million	1.5x
EBITDA	$624 million	$1,115 million	1.8x

Responsible Leadership is

Emerging as an End-to-end Logistics Player

We provide integrated logistics services to our customers by strengthening connectivity between ports and cargo destinations.

Integrated Logistics Services



1. Seller/ Exporter Warehouses

- Logistics park
- Grain silos
- Warehouses
- Cold-storage
- Air freight stations

2. Pre-carriage to Port of loading

- Rail (Container, GPW, Grain and Auto)
- Trucking
- Inland waterways

3. Terminal handling

- Ports

4. Sea leg

5. Terminal handling

- Ports

6. On-carriage to final destination

- Rail (Container, GPW, Grain and Auto)
- Trucking
- Inland waterways

7. Buyer/ Importer Warehouses

- Logistics park
- Grain silos
- Warehouses
- Cold-storage
- Air freight stations

Emerging as an End-to-end Logistics Player Contd.

We are steadily evolving a deeply customer-centric operating model. We have developed capabilities to manage the complete logistics chain from vessels management to anchorage pilotage, tug pulling, goods handling and internal transport, storage and handling, processing and final evacuation by road and rail. This helps us cater to customers with speed and precision; and we also leverage our infrastructure to step up our capabilities during national emergency for delivery of essential services.

Leveraging our deep draft seaports, expertise in operating ports, rail, warehouse, logistic parks and taking advantage of the related infrastructure built over the preceding two decades, we have emerged as India's most preferred integrated logistics Company.

Our customers use our pan-India network of logistics parks, warehouse, cold storages, grain silos and air freight stations as distribution centres. They use different modes of Adani rail such as container rail, GPW (Bulk), Grain rail and Auto rail for transportation. We also offer river transportation through barges, trucking for first and last mile operations and an improved technology-enabled customer experience.

We are expanding beyond seaports by offering a wide range of logistics products and solutions to give our customers a truly integrated logistics experience. Our expertise lies in providing end-to-end logistics solutions, operational excellence and leveraging synergies through acquisitions. Our integrated logistics services help foster alliances with leading Indian businesses, making us an unrivalled leader in the Indian ports and logistics sector.

To mitigate the risk of technology, obsolesce, we have upgraded and reformed the existing technology stack and have ensured that IT skills and capabilities are in place to meet the business needs. The company has initiated work towards building a scalable architecture that facilitates flow of information across man, machine and applications and leverage emerging technologies like Internet of Things (IoT), Cloud, Big Data, Analytics, Mobility and Information Security for robustness of operations.

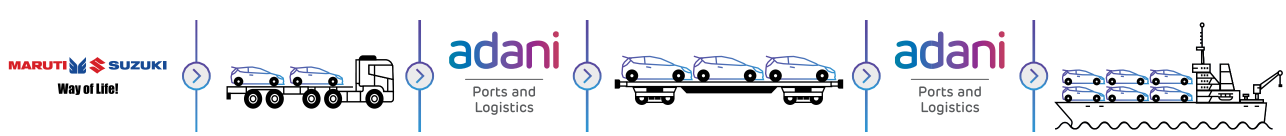
Harnessing logistics synergies to create stickiness of cargo

Particulars	FY19	FY20
Rakes	20	60
Rail Volume (TEUs)	1,50,942	3,25,067
Logistics Parks	4	5
Terminal Capacity (TEUs)	4,00,000	5,00,000
Terminal Volume (TEUs)	2,42,868	3,34,851
Warehousing Capacity (sq. ft.)	4,00,000	4,00,000

Synergy on wheels

Our extensive port and connectivity infrastructure allows us to offer value-added services to our customers, including in-house customs clearance, logistics and storage services. Maruti Suzuki manufactures cars at Manesar in north India, which is located 22 km from the Patli Inland Container Depot (PICD). Due to this proximity, Maruti Suzuki uses the PICD to transport its cars, using rakes operated by Adani Logistics Limited. These cars arrive at a pre-dispatch inspection yard, which is near Mundra Port. From here, the cars are loaded into car-carrying vessels from the roll-on, roll-off terminal at Mundra.

Example of customer-centric end to end logistics offerings ensuring maximum synergies



Responsible Leadership is

Focusing on **ESG** Performance

Environmental, social and governance (ESG) considerations are integrated across our business and built into the policies and principles that govern how our organisation operates. We view effective management of ESG matters as a business fundamental and seek continuous improvement in these areas because they underpin the long-term success of the Company and our ability to deliver value for our stakeholders.

Sustainable Environment

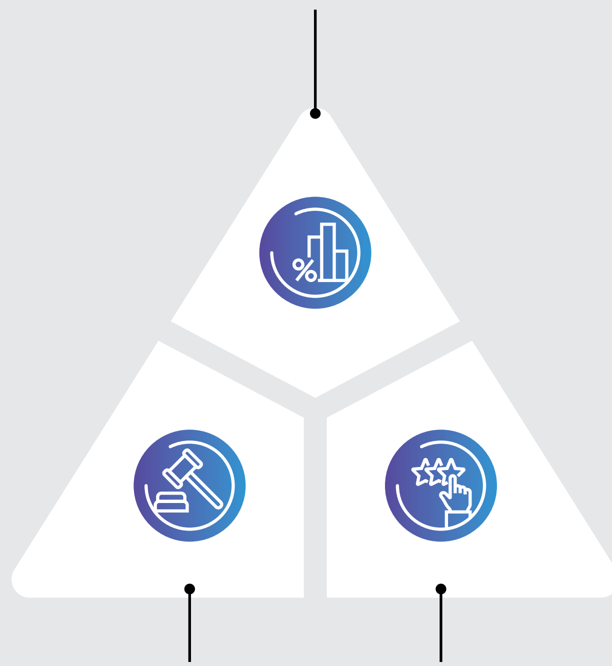
Our Commitment to the Planet

APSEZ's sustainability strategy focuses on environmental responsibility, climate protection, and ensuring long-term availability of resources. Ever since we commenced our journey, our commitment to sustainable processes at all our sites remains firm. However, we feel this is just the beginning of our journey, and we have miles to go.

APSEZ creates economic and social value for its customers, communities and neighbouring industrial complexes through its business model.

Operating at a junction of ecologically sensitive zones- the Indian coastlines, the Company has inherent risks of causing environmental damages to the surrounding land and ecosystem. We have come to believe that environmental impacts are synonymous to climate change and have long-term implications on our business. We want to play our part in tackling climate change and reduce the depletion of natural resources. It makes business sense to reduce our risk by planning for climate change related impacts, mitigating adverse climate related impacts, adapting to environmental situations and becoming a climate resilient port.

Physical Risks
Physical impact of extreme weather events may cause temporary disruption to our operations as well as may affect the value of our assets. Depletion of natural resources might impact the cost of acquisition of resources such as water and energy.



Regulatory Risks
Government regulations towards environmental parameters such as air, water, land and biodiversity are becoming stringent. This has a direct impact on the cost of compliance and risk of reputation loss due to non-compliance.

Reputational Risks
Expansion and construction activities may have impact on the local biodiversity. This is directly linked to the reputation of the Company and cost of repatriation. Our business activities may impact fisherfolks whose livelihood is dependent on under water flora and fauna. Commercial activities near port affect fish breeding, migration and low fish harvests in coastal ecosystem, resulting in low income for the communities.

As a strategic interest, we ensure that all environmental impacts are managed in a responsible manner throughout the value chain of our port services – from port development to operations. Our approach, which directly supports a few the UN Sustainable Development Goals, focuses on:

Approach: Plan → Mitigate → Adapt → Resilience

Goal	Commitment	Targets for FY25	Progress till FY20*	SDGs & capitals impacted
Strengthen internal controls	Adopt environmental management systems	Across all ports All ICDs	**9 out of 9 ports** **2 out of 3 ICDs**	Capitals: Financial, Social and Relationship; SDGs: 7, 9, 11
	Conduct environmental due diligence	All Mergers and Acquisitions (M&A)	**Carried out for all M&A**	
	Build disaster planning and response teams	For all operational sites	**9 out of 9 ports** **3 out of 3 ICDs**	
Build resilience towards climate change	Reduce energy intensity#	50%	**40%**	Capitals: Financial, Natural; SDGs: 7, 11, 13
	Reduce GHG emission intensity# (Scope 1 & Scope 2)	60%	**39%**	
	Enhance adoption of renewable energy	100 MW	**19 MW**	
	Transition to clean energy	25% increase in clean energy share	**3%**	
Reduce our impact on environment and nature	Achieve zero waste to landfill and zero effluent discharge targets	Across our operational ports	**1 Port**	Capitals: Financial, Social and Relationship, Natural; SDGs: 6, 12, 15
	Reduce water consumption intensity	55%	**54%**	

Capitals

Financial | Natural | Social and Relationship

SDG Goals

6. Clean Water and Sanitation
7. Affordable and Clean Energy
9. Industry, Innovation, and Infrastructure
11. Sustainable Cities and Communities
12. Responsible Consumption and Production
13. Climate Action
15. Life on Land

*From base year FY16
#GJ/Revenue in crore

Sustainable Environment Contd.

Strengthen internal controls

APSEZ's Sustainability & CSR Committee (SCC), along with the Risk Management Committee at the Board, level oversees our positions and practices in relation to environmental matters. Our cross-functional Sustainability Leadership Committee (SLC) is responsible for execution of strategies, policies and practices on environmental risks including that of climate change through site level Sustainability Steering Committee (SSC). Commitments delineated in our climate action plan are effectively operationalised through company-wide environmental policy (www.adaniports.com)and Environmental Management System (EMS) ISO 14001:2018 at the site level and the performance is reported through bespoke Sustainability Information Management System (SIMS).

We are annually audited on adherence to environmental regulations, permits and the Environment Management System. Through the Integrated Annual report, website and our specific communications to UNGC and CDP, we make transparent disclosures of our environmental performance. The environmental performance of all operations (contributing more than 95% to the overall revenue of the Company) are covered.

In FY20, we reinforced the need to have robust systems to manage our environmental priorities. Firstly, we implemented EMS across 9 ports covered earlier. This year, two of our ICDs have also been certified with EMS. Secondly, we recognised the criticality of having an established system of environmental audits at all our ports.

Through systemic transition activities including trainings, policy review and system transformation, we aligned our Environment Management System to Sustainability Information Management System. This allows us to closely track environmental performance of all our port operations as well as capital investments, expenses, cost savings and avoidance from environmental investments for all.

Results of environmental audits: All the sites retained their certificate to ISO 14001:2018, indicating satisfactory performance and process implementation at the site locations. Certificates of individual sites can be accessed on our website *www.adaniports.com/Downloads.*

Environmental Expenditure

₹ 55 crore

Capital Investments

₹ 36 crore

Operational Expenses

₹ 6.5 crore

Savings

"Our goal in compliance is always zero violations of environmental regulations or laws."

Compliance Management

Compliance with applicable laws and regulations, is both our responsibility and commitment to environmental stewardship. Our teams recognise that a material breach of any law or regulation could result in irreversible reputational damage or lead to other costly liabilities. We adhere to the highest standards of corporate governance practices which ensure compliance to all applicable laws and regulations. Our approach of prevention, accountability, engagement and continuous improvement allows to stay on top of the legal and statutory requirements.

As the scope and stringency of environmental regulations evolve, we will be faced with technical, operational and financial challenges. These challenges include uncertainties with extent of future environmental regulations, which will influence our decisions and the planning process.

Our internal IT enabled compliance management system: Legatrix, tracks all legal, statutory commitments and apprises the Chief Compliance Officer of any non-conformity. During FY20, there were no cases of non-compliance. Report of compliance can be accessed at www.adaniports.com/downloads. There were no significant fines and non-monetary sanctions for non-compliance with environmental laws and/or regulations at any of the locations during FY20. Environmental clearance permissions and disclosures including the compliance reports and sustainability report could be accessed through our website.

Consultation with Regulators

Policy Advocacy on Regulations:
– MoEF&CC, SCZMA, Petroleum and Explosives Safety Organisation (PESO),
The Central Pollution Control Board (CPCB), and Department of Forest & Environment

Sustainable Environment Contd.

Environmental Controversies and Status

Case	Status	Actions Proposed / Taken
Criticism by local communities on Mundra port expansion in January 2020 	APSEZ had obtained Term of Reference (ToR) for expansion of waterfront development plan from MoEF&CC. Public hearing exemption granted to APSEZ in March 2020.	• Environmental Impact Assessment Report • CSR programme for fisherfolk
Criticism at Goa - 2014 & 2016: Coal dust pollution 	The project is in operation with valid consent to operate issued by Goa State Pollution Control Board.	• Dry Fog Dust Suppression System (DFDS), Decision Support System (DSS), Paving, full mechanisation, Water sprinkling, Tarpaulin covers, Wind screen, sweeping machines and Greenbelt are being practised/put in place to control/minimise coal dust related pollution. • All the conditions stipulated as part of various permissions (Consent, Environment and CRZ Clearance) are fully complied with and Compliance to the conditions are regularly submitted to all the concerned authorities.
Vizhinjam port development, 2017: Strike and halt by fisher folk, compensation and clearances 	The strike was called off after the assurance by District Collector to implement the rehabilitation package as announced, also the piling work continued, and all the 617 piles required for Phase 1 were completed in 2019. Remaining construction activities are ongoing at the port.	• Concession agreement signed between Government of Kerala and Adani Vizhinjam Port Private Limited (AVPPL), implementation of rehabilitation package at Vizhinjam is in the scope of the Government of Kerala (GoK). • Stakeholder consultations conducted by AVPPL helped resolve the issue. The strike was called off and work resumed at site within a short interval. • A study done by the Indian Institute of Technology – Madras (IIT-M) reported piling activities as no cause of damage. A similar study done by College of Engineering Trivandrum (CET) concluded the same result that damage to houses is not due to the piling activities. • AVPPL has paid ₹ 9,60,000 as compensation to the affected.

Case	Status	Actions Proposed / Taken
Kattupalli Port: Protest by local NGO and Fisherfolk 	MoEF&CC, after review recommendations of expert committee, granted the conduct of EIA study with certain additional conditions.	MIDPL shall undertake EIA studies in FY20.
Expansion at Dhamra Port: Ridley turtle case 	The Supreme Court accepted recommendation 1 & 2 of CEC order dated 17.08.2010. Recommendation 1 is acceptance of 742.07 acre land leased to DPCL as Non-forest land under FCA, 1980 and Recommendation 2 is to form a body comprising of concerned authorities including DPCL, to be registered under the provisions of the relevant Societies Act and corpus of ₹ 30 crore to be provided by DPCL.	DPCL has created a corpus of ₹ 30 crore as directed by the Supreme court order, for conservation and protection of the Olive Ridley Turtles and its habitat, other environmental issues and related socio-economic activities.

Sustainable Environment Contd.

Emergency Response Programme

APSEZ ports and logistics business is prone to some of the extreme weather conditions. Exposure to these incidents has a direct impact on the asset and security of employees at the location. Security measures and intense collaboration reduce the port's vulnerability to situations. All ports under APSEZ must abide by the disaster management plan. The plan sets out security measures for onboarding the vessels at locations where they are moored. It defines guidelines and procedures for monitoring and closing the operations. Port facilities hold a security exercise once every year, which tests the preparedness of employees to act at the time of disaster.

During an event of disaster such as cyclone, disaster teams comprising of site in charge, safety officer and managers accountable are activated for emergency preparedness, response and investigation. Any potential risks emerging in the aftermath of the disaster is reported to the management via the Sustainability Council and the same is investigated for inclusion in the Risk Management Framework.

We maintain insurance coverage to protect us against a broad range of disaster related security and safety risks, at levels we believe are appropriate and consistent with current industry practice. Our objective is to exclude or minimise risk of financial loss at reasonable cost. Nevertheless, we could still be subject to risks in the following areas:

- Losses that might be beyond the limits, or outside the scope, of coverage of our insurance
- Inability to maintain adequate insurance coverage on commercially reasonable terms in the future
- Certain categories of disasters are currently not insurable at reasonable cost

In areas beyond the scope of insurance, we may face losses due to the loss in operational activities, low turnaround time or low calling at the ports. These factors, though accounted for, cause financial loss to the Company.

Build resilience towards climate change

Climate Change & Energy

Climate change is one of the biggest challenges of the twenty-first century, and we have an important role to play in reducing its impact. This is associated with high energy intensity at the local level and emissions of greenhouse gases. We have taken energy-efficiency measures in the preceding years while investing in renewable energy to reduce our climate impact. We have also taken some specific projects such as a shift to an electrified-port and our own tugs working on electricity to also enhance the transition to sustainable energy.

We are taking steps to include climate change as a material risk in our Enterprise Risk Management. Due to the limited knowledge on climate change risk scenarios and gaps in quantifying the impact, we are focusing on perceived risks, which are qualitatively addressed. Some of these risks are regulatory, reputational, legal and physical. Our climate change strategy, commitments and measures can be accessed at page 54 of the Integrated Report.

APSEZ reports climate performance through the annual disclosure to CDP, which outlines the steps we are taking to manage climate risks and opportunities as well as our ongoing commitment to climate-related disclosures. We are taking a phased approach to implementing climate change related recommendations, aiming to integrate them over time. We are committed to continuous improvement and expect our disclosures will evolve over time.

C+

Rating on CDP 2019

B-

Supplier Engagement Rating

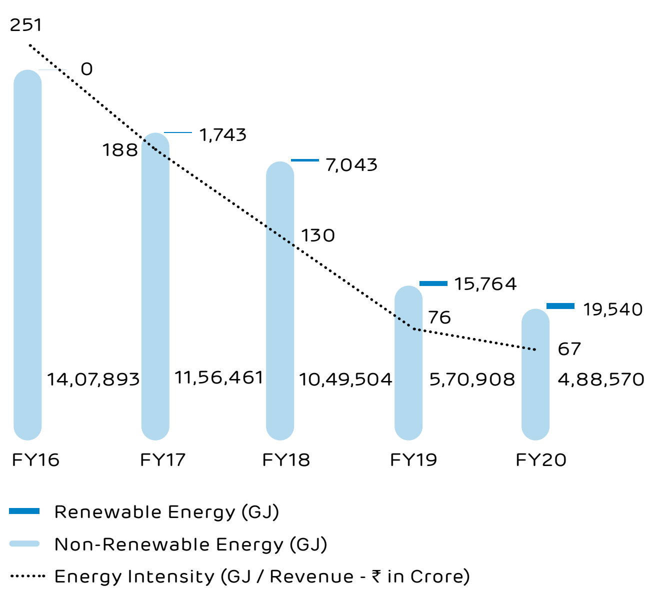
Energy Intensity and Efficiency

In line with our goal to build resilience towards climate change and commitment to reduce our impact on the environment, we undertake several measures including process improvements and technology integration. One of the measures is to reduce energy use and carbon emissions, which are fundamental to any corporate environmental programme that is acting on climate change. We accomplish this by improving process efficiencies, investing in electrification of port infrastructure, and setting up renewable energy plants wherever feasible.

Energy in the form of diesel and electricity is used primarily for crane operations, intra-port transportation of cargo, tug boat and dredging. In FY20, the total energy consumption was 20,46,153 GJ, down by 5% from the previous year. Though cargo output increased, we were able to reduce energy intensity to 149 GJ/Revenue in crore from 175 GJ/Revenue in crore in the previous year.

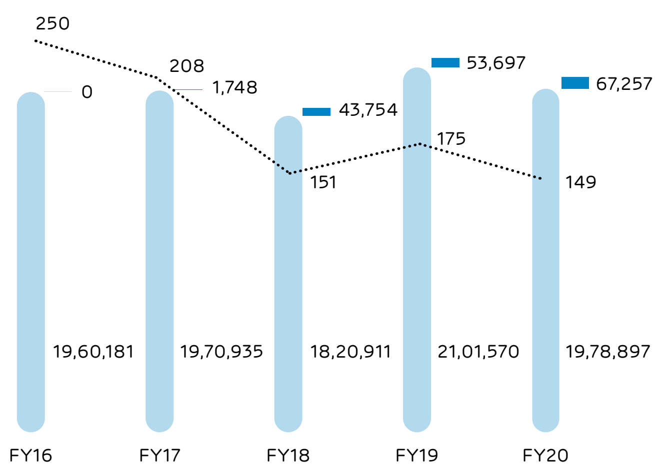
The consolidated energy consumption as a factor of revenue has steadily reduced from FY16 to FY20 (250 GJ/Revenue to 149 GJ/Revenue), except for FY18, where we saw a substantial decline. This was mainly due to reduced dredging operation, which is directly linked to energy consumption.

Energy – Standalone



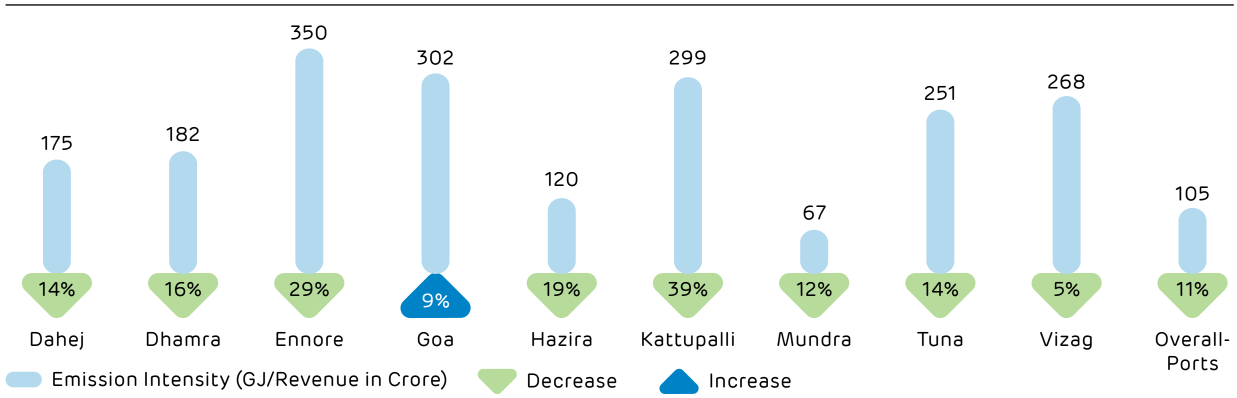
Energy use per revenue in crore reduced by 12% from previous year and 73% from base year FY16.

Energy – Consolidated



Energy use per revenue in crore reduced by 15% from previous year and 40% from base year FY16.

Port-wise Energy Intensity performance as compared to FY19



Port-wise energy intensity benchmarking analysis reflects that the ports are at various stages of efficiency. Mundra operates at the highest efficiency of 67 GJ/Revenue in crore, while Ennore at the lowest of 350 GJ/Revenue in crore, against the overall port intensity of 105 GJ/Revenue in crore.

Sustainable Environment Contd.

GHG Emissions

One of the biggest impacts to climate change is through GHG emissions, which have a potential to warm up the planet. While it is our constant endeavour to reduce GHG Emissions arising from burning of diesel for transporting cargo and use of ancillary electricity for other operating activities, there are some emissions that can't be avoided. GHG Emissions in our operations is mainly linked to combustion of fuels that release greenhouse gases such as CO_2, CH_4 and N_2O. 1% of the total GHG emissions come from refrigerants such as R22, R134, R407C and R410. We are in the a process of phasing out these gases. GHG emission has been calculated in accordance to ISO 14064-1:2018 and World Resources Institute/ World Business Council for Sustainable Development Greenhouse Gas Protocol.

In FY20, the comprehensive calculation of Scope 3 greenhouse gas emissions has been initiated by following the three step approach.

1. **Baseline creation for Scope 3 emission** – Identify the activities in the value chain, develop methodology for GHG Scope 3 emission calculation and create baseline.

Mapping of value chain by analysing upstream and downstream activities → **Engagement with relevant stakeholders** → **Design and develop methodology for emission calculation** → **Emission Calculation and Assurance by third party**

2. **Emission reduction through pilot projects** – Identify opportunity to achieve GHG reductions at scale in the value chain and set pilot projects.
3. **Engagement with value chain partners** – Collaborate with our value chain partners, set Scope 3 emission reduction targets and support them to achieve the target.

FY20 GHG Emission

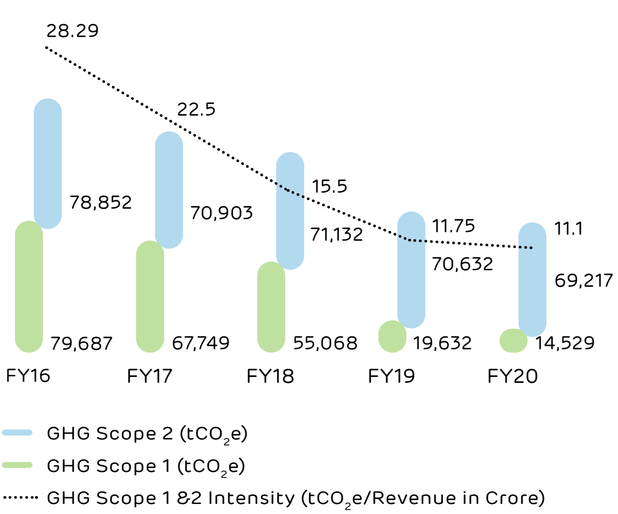
Emission Type	Description	Emission Sources Activities	Emission Quantity (tCO_2e)	Intensity (tCO_2e/ Revenue in crore)
GHG direct emissions (Scope 1)	Direct emissions that occur from sources that are owned or controlled by us	Fuel consumed by own equipment, vehicles etc. used in operation	95,906 (6%↓)*	19.87 (12%↓)*
GHG indirect emissions (Scope 2)	Indirect emissions from the generation of purchased electricity consumed by us	Electricity purchased from grid	1,76,947 (0.3%↑)*	12.88 (10%↓)*
Other GHG indirect emissions (Scope 3)	Indirect emissions that are a consequence of the activities of the Company, but occur from sources not owned or controlled by us	Fuel consumed by visiting marine vessel, contracted vehicles and equipment, business travel (air, train, road), employee commute, transportation for waste disposal	2,02,568	–

*Compared to FY19

In FY20, the total emissions combining Scope 1 and Scope 2 stood at 2,72,853 tCO_2e, reduced by 2% compared to previous year. We were able to reduce GHG emission intensity by 12% to 19.87 tCO_2e / Revenue in crore. Through renewable energy initiatives 15,320 tCO_2e GHG emission has been avoided.

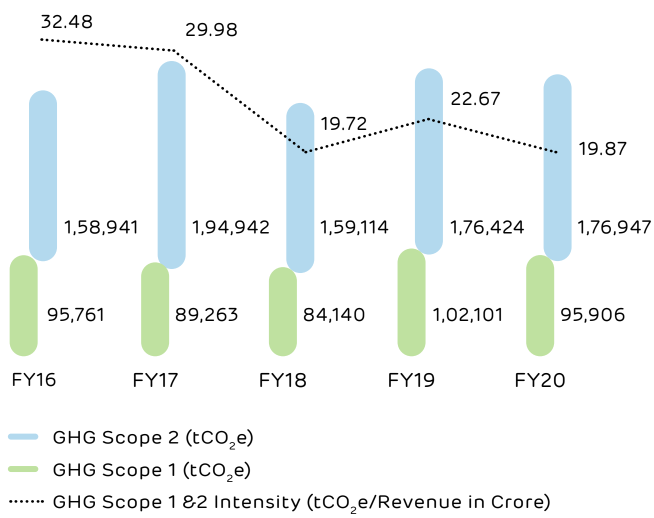
In its median attempt for calculating GHG Scope 3 emission calculation covering in activities, total Scope 3 emission was 2,02,568 tCO_2e. The GHG emission for fuel consumed by visiting vessels and contracted equipment accounts for 98% of all Scope 3 emissions. The disclosed emissions for transportation, employee commute, business travel and other activities are only a minor share of total Scope 3 emissions.

GHG Emission – Standalone



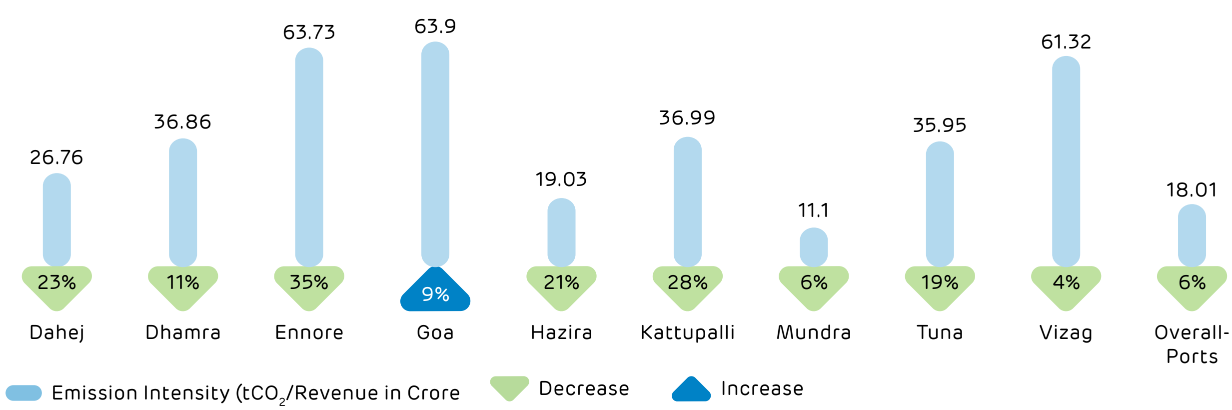
GHG Emission per Revenue in crore reduced by 6% from previous year, 61% from base year FY16.

GHG Emission – Consolidated



GHG Emission per Revenue in crore reduced 12% from previous year, 39% from base year FY16.

Port-wise Emission (Scope 1 + 2) Intensity performance as compared to FY19



Port-wise GHG Emission Intensity benchmarking analysis reflects that the ports are at various stages of efficiency. Mundra operates at the highest efficiency of 11.1 tCO_2e/Revenue in crore while Goa at lowest of 63.9 tCO_2e/ Revenue in crore.

Sustainable Environment Contd.

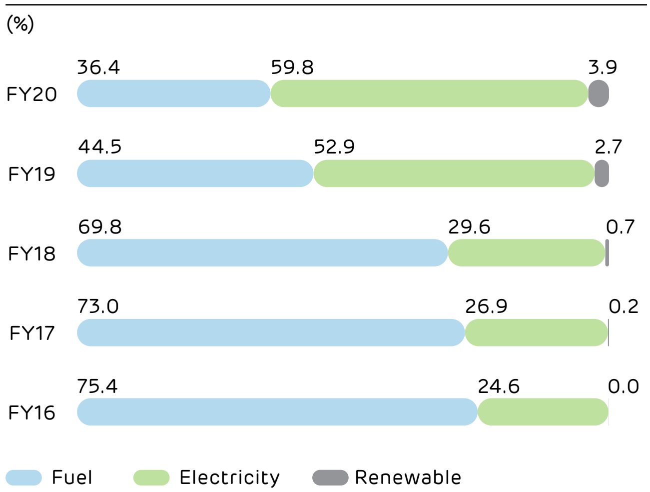
Transition to Clean Energy

Transitioning to clean energy is our go-to-strategy to minimise our environmental impact. APSEZ expects to reduce GHG emissions through electrification of its processes in the short-term and parallel investments in renewable energy sources that are expected to bring about a gradual reduction in the use of fossil fuels over the medium-to long-term. Through the diversification of the energy mix towards a balanced one, we hope to contribute positively towards our Climate Change commitment.

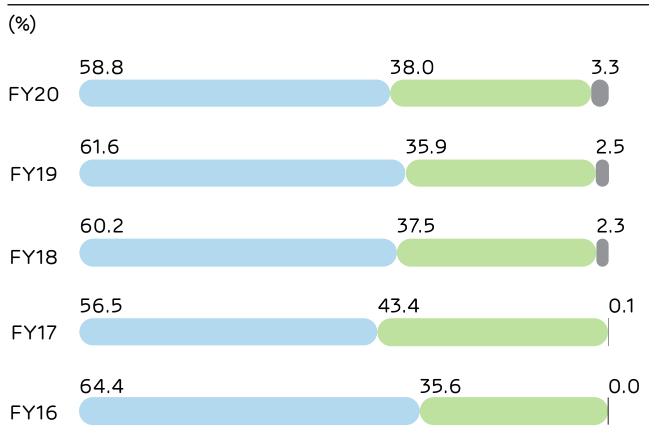
Our approach to transitioning to electrification and then to clean energy is in anticipation that the tightening of various regulatory measures to constrain the use of fossil fuels, and this trend could increase both in breadth and severity in the years to come. The government can impose taxes on GHG emissions as well as incentivise a progressive shift in the energy mix away from fossil fuels, for example, by subsidising power usage from renewable sources.

We are incurring capital investment costs in introducing technology and in setting up of renewable energy plants, whereby capital investments are greater than the cost reductions realised. In FY20, APSEZ invested ₹ 47 crore towards electrification and renewable energy integration.

Energy Mix – Standalone



Energy Mix – Consolidated



Energy and GHG Reduction Programme

APSEZ has implemented formal programmes with quantitative targets and deadlines to reduce energy and GHG emissions. We continue to make our services and systems as efficient as possible through engineering technologies, operational efficiencies and employee awareness. Activities include: the improved measurement of fuels and electricity through SIMS, optimising and improving efficiencies in terminal projects, retrofitting lighting with energy efficient LEDs and investing in low-energy alternatives such as installing wind turbines and solar panels besides adopting fuel shift technologies like RTG to E-RTG conversion. Through our energy conservation initiatives at various sites, in FY20 we saved 25 MU equivalent to 20,456 tCO_2e.

Cost of Energy Consumption

11%

of operating expenses

FY20 Types of Fuels Used

Diesel 8,77,192 GJ	**Petrol** 1,504 GJ	**HFO** 2,93,517 GJ
Aviation Fuel 27,847 GJ	**LPG** 1,310 GJ	**Acetylene** 132 GJ
PNG 556 GJ	**R22** 1,295 kg	**R410** 76.27 kg
R32 8 kg	**R407C** 59.50 kg	

Sustainable Environment Contd.

Reduce our impact on environment and nature

Biodiversity and Land-use

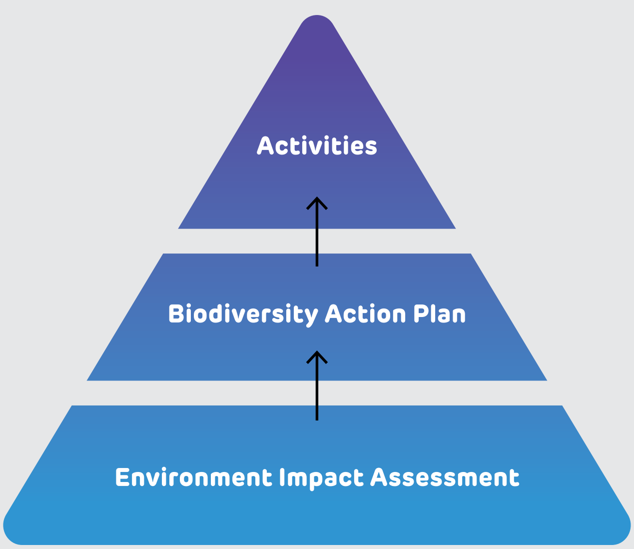
The port sector inherently has an impact on biodiversity and land-use due the nature of its operations. Impacts vary widely – from degradation, fragmentation to loss of ecosystems and their services due to the land intake for port infrastructure, contamination due to activities and disturbance to species. Coastal urbanisation further leads to the destruction and fragmentation of intertidal and shallow habitats along with the loss of associated ecological functions and ecosystem.

We recognise that these impacts may be caused due to our construction and operational activities. However, we also understand that some of these impacts are unavoidable and will invariably damage the ecosystem. It is our constant endeavour to minimise these impacts as much as possible and avoid any irreparable damage to the ecosystem.

We signed the India Business and Biodiversity Initiative declaration to act responsibly in several biodiversity areas such as target setting, inclusion in management systems, and engagement with stakeholders. We identify biodiversity impacts and uses Comprehensive Environmental Impact Assessment to focus on terrestrial and marine life. As a signatory to the initiative, which is a commitment by our Board, biodiversity automatically features as a top agenda of our Board.

The Sustainability & CSR Committee takes complete accountability of complying with the agenda and periodically reports its performance. We have also conducted systemic analysis of local threats to biodiversity beyond the Company's business activities, which we institutionalise through our Environmental Policy and operationalise through the Environment Management System.

In the past, we have been served notices, and legal actions have been initiated, for our negative impacts during the construction and expansion phase. Though we have not been implicated in any case so far, there is a risk to our reputation in such cases. Cases led by community activists for compensation and environmental liability, have encouraged us to strengthen our internal systems. In order to avoid such cases in future, as a practice, we have incorporated compulsory stakeholder engagement and expert review in our expansion plans.



1. Mapping biodiversity interface with business operations
2. Enhancing awareness in biodiversity within the organisation
3. Considering the impacts of business decision on biodiversity
4. Setting objectives and targets for biodiversity management
5. Assessing biodiversity risks and opportunities
6. Encouraging relevant stakeholders to support biodiversity management
7. Engaging in policy advocacy and dialogue with the government, NGOs and academia on biodiversity concerns.

The area around Dhamra port is a nesting ground for rare Olive Ridley Turtles. Though found in abundance, their numbers have been declining over the past few years, and the species is recognised as vulnerable by the IUCN Red list. In view of this, we have created a corpus of ₹ 30 crore for conservation and protection of the Olive Ridley Turtles.

Our port activities also impact the terrestrial habitat. We undertook terrestrial afforestation as a regular measure year-on-year to contribute positively to the local ecosystem. Through our initiatives, we have been able to bring 745 hectares of land under plantation till the end of FY20. In FY20 alone, we planted 10,000 saplings in an area of 30 hectares.

Waste

In any industry, effective waste management and minimisation should be a priority. Our strategy aims to reduce the amount of waste we generate and ensure that what we produce is reused or recycled – whether for the same purpose or for a secondary use.

Floating debris, plastic pollution and waste dump in oceans affects the coastal ecosystems. It can also cause damage to ships, the port infrastructure and the natural world. The amount of oily and greasy waste, waste from loading and maritime shipping waste from vessels called at the port is on the rise in recent years.

The waste from maritime shipping arriving in the port consists of residual waste, sanitary water, chemicals and oil-bearing waste. APSEZ ensures the collection of hazardous waste from loading and from maritime shipping. Ships are not bound to deliver their waste to us, but we use a monetised mechanism with each shipping company as per 'the polluter pays' principle to encourage companies to do this. They pay a part payment for waste collection, segregation and disposal as a percentage of overall service cost. This enables us to prevent dumping of waste in the sea. The collection and segregation facility at our port locations, allows approved waste collectors to transport hazardous waste to their licensed processing centre. Non-hazardous shipping wastes are also separately collected for recycling purposes.

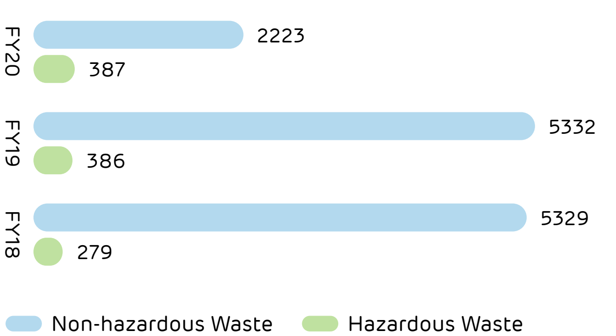
Wastes generated due to cargo loading and other port related activities are managed through 5R (Reduce, Reuse, Reprocess, Recycle and Recover) strategy and operationalised through the EMS. A team at the port regularly monitors waste disposal and reports the waste management data through SIMS.

Mundra Port was awarded a 'Zero Waste Port' certificate by Libero Assurance

Embracing the closed loop concept of waste management, we encourage waste management activities to be guided by four major goals under the Zero Waste Initiative – Zero waste to Landfill, Zero Incineration, Zero unauthorised disposal, Zero Liquid discharge. This is in alignment with our vision to become a 'Zero Waste Company'. We have noticed some challenges in meeting our goal of ZWL at a few ports due to non-availability of adequate infrastructure.

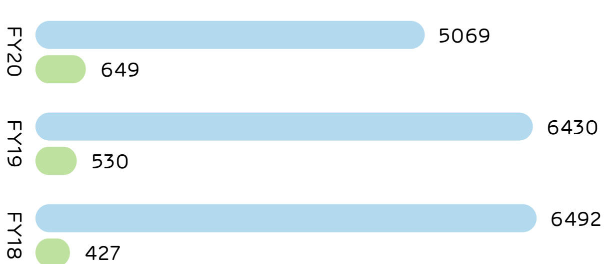
Waste - Standalone

(MT)



Waste - Consolidated

(MT)



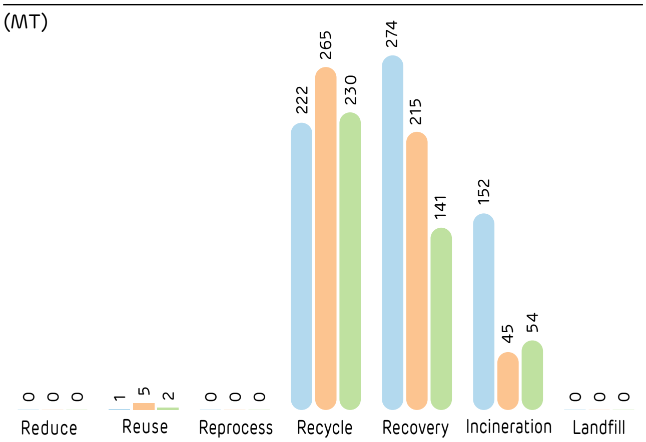
Sustainable Environment Contd.

Waste Details

In MT Revenue in crore	Standalone FY18	Standalone FY19	Standalone FY20	Consolidated FY18	Consolidated FY19	Consolidated FY20
Hazardous Waste Intensity	0.03	0.05	0.05	0.03	0.04	0.05
Non-Hazardous Waste Intensity	0.65	0.69	0.29	0.53	0.52	0.37
Total Waste Intensity	**0.69**	**0.74**	**0.34**	**0.56**	**0.57**	**0.42**

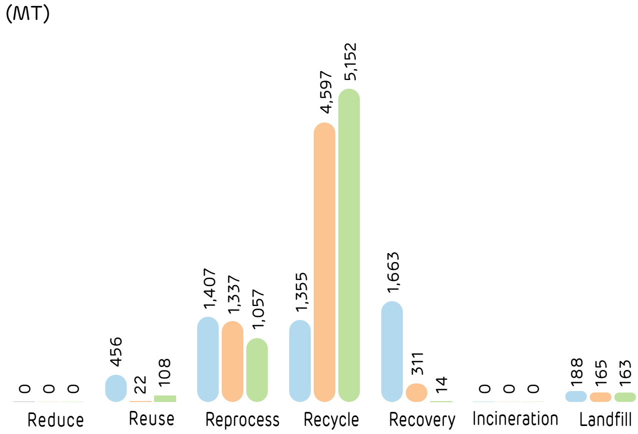
Waste – Hazardous

(MT)



Waste – Non-hazardous

(MT)



FY20 FY19 FY18

In FY20, we have generated total hazardous waste of 649 MT and non-hazardous waste of 5,069 MT. We managed 94% of our waste through the 5R (Reduce, Recycle, Reprocess, Recovery and Ruse) principle. No hazardous waste was sent to the landfilling site for incineration. In FY20, our waste intensity per revenue in crore has been improved by 26% as compared to FY19.

Water

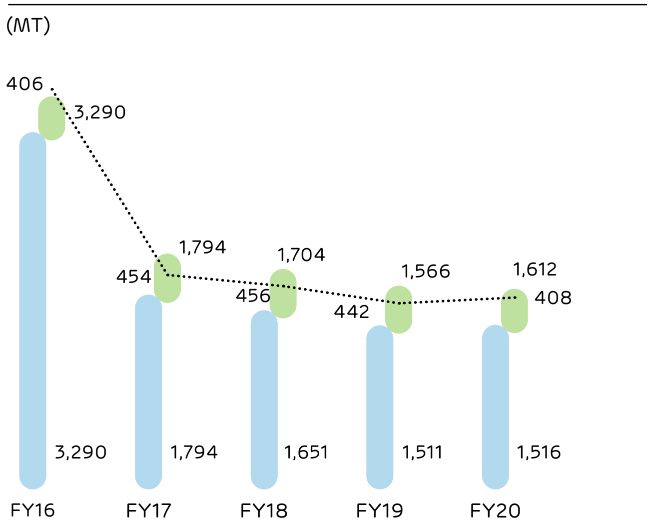
With climate change increasingly causing environmental degradation, India is facing a crisis of availability of freshwater. Water conservation is essential to combating the depletion of this precious resource.

The water availability in the docks is not only important for maintaining coastal habitats, it is also vital for business operations. Water from the docks is used to suppress dust arising from dredging activities, and to clean tanks, workshops and vehicles. The internal water policy imposes withdrawal and usage standards. We continue to closely monitor the water quality in the docks to keep the impact of port activities on water quality in the sea is as low as possible. We also monitor the bed for disposal of contaminated effluents. After dredging, contaminated dredgings are treated and wastewater is reused in activities.

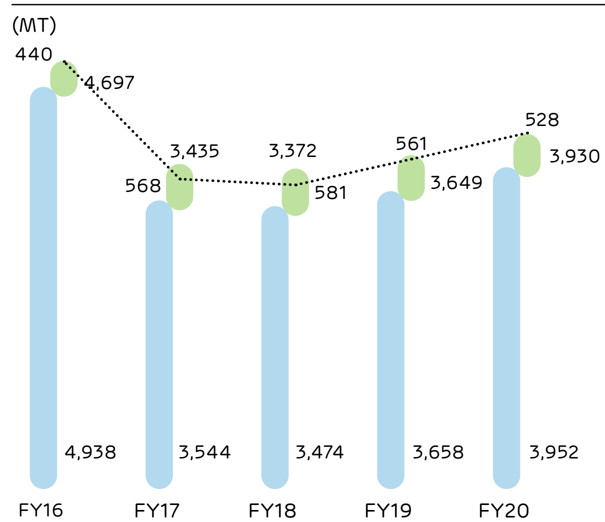
Ports such as Mundra, Hazira and Dahej, lie in the medium water stressed regions. In such areas, we use treated wastewater of other industries to the maximum, as guided by our site-specific water plan. We have noted in some areas that salt concentration is high in the sea, which is a clear consequence of low supply of fresh water. We have installed water desalination plants at these locations, which reduces our overall dependence on fresh water. Conserving water for the best interest of Company and communities is a guided rule to maintain relationship with the local communities.

In FY20, APSEZ cumulatively consumed 3,952 ML of water, 8% more than the previous year. The large majority of water (76%) is sourced from other sources, 38% of which is sourced directly from the sea. The other 24% of water consumption accounts for 935 ML, which was sourced from public or private utilities and groundwater. The water consumption against revenue generated (₹ in crore) has consistently reduced between FY16-FY20, by 54% from the base year.

Standalone

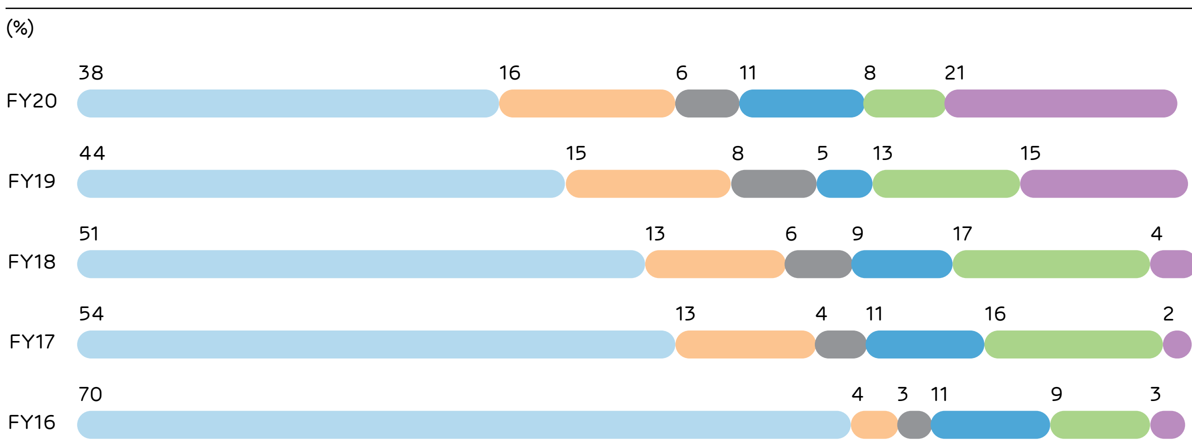


Consolidated



Treated Wastewater Reused (ML)
Water Consumption (ML)
Water Withdrawal (ML)

Water Withdrawal by Sources – Consolidated



Seawater
Surface Water
Ground Water
Third Party-Public Utility
Third Party-Private Utility
Treated wastewater from other industries

People & Culture

Talent - The Prime Differentiator

Our ambitious teams are dedicated to delivering industry-leading performance and ensuring exceptional customer experience. We strive to create an open, diverse and inclusive environment in which employees feel equally valued and understand that ethical conduct is critical to our business success.

> **Processes and systems don't innovate. People do. Every team in APSEZ is valued and remains engaged in order to contribute and achieve their full potential. Our focus on inclusion and diversity fosters a work culture where everyone's unique perspective, skills, creativity & strive are nurtured to pursue meaningful careers and drive results."**
>
> **Dr. Jayant Kumar**
> Head, Human Resource

FY20 People Statistics

Developing skills and capability

We are operating in a rapidly evolving industry where new platforms and technologies are driving demand for artificial intelligence, machine learning, cloud computing and data analytics. This propels us to remain mindful of the critical skills that our people must possess to ensure all-round organisational advancement. To this end, we are investing in developing the skills we will need in future.

Our objective is to emerge as world-class leaders in the ports and logistics business. Principal catalysts to achieving this vision are higher productivity and a capable workforce. We take in good earnest the need to understand individual employee strengths and develop commensurate strategies for efficient resource management.

Sharpening the right skills

We nurture a robust learning culture at APSEZ that empowers our people to develop critical capabilities for their current roles and career aspirations. Active discussions between employee, manager and L&D manager results in improved outcomes. Subsequently, we ensure thought-through allocation of key roles, such that there is a favourable career path for each individual and successors are available for critical positions.

Competency Building programmes to ensure continuous learning is one of the essential components of driving business performance. Our programmes cover multiple agendas ranging from structured learning and formal training, to personal coaching and mentoring. Our core focus has been on developing digital, leadership and management skills needed for agile operations across the organisation.

Succession Management is leveraging the organisation's talent by developing it to achieve higher potential. The focus is on developing managers and leadership talent so that the organisation has a pool of qualified executives who are ready to compete for critical positions when such positions become available. Identified successors undergo one-year long leadership development intervention curated in collaboration with the Indian School of Business (ISB), Hyderabad. Senior leadership in FY20 invested 1,920 hours (240 man-days) in their personal structured & formal learning.

To optimise the capabilities of service functions, a one-year long-term intervention branded 'Nalanda' was curated in the collaboration Symbiosis Centre of Management (SCMHRD). Currently, 120 employees

Workforce Profile (On-roll + Contractual) - 2,347

Gender	Male			Female		
Age group	<30	31-50	>50	<30	31-50	>50
% of employees	19	70	10	0.5	0.4	0.1

No of Hires (On-roll) - 353

Gender	Male			Female		
Age	<30	31-50	>50	<30	31-50	>50
% of employees	52	39	5	3	1	0

Employee Turnover (On roll) - 99

Gender	Male			Female		
Age	<30	31-50	>50	<30	31-50	>50
% of employees	57	50	2	2	0	0

43,659
Training man-hours

82%
positions filled through internal movements

>75%
Workforce with engineers and other professionals

are participating in the 'Nalanda' programme from the Service functions (viz. Human Resources, Finance & Accounts and Information Technology). The objective of these interventions is to increase internal collaboration, evolving our functional competencies and refining our business processes to allow us to focus more on building functional and leadership capabilities of employees to get their jobs done more effectively.

In order to cultivate mindfulness, several targeted training programmes on mental wellness, like 'Inner Peace for Outer Dynamism' and 'Harmony' were organised. These programmes included working on practical techniques for performing smart with mental clarity and emotional equilibrium. As on date, 200+ such programmes were organised. As a result of these multiple programmes, 94% participants reported increased energy levels, 91% reported improved clarity of mind and 83% reported changed paradigms about leadership.

In addition, we continued to strengthen our existing training programmes for developing next level leadership, competency and career counselling. Amongst many, the 'Adani Northstar - Owner Manager Programme' is our important intervention. It is a one-year, multi-modular leadership and management development programme co-developed by EMERITUS Institute of Management, Singapore; (in collaboration with Columbia Business School; TUCK School of Business and MIT Sloan). 26 identified talents from middle management having leadership potential participated in this programme in FY20 and invested 590 man-days of learning.

All on-roll APSEZ employees have opportunity for self-paced and continuous learning through our e-learning platform- 'eVidyalaya', partnered with Skillsoft and Harvard Manage Mentor, which offer 117 courses based on Adani Behavioural Competency Framework and other pre-requisite skills. As on March, 31 2020, 96% of employees completed e-learning plan on eVidyalaya. Through these programmes, we are aiming to cultivate forward-looking leadership and managerial mind-set as well as skills that will ensure the sustained growth and development of our people.

Engagement Scores

Gallup Engagement score for APSEZ is at 59th percentile in India 56th percentile against Global benchmarks.

Engaged v/s Disengaged ratio of APSEZ as per Gallup survey is 7.29:1 v/s Global ratio 3.23:1

People & Culture Contd.

Inclusion and diversity

APSEZ believes in the power of diverse, talented people to create value and deliver on our customer and shareholder expectations. A key part of our commitment to operating with the highest ethical business standards and integrity extends to creating an inclusive environment. We are striving to develop an increasingly diverse workforce with multiplicity in perceptions and experiences, helping bring the most unique ideas to the table. A zero-incident attitude is vital to fostering an inclusive culture that inspires innovation, while bringing the best out in each other.

At APSEZ, by influencing the diverse experiences and perspectives of our employees, everyone has been given the opportunity to attain personal advancement and contribute to the growth of our business. When it comes to securing a bright future for the Company, it is essential that our people, the communities around our areas of operation and our stakeholders are always on the winning side.

Safety

Health and safety are among the core focus areas of our sustainability framework, and we adopted the progressive ideal of 'Zero Accident Vision', in line with the beliefs and legacy of Adani Group. We strongly propagate that safety is a culture that should be embedded in the DNA of every individual.

We assign a strategic impetus to safety at the Group level, as embedded in the Adani Green Book. This approach helps us drive safety at regional and local levels by outlining solid safety goals. Employees and third-party associates, must meet our safety standards and requirements, including abiding by our 12 Life-Saving Rules. We strive to reduce risks as far as feasible; and minimise the potential impact of incidents. These standards also apply to our joint ventures. We work with our vendors who provide contracted labour to ensure complete comprehension of our safety requirements, assisting them in building skills and expertise to improve their safety performance as per our Safety, Health & Environment Policy. It gives top priority to worker safety and their wellbeing.

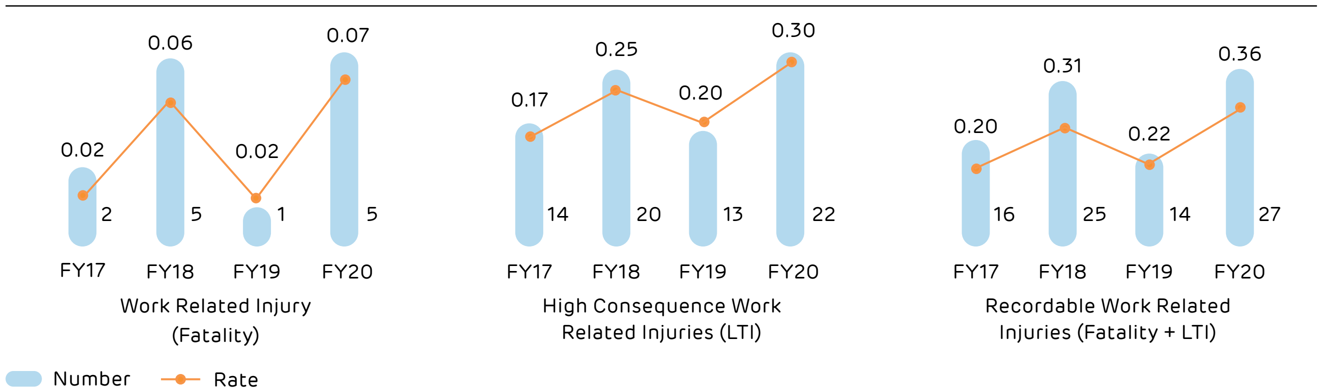
SLC monitors safety performance of all operational sites through corporate level safety team who guides site level safety teams. Our ports are certified with Integrated Management System (IMS) comprising ISO 9001:2015, ISO 14001:2004, ISO 45001:2018, and ISO 28000:2007. IMS established a framework for addressing identified safety and security risks covering the operational aspects as per SHE Policy.

GENSUITE, an online platform, enables employees to get involved in reporting of safety observations, near misses and accidents, thereby enhancing the behaviour-based safety culture within the Company. Any employee or associate, including contractors can report a concern using android or iOS-based phone within 40 seconds. In FY20, over 66,990 concerns have been reported in GENSUITE.

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

There were unfortunate events that caused us loss of five contractor's workers at our Mundra, Dhamra, Kattupalli and Patli locations. The detailed investigations were carried out with experts to identify the root cause and the learnings have been shared across all the locations.

Overall Safety Performance (On-roll + Contractual + Third Party Associates)



Safety initiatives

- Adani Gensuite – on-line platform for reporting of safety concerns i.e. unsafe conditions, unsafe acts, near misses and incidents. Analysis of safety performance tracking and monitoring of investigation recommendations for all ports
- APSEZ level monthly MIS report – to track and monitoring of leading and lagging indicators
- OHS Shikhar programme once in six months – sharing of best practices between all the ports for horizontal implementation of best practices
- Monthly and fortnightly meetings with all port site safety heads for implementation of lesson learnt, recommendations and safety performances
- Implementation of Apex Steering Council recommendations to Group level taskforces team to business level taskforces to site level taskforces to meet Group requirements
- Business level, site level and department level safety committee meetings for implementation of action plan at field level involving all the employees and compliance of statutory requirements
- Corporate and site level safety audits to identify the gaps in implementation of Safety Management System
- Conducting incident investigations to identify the gaps to eliminate similar incidents for implementation of incident investigation recommendations
- All ports are certified with Integrated Management System (ISO 9001, ISO 14001 and ISO 45001)
- Conducting mock drills with respect to identified major risk scenarios
- Permit to work system for all non-routine activities along with job safety analysis
- Hazard identification and risk assessment controls for all hazardous and risk activities
- Conducting electrical inspections to identify the gaps in implementation of Electrical Standards

Safety training activities

- Impart training for new entrants, contract workers, visitors and transport crew
- Dupont – Safety Management Initiative in Leadership Effectiveness (SMILE) workshop for top management
- All port sites have certified Integrated Management System (ISO 9001, ISO 14001 and ISO 45001) lead auditor trainers
- Usage of Adani – Gensuite – end user training and train the trainer programmes for all businesses in reporting and analysis of safety concerns
- Suraksha Samwaad training imparted to identified team members at site level to conduct Suraksha Samwaad as per scheduled monthly programme
- Accident prevention programme workshops for identifying the root causes of incident
- Deemed safety officers' trainings for Line Management Team – participants from all ports

Customer Relationship

Driving Customer Centricity and Choice

In line with our philosophy of being a leading integrated logistics player with strategic focus on speed, customer centricity, and sustainable value creation, we have been constantly working towards providing our customers with best-in-class services.

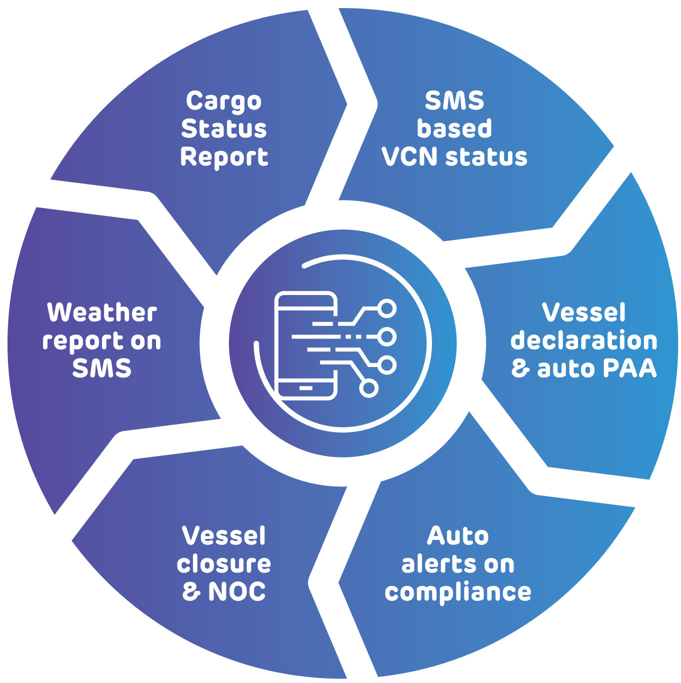
We serve our customers through state-of-the-art technologies, best-in-class infrastructure coupled with high level of automation and intense focus on time management in port and vessel operations, thereby providing them convenience delight. We offer value for money, which enables us to retain customer trust and confidence. During the year, we handled 15,212 vessels with 223 MT of cargo, an increase of 7% from FY19.

Our interactions with our customers are not limited to maintaining a rewarding relationship, but to maximise the customer experience. It provides us with multi-fold benefits such as customer retention, increased revenues, enhanced brand image and business sustainability.

We have implemented various initiatives such as our 'Smart Port' initiative, which uses IoT devices; we leverage big data analytics to offer superior value to our customers. Internally we utilise various IT tools such as APMS, SAP and Mercury amongst others to help us achieve operational and business excellence resulting into tangible benefits. With these tools in place we are able to visualise the entire cargo value-chain along with productivity of each component on real time basis thereby increasing efficiency. We have even extended some of our tools such as mobile web-based application: 'Vessel Cargo Tracking' which allows a customer to check and monitor vessel and cargo status at the port through mobile phones etc. The objective is to make our services customer friendly. This value-add is one of the key differentiators of our Ports.

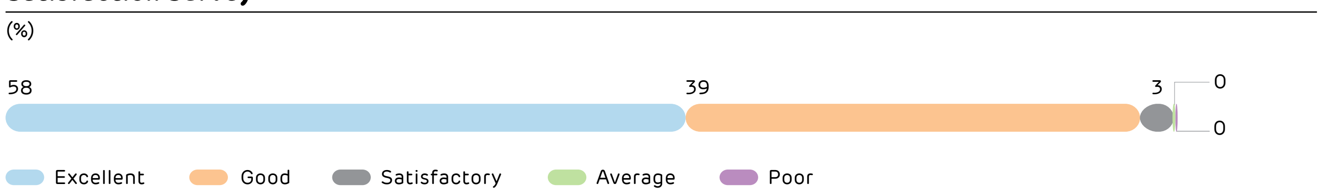
In a dynamic business environment, where we have global presence our business, faces stiff competition. It becomes imperative to measure customer satisfaction, as it one of the key financial drivers. There is a direct connection between customer satisfaction measurement and bottom-line results. Therefore, we conduct a customer satisfaction survey once in two years. It

Leveraging IT for information access to customers



facilitates us in identifying the needs and expectations of our customers, thereby creating opportunities for improvement. During the year, we have the process for our upstream customers and ships visiting our ports. During the year, we have the process for our upstream customers and ships visiting our ports. The results of the survey are as follows:

Satisfaction Survey



Customer Relationship

APSEZ considers data privacy and security not just as a risk management issue, but as a competitive advantage that is a critical component of brand-building and reputation. For us, data privacy is about consumer trust. Automated systems at container terminals have surely made our ports more efficient, safer and more profitable, but this reliability also brings with it multiple risks. Our sector is vulnerable to a range of cyber risks including thefts, misuse of personal data, and so on, which if not controlled can be dangerous. However, APSEZ has implemented stringent measures with respect to data privacy and security. During the year, we have not received any case of customer data security breach.

Vendor Management

Vendors are a critical entity in our value chain facilitating smooth delivery of our services. Managing this relationship effectively offers us a competitive advantage. It reduces risks with third parties, ensures the integrity of our data, provides clarity into supplier processes and practices, helps avoid unnecessary fines and mitigate reputation risks. A long term relationship allows the development of a streamlined, effective supply chain that will have a positive impact on costs and customer service. We look for a relation with our suppliers beyond procurements, contract signatures to one that offers a greater return on investments.

As a means to strengthen this relationship, we interact with our suppliers/vendors regularly through various platforms such as annual vendor meet, supplier vendor audit etc. with a specific focus on our critical vendors as it is important to manage them to ensure business continuity.

APSEZ has a complex supply chain spanning beyond national borders Therefore it is exposed to hidden and uncontrollable risks typically driven by ESG factors, such as natural resource depletion, human rights abuses and corruption. These risks may impact the financial performance of the Company along with the reputation and brand image. To limit our exposure to such risks, we have initiated a process to identify ESG related risk in the supply chain and subsequently take corrective actions to mitigate the same. While onboarding, a new supplier has to sign a general contract that includes terms and conditions w.r.t. to ESG related factors. During the year, we conducted an ESG assessment of our vendors to understand their level of maturity on these issues. The objective was to identify those areas where our intervention is required, to facilitate vendors in adoption of sustainable practices.

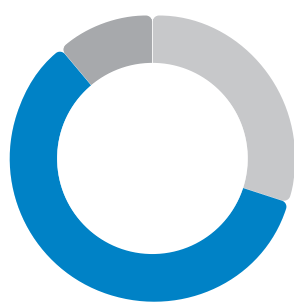
Vendor ESG Survey

Vendors Covered : 138

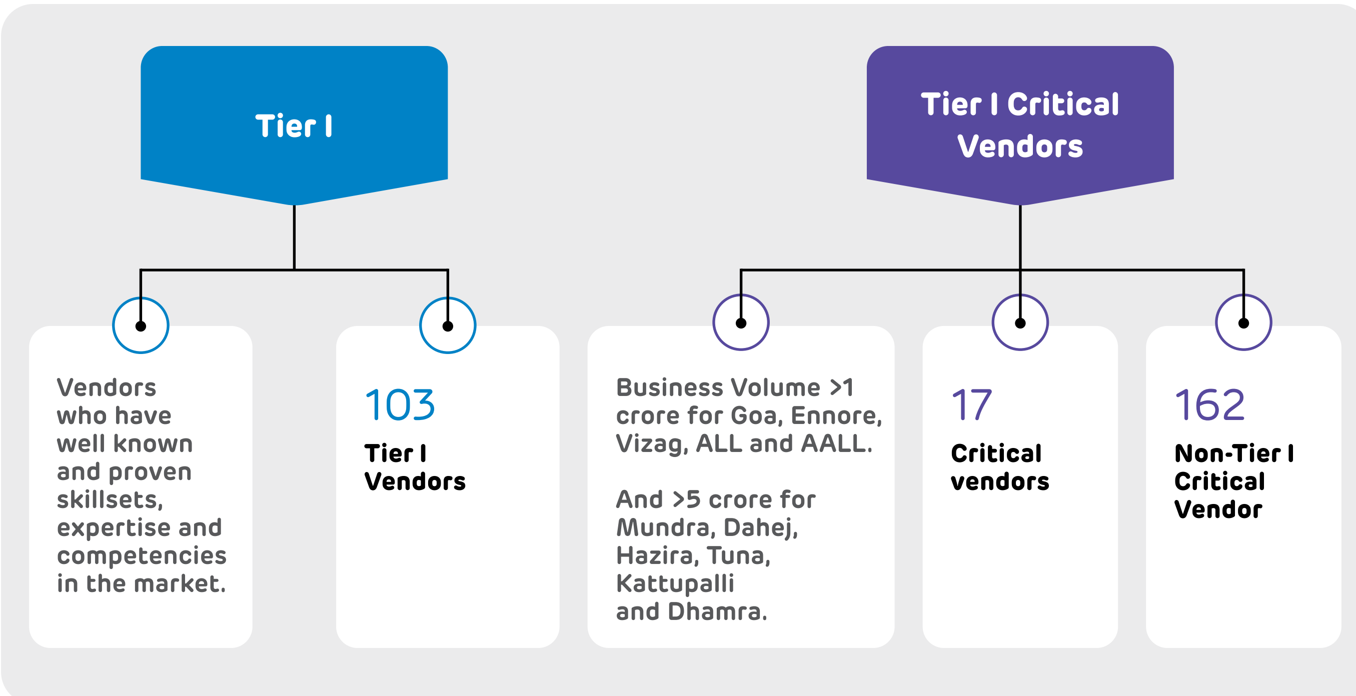
(%)

Overall Analysis

(%)



Vendor Categorisation

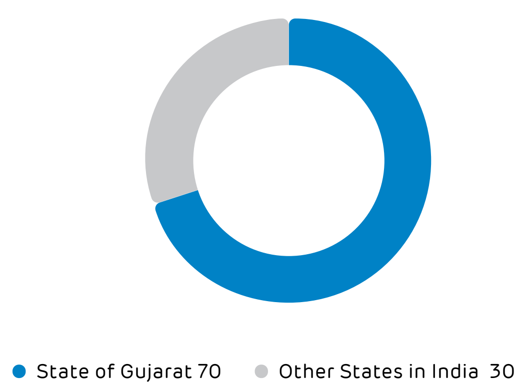


APSEZ understands that procurement is one of the key levelers that can stimulate local economic development. We perceive this function as a strategic partnership, which derives mutual benefits for both the Company and the Vendor/Supplier. We work towards implementing innovative measures in procurement and particularly how social and environmental criteria can be embedded in the process. We encourage small and medium local suppliers to bid for various opportunities. Majority of our procurement is from local area and most of our vendors are located in the state from where the respective entity is operating for instance 61% of vendors of APSEZ and 70% of AHPPL are located in the state of Gujarat. This has multifold benefits ranging from speed of delivery of services, after sale servicers, reduced cost etc. 99.9% of our procurement spent is from local suppliers in India. As on March 31, 2020 we have 3.394 vendors facilitating us in delivering our services.

We work in tandem with our suppliers for their development. Our techno-commercial department is in the process of developing a vendor development programme, which aims towards capacity development of our suppliers, covering areas including adaptation to new technologies, skills etc.

Local Procurement

(%)



Responsibility towards Society

Growing the circle of goodness

At APSEZ, we recognise our responsibility to leverage our scale and expertise to deliver positive and meaningful impact for society. We engage with local groups and associations to implement targeted programmes that emphasise good health, quality education, sustainable livelihoods and community infrastructure, in alignment with the Sustainable Development Goals (SDGs).

We believe that when we help our communities address their most pressing challenges, we are assisting in making our society and APSEZ more resilient.

Our Corporate Social Responsibility (CSR), sustainability and community outreach arm, the Adani Foundation has been striving to create sustainable opportunities for the marginalised communities for over two decades. Over the years, we have extended our focus from geographies where the Adani Group operates, to regions that are in a dire need for timely and relevant interventions.

Today, the Adani Foundation reaches 3.4 million people annually across 2,315 villages in 18 states across India. The Adani Foundation's success story is crafted by the communities that have taken ownership of the initiatives, ensuring that the impact is sustainable.

During the year, the Adani Foundation has taken a leap towards developing an inclusive society. The Foundation turned its attention to projects that benefit women, children, differently abled people, SC/ST and tribal communities as well as fisherfolk and farmers, by facilitating quality education, enabling the youth with income-generating skills, promoting a healthy society and supporting infrastructure development.

Education

The Adani Foundation ensures the realisation of children's true potential by providing affordable education through cost-free, as well as subsidised schools across India. It runs several smart learning programmes, besides projects that provide quality education across remote-area government schools. It further aids Aanganwadis and Balwaadis, by supporting their infrastructure development, which helps create a fun-filled environment for children.

1. Adani Vidya Mandir

The Adani Vidya Mandirs, currently operational in Ahmedabad, Bhadreshwar (Gujarat) and Surguja (Chhattisgarh), provide cost-free quality education to 2,201 meritorious students from economically weaker sections of the society.

Qualified staff, continual training and capacity building of the school staff ensure the holistic development of students' capabilities. The school provides these students free education, along with uniforms, books and stationery. The schools have created a benchmark in the cost-free model of education, as recognised by the Quality Council of India (NABET Accreditation).

Adani Vidya Mandir in Bhadreshwar, caters to children from the fisherfolk families, while the school in Surguja, reaches out to children in tribal communities. All three schools were recognised and appreciated at the recently held Samagra Shiksha Empowering Awards 2020, for their contribution in providing quality and value-based primary education to the underprivileged and realising their aspirations of studying in quality establishments.

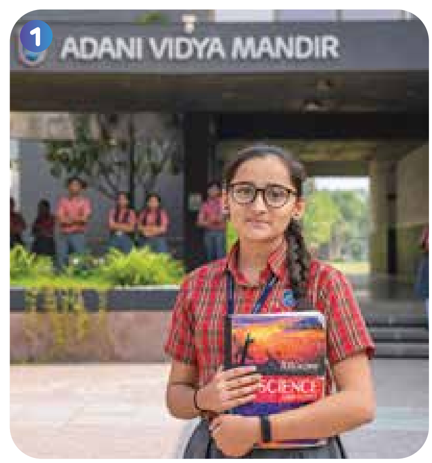
2,201

Meritorious students provided cost-free quality education

2. Adani-KISS Residential School, Baripada

Shri Naveen Patnaik, Chief Minister of Odisha, inaugurated the Adani-KISS Residential School at Baripada, Mayurbhanj district, Odisha. Mayurbhanj district has a large number of tribal communities. The Adani Foundation has committed more than ₹ 15 crore towards the construction of the school, with state-of-the-art facilities like an administrative building, academic block, hostels for boys and girls, staff quarters and a dispensary.

Adani-KISS Residential School will follow the state board curriculum and is a part of the Adani Foundation's vision of ensuring that every child receives equal opportunity towards a brighter future. It will impart cost-free education to the underprivileged, tribal children in the district, with special emphasis on girls.



Responsibility towards Society Contd.

3. Utthan

Project Utthan aims to strengthen three fundamentals of reading, comprehension and writing in students who are lagging academically – these progressive learners are addressed as 'Priya Vidyarthis'. Under this project, the Adani Foundation has adopted government primary schools in Kutch region to aid the teaching-learning experience through support from supplementary teachers called 'Utthan Sahayaks'.

With special attention and focus on these 'Priya Vidyarthis', the Foundation hopes to reach as many government school students as possible. So far, a total of 4,863 students from 35 schools across 24 villages are beneficiaries of this project. It is envisioned that the project will impact more than 14,000 students across 95 schools by the end of 2021. Following the success of the project in Mundra (Gujarat), a replica model was recently launched and expanded to Nakhatrana and Hazira (Gujarat) in November last year.

4,863

Students benefited through Project Utthan

Utthan Sahayaks, who belong to the community, and have studied throughout in English medium, teach English in classes I to IV using tailormade curriculum. They also work on improving the reading, writing and numerical skills of 'Priya Vidyarthis' through customised teaching-learning methodologies. While Utthan Sahayaks are supplementary teachers, a capacity building programme is conducted for the government school teachers and principals, as well.

Parents meetings are organised on a regular basis to encourage them to involve more in their wards' education. Through Project Utthan, the Adani Foundation has been successful in creating awareness about the importance of education among the people in rural Kutch. The teaching learning process has shown improvement. Reading and writing abilities of the 'Priya Vidyarthis' have advanced from 35% to 61%, while numerical abilities improved from 29% to 54%. Overall, the attendance of 'Priya Vidyarthis' has increased from 28% to 62% and drop-out ratio has reduced significantly.

Focus on science, sports kits and reading with weekly library activities ensures holistic development of students. Moreover, the Utthan Sahayaks have been successful in gaining the parents' trust and in encouraging them to send their children to school, without gender discrimination. This has helped in bridging the gender gap, which is starkly visible in the schools of rural areas.

Case Study: **Turning aspirations to reality**

Site: **Bhadreshwar, Mundra**

Mahammad Shakil Manjaliya, a mechanical engineering student, is working on a project based on Robotics. He is a native of Bhadreswar village and a fisherman's son, who is a first generation school-goer! Currently, he is studying in the second year of college.

As a child, Mahammad studied in the primary government school in Bhadreswar village and then was admitted in the Adani Vidya Mandir, Bhadreswar. It was here that he received not only stress-free education, but also breakfast, lunch, uniforms, books and other school materials. The holistic development at the school became a turning point in his life. In 10th standard examination, he passed with flying colours and when the school principal sensed his desire to study engineering, he was supported in every possible way. The Adani Foundation bore all expenses related to his college education.

However, he faced a roadblock as every subject was being taught in English. But his dream to create a better life for his family of 10 members, especially his younger brother who was suffering from thalassemia, motivated him to keep going. Also, living in a kachchha house, which turns very troublesome during the monsoon, bothers him. Mahammad wants to change that. He believes that the best way to repay the help he received is to be a responsible citizen and contribute to nation-building, as that is also the Foundation's mission. Many children like Mahammad are getting the opportunity to choose a life that they would like to lead, for themselves, and their loved ones.

Health

Bringing healthcare to the remotest regions of India, the Adani Foundation's key focus is improving access to quality healthcare services for people belonging to the weaker sections of the society. In this pursuit, it runs Mobile Health Care Units (MHCUs), hospitals and clinics across the nation. The Foundation organises general as well as specialised health camps. It also provides special support to the differently abled and the elderly, another significant step in increasing healthcare support across the country.

1. Gujarat Adani Institute of Medical Sciences (GAIMS)

GAIMS is the only high-tech medical college and multi-specialty modern district hospital in Bhuj, Kutch district. Established in 2009, as the first-ever Public Private Partnership (PPP) endeavour between the Government of Gujarat and Adani Education & Research Foundation, it took over the reins of G.K. General Hospital (GKGH), the district's only multi-specialty teaching hospital.

At the moment, the GKGH has 750 bed strength capacity, 14 operation theatres, 58-bed Intensive Care Unit (ICU),


1

Responsibility towards Society Contd.

1.5 Tesla MRI machine, 16 slice CT Scan machine and other infrastructure facilities required for being a frontline modern multi-specialty district hospital.

The entire campus is spread across 27 acres of land in the middle of the Bhuj city and consists of teaching hospital, medical college, hostels for undergraduate and postgraduate students, residential quarters for staff and government offices.

GKGH is the only referral hospital in Kutch district and often considered the last resort by patients arriving from the farthest corner. The hospital is backed with a vision to offer the best in patient care and is equipped with technologically advanced healthcare facilities. A team of well-trained medical staff, non-medical staff and experienced clinical technicians work round-the-clock to offer various services. Their professional services make it a sought-after hospital in Bhuj.

2. Health cards, camps and Mobile Healthcare Units (MHUs)

The Vadil Swasthya Yojana benefits senior citizens from socio-economically marginalised sections. Senior citizens with family income of less than ₹ 2 lakh per annum are provided green cards to avail free healthcare services amounting to ₹ 50,000 for a period of three years, while those with family income of more than ₹ 2 lakh per annum are given blue cards to avail healthcare services at the Adani Hospitals at highly subsidised rates.

Various seasonal/need-based health camps are organised at regular intervals to meet the specific needs of the community. The Foundation conducts camps on gynaecology, blood donation, eye check-up, awareness about government schemes and others to deliver medical services to remote areas. The camps treat ~40,000 patients annually, on an average.

There are 14 rural clinics run at various locations providing timely services to ~30,000 patients annually, on an average. The Foundation also operates Mobile Health Care Units (MHCUs), delivering on-the-spot medical assistance to patients in regions where medical facility is not available. At present, 17 MHCUs across the nation attend to 3.75 lakh people annually, on an average.

30,000

Patients provided timely services through 14 rural clinics

Sustainable Livelihood

The Adani Foundation drives sustainable livelihood generation with a belief that a society of empowered individuals who enjoy a decent standard of living create overall prosperity and help develop a nation. The Foundation builds social capital by promoting Self-Help Groups (SHGs), supporting initiatives towards preservation of traditional art and organising skill development training. Specific programmes are designed for fishermen communities, farmers and cattle owners, youth and women.

1. Vizmart

Women empowerment, in its truest form, strengthens their ability for decision-making and transforms these decisions into desired actions and outcomes. It entails access to government programmes, mobility outside the home, economic independence and purchasing power. Among many unique initiatives undertaken by the Adani Foundation to make women self-reliant is Vizmart in Vizhinjam, Kerala.

Vizmart is a market outlet with 14 shops run by women from the community in the periphery of the Vizhinjam Port. The motive of Vizmart is to materialise a sustainable market for the women Self-Help Groups (SHGs).

The market has been developed with facilities to run 13 shops for different livelihood units developed and facilitated by the Adani Foundation through SHGs. Further necessary training, sourcing of products for the groups, branding support, bank linkages, product packaging, linkage with resources and market were also provided by Adani Foundation.

Vizmart – Market outlet opened to materialise a sustainable market for the women SHGs

The units functioning in this mart are:

You, Me & Tea Café; Turn to Fresh – Organic Shop; Agro clinic (Agricultural promotion and cultivation); Vegetable Shop; Textile shop; SRM-Stitching unit (On the spot stitching); Laundry & Ironing unit; Elite Fancy Shop (Fancy items including costumes and cosmetics); Kitchen Utensils Unit; Prime Hi-tech laundry unit; Data-plus unit (Mobile data and network related work); Clean 4 You (Cleaning of homes and institutions); SRM Stitching unit.

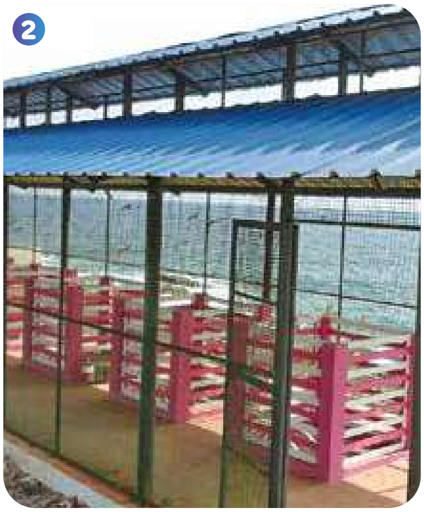
2. Solid Waste Management (Aerobins), Vizhinjam

The Environmental Impact Assessment study carried out by the Government of Kerala through Vizhinjam International Seaport Ltd. (VISL) in 2013 highlighted that solid waste is increasingly becoming a socio-economic threat for the communities in and around Vizhinjam. The report stated that a proper waste management plan must be developed for various type of solid waste generated depending on the characteristics of waste. Accordingly, a solid waste management system was proposed for the old and new fishing harbours and the surrounding area with the help of SHGs like Kudumbashree unit.

The Adani Foundation adopted a two-pronged approach in addressing this issue. It has set up Thumboormozhi Aerobins as a facility for waste compost and is creating awareness among the waste generators on how to segregate the waste and dispose it scientifically through such facilities. Here, a new model called CLAP (CSR, Local Authority and People interactive model) was initiated by defining the role for each stakeholder.

This has yielded better results in the communities, wherein currently the waste from ~2,500 families is treated through Thumboormozhi. The awareness campaigns have also resulted in the disappearance of waste mounds from 20 locations. The intervention has brought a sudden change in the waste accumulation of these divisions. Now it is recommended to initiate a plastic shredding unit for processing plastics and making the area cleaner and greener.

1


2


Case Study: **Building a beautiful life**

Site: **Vizhinjam, Thiruvananthapuram, Kerala**

Sharabindhu belongs to Vizhinjam, where she lives with her husband, who works as a mason, and two children. Her family is categorised to be below poverty line. Sharabindhu is a graduate and was an active volunteer during the post-flood cleaning campaign in Alappuzha. It was during this time that she was trained under the Entrepreneurial Development Programme by the Adani Foundation's Project Saksham.

Sharabindhu now works at Vizmart, an exclusive market outlet for livelihood groups developed by the Adani Foundation. Of the 75 women running Vizmart, all of whom were trained as women entrepreneurs under Project Saksham, Sharabindhu was nominated as the president because of her leadership qualities. All the members of this group are from economically weaker sections of the society, but are now empowered to build a life of dignity, self-reliance and financial independence.

Responsibility towards Society Contd.

Community Infrastructure

The development of community infrastructure provides access to resources, including potable water, quality healthcare services and increase in the avenues for developing livelihoods, among others, which lead to better productivity, reduction in morbidity and adequate employment. Recognising government as the key player in the provision of basic infrastructure facilities, the Foundation endeavours to bridge the gap between facilities and grassroots' requirements, with need-specific and responsive activities.

1. Water Conservation

The Adani Foundation engages in active collaboration with the beneficiaries and government bodies to develop and implement techniques for collection and storage of rainwater in Kutch district. The direct beneficiaries of the project are farmers and women who are most concerned with water usage and interact with water resources daily.

Total 75 borewells have been recharged in four villages in Kutch district as part of the project and they provide 85% of the annual water requirement of a household and irrigation in some cases. The recharge of the borewells has also led to reduction in Total Dissolved Solids (TDS) level, improving both quality and quantity of crops.

75

Borewells recharged in four villages

The Adani Foundation also completed 54 rooftop rainwater harvesting structures in villages of Kutch and each structure has a capacity of storage of 10,000 litres.

Additionally, the Foundation has constructed 22 check dams, revived 360 village ponds and deepened several streams across various geographies. This helped increase the water storage capacity to 78,34,050 m3 and increase irrigation facility to 18,200 acres of land during lean period.

Case Study: **Resolving water scarcity challenges**

Site: **Zarpara Taluka, Mundra, Kutchh**

Since childhood, Raymal Punshi Maheshwari had witnessed water scarcity disrupting his family's domestic, as well as agricultural routine. As he grew up and took charge of his family's farming activities, he grew eager to identify and implement effective water conservation techniques to solve these issues.

Kutch has a dry temperate climate and receives negligible rainfall. The region's water requirement is fulfilled through reservoirs, which are insufficient to meet other requirements, after catering to the standing crops during summers.

While most of Kutch residents are adversely affected by this water crisis, Raymal initiated a sustainable solution for his farms.

Under the guidance of the Adani Foundation, he perfected the practice of borewell recharge and farm bunding to increase the groundwater level by preventing run-off during monsoons.

The borewell recharge activity led to water level increase from 30 ft to 50 ft. The TDS reduced up to 500 to 700 mg/l. For domestic utilisation purposes, the Adani Foundation's rooftop rainwater harvesting technique ensured that Raymal's family of six has water for the whole year. Additionally, he employed the innovative practice of pond deepening that has resulted in exponential groundwater augmentation.

Raymal and his wife's enthusiasm is remarkable in micro irrigation, fodder cultivation and water recharge activities. They also encouraged and guided other farmer families to embrace these affordable, easily implementable and highly replicable techniques, leading to a happier and more prosperous farming community in this region.

Special Projects

1. Adani Skill Development Centre (ASDC)

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 are digital literacy, general duty assistant (GDA), self-employed tailor and sewing machine operator, beauty therapist and assistant electrician. The training imparted prepares the beneficiaries for working in IT, healthcare, apparel, beauty and wellness and construction sectors. The initiative also trains marginalised groups like widows or differently-abled people (Divyang).

In its three and half years of operations, ASDC has trained more than 55,000 people for various skills and generated 65% livelihood through 45 courses in ten states.

55,000+

People trained through Adani Skill Development Centre

'Phoolo Jhano Saksham Aajeevika Sakhi Mandal' in Godda, Jharkhand operates in 17 locations and has benefited 1500 women, of Godda, who have been trained in stitching and tailoring, through ASDC. The Adani Foundation, with support from the district administration of Godda, has set up three mega garment production hubs, where these women are involved in stitching various items like school uniforms and bags, among others. The state government has entrusted these tribal women to produce school uniforms for all children, who will be attending government schools in the district for the next five years.

ASDC is also reviving handicrafts to preserve the culture of the area. It has played a crucial role in the revival of SUF and Namda handicrafts in Mundra, Gujarat, under the programme called Aarambh by training a group of women from the community. Marginalised groups like young widowed women in Bhuj, Gujarat, are being trained in Patient Care and Assistance (General Duty Assistant Course) and have been successfully placed in various reputed hospitals.

Responsibility towards Society Contd.

Case Study: **Writing one's own destiny**

Site: **Luni Village, Mundra, Kutch**

Life often teaches us that we need to work hard to achieve our goals and write our own story. Such is the story of Irfan Manjaliya, who belongs to the fisher-folk community in Luni village. Born in 1993, his childhood was spent in playing with sand and fishes, alongside getting primary education at Luni. With support from the Adani Foundation, he completed his schooling successfully.

After that, his family had planned to involve him in the familiar fishing industry, but Irfan thought differently. He approached the Adani Foundation for guidance and was admitted in the Adani Skill Development Centre (ASDC) to learn computer applications. He was always interested in technology and he quickly learnt the software Tally. Soon after, he trained to become a crane operator and joined an agency of the Adani port as checker. His training and subsequent employment brought immense happiness to him and his family.

Interestingly, during holidays, Irfan used to visit other departments of the port to learn new things instead of staying at home. He was motivated to practice the operation of cranes, something that he did not think that he was capable of. With the pursuit of his interest, his family, which was under debt, now leads a life of peace and self-respect. With tremendous hard work, Irfan became a source of inspiration for his community. He has set an example for everyone to believe that with determination and the support of an organisation like the Adani Foundation, youngsters like Irfan can build a good life.

Case Study: **Overcoming odds to win**

Site: **Lakhpat, Mundra**

Bharat Kanji Maheshwari resides in Lakhapat village of Mundra block with his parents, grand-mother and a sister. His father is a farm labourer and his sister, a student. Bharat only studied till class VII and is a divyang, who cannot use both his legs. He started a bicycle puncture repair shop in his neighbourhood to financially help his family.

At one of the Gram Sabhas held in the village, the Adani Foundation shared information about their activities and benefits, which were directed towards the differently abled, widows and the elderly. A few villagers brought up the case of Bharat and requested that he be helped. The Sarpanch pledged his support to ensure that a lifetime pass for bus travel is issued to Bharat. He also suggested that the Adani Foundation allots a tricycle to help him commute easily. This way, he could also go to the market, area where he would get more work.

After Bharat received his tricycle, he started his 'mobile' puncture repair shop, wherein customers would call him in case they needed to get their bike puncture repaired. The idea worked wonders! Today Bharat is getting more work and is able to reach more customers, fetching good money and earning self-esteem.

The Adani Foundation's efforts for the differently abled persons are aimed at enabling and skilling them to help themselves.

2. Swachhagraha

The Adani Foundation is striving to create a culture of cleanliness across 19 states, by promoting a culture of cleanliness. With a team of more than 1,00,000 Swachhagrahis (school' students) and Preraks (teachers) from more than 5,500 schools, the movement has grown 100 folds to reach out to people indirectly. The programme focuses on four key themes, waste management and littering, sanitation, personal hygiene and toilet etiquettes.

5,500+

schools launched the Swachhagraha programme under Adani Foundation's guidance

3. Udaan

The Udaan project is geared towards motivating students and encouraging them to achieve excellence as well as inculcating an entrepreneurial spirit in them. Under this project, a two-day exposure tour is organised, wherein school and college students are given an opportunity to visit the Adani Group's business establishments in Mundra and Hazira in Gujarat, Tirora in Maharashtra, Kawai in Rajasthan, Dhamra in Odisha and Udupi in Karnataka, to gain insight about its operations.

So far, 3,48,831 students and teachers from 5,261 institutions have visited the facilities.

3,48,831

Students and teachers participated in Udaan

Governance

Integrity Underpins Our Strategy

We are committed to maintaining strong corporate governance practices and ethical behaviour across every aspect of the business. Our reputation as an ethical and trustworthy Company is our most important asset. We believe that consistently focusing on good governance and applying the highest ethical practices in all our activities enables us to uphold the trust of our stakeholders.

We are firmly committed to following sound and effective practices in corporate governance, along with comprehensive and fair disclosure. Our pursuit of new approaches to achieve higher standards sets us apart and leads to greater transparency and integrity in our actions.

Influence of Corporate Governance in the Ports and Logistics Industry

The Ports and logistics industry has always played an important role in the country's economy and society. They play a decisive role in the development of the industry and trade. They act not only as the custodian of wealth of the country, but also as resources of the country, which are necessary for the nation's progress.

Influence of corporate governance and its relationship on the performance of a company is of massive practical importance. The company needs to address firm-specific factors that are internal in nature such as financial risk, liquidity risk, credit risk, operational risk, profitability and corporate governance in order to achieve high growth and performance. Macro-economic factors that are external to the company such as inflation, Gross Domestic Product, unemployment rate and interest rate also require good governance.

At APSEZ, corporate governance encompasses the rules, practices, and processes by which the Company is directed and controlled. Corporate governance essentially focuses on balancing the interests of stakeholders, such as shareholders, management, customers, suppliers, financiers, government and the community at large. Along with the focus on the financial and operational performance, APSEZ is equally committed to strengthening its corporate governance practices as well as environment and social responsibilities (ESG).

External Operating Environment and APSEZ's Governance

APSEZ operates in a complex and fast-changing environment, with economic impacts, demographic trends, technological advancements with an increased focus on mega-alliances, evolving global trade, consolidation and integration. This dynamic environment presents us with opportunities to expand our value creation over the longer term, through an innovative and agile strategic approach and effective risk management.

In response to this dynamic environment and the related challenges and opportunities, we have developed a strategy aimed at creating sustainable value over the medium to longer term. Among the many strategic priorities towards sustainable future, APSEZ's aim is to build an ethical corporate governance culture. The Company has set objectives to enhance trust among stakeholders through transparent and consistent disclosures and a visibly effective governance of the Board.

APSEZ continuously improves governance framework, associated policies and disclosures, as well as monitors and evaluates impactful outcomes. For FY19, the Company modified existing 'Related Party Transaction Policy' to include sales and purchase of assets, modified shareholders reward policy and linked it with returns from PAT, better public disclosures on policies and governance decisions.

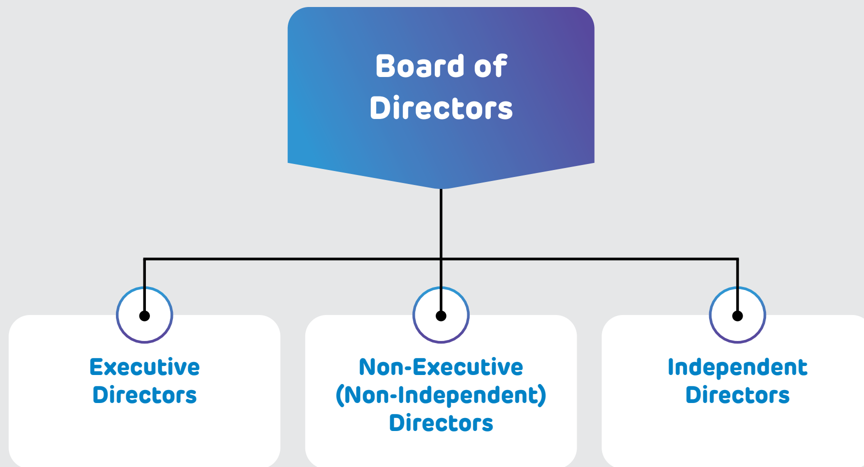
Structure of the Board

Being at the centre of APSEZ's corporate governance practice, our Board possesses the correct balance of skills, knowledge and industry experience to lead APSEZ effectively, achieve our strategic objectives and long-term goals, and drive sustained long-term value for our shareholders.

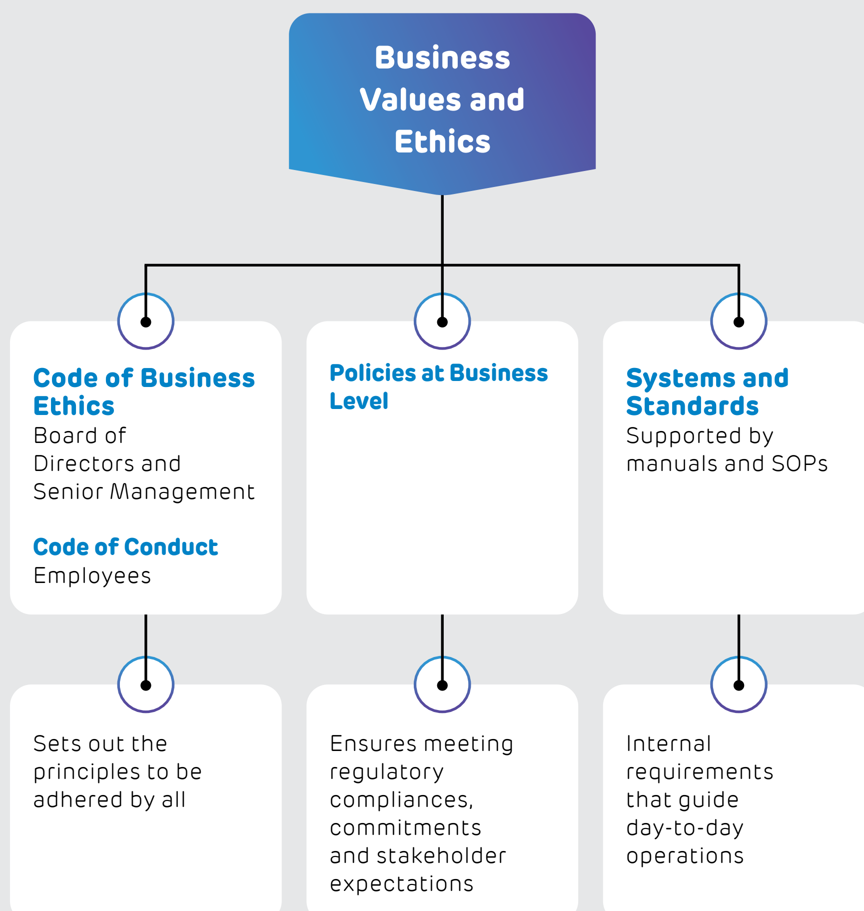
APSEZ's corporate governance practice is supported by a number of committees to which certain Board responsibilities are delegated. These committees, in turn formally report to the Board following each meeting to ensure that the Board remains fully updated on their activities.

The principal Board Committees include the Audit, Nominations and Remuneration, Stakeholders' Relationship, Sustainability and Corporate Social Responsibility, Risk Management and Transfer Committees, with formally delegated duties and responsibilities and written terms of reference. From time to time, the Board may set up additional committees to consider specific issues when the need arises.

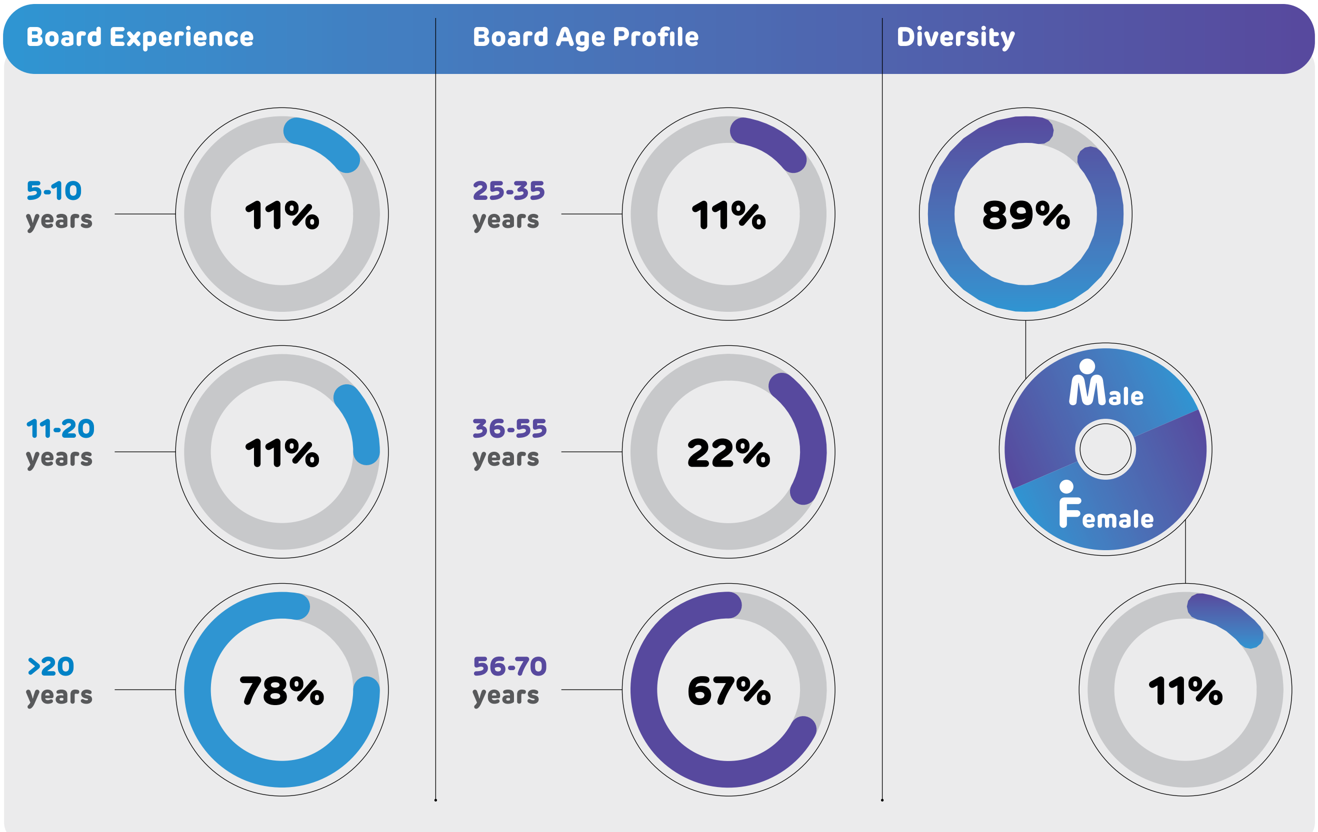
APSEZ recognises and embraces the benefits of having a diverse Board and seeks to increase diversity at Board level, which it sees as an essential element in maintaining the Company's competitive advantage. APSEZ understands that a truly diverse board includes and makes good use of differences in the skills, regional and industry experience, background, race, gender and other qualities of the Directors. These differences are considered in determining the optimal composition of the Board.



Approach to Corporate Governance



Governance Contd.



Board Evaluation and Compensation

Board Evaluation

The Board undertakes a formal annual evaluation of its own performance and that of its Committees and individual Directors. The evaluation of the Board and its Committees is a key component of effective corporate governance.

Evaluation Process

Step 1

Self Evaluation
Questionnaire completed by each Director to review Board and Committee performance.

Step 2

Interview
In order to maintain anonymity, the compilation of information is done by Practising Company Secretary, who provides the means and median of the questionnaire.

Step 3

Discussion and Review
The Independent Directors review and discuss the report submitted by the Practising Company Secretary. Basis the evaluation, the outcome is discussed with the Chairman.

Step 4

Plan of Action
The Chairman informs the Board, and the same is taken on record.

It is a vital tool to ensure that the Board discharges its responsibilities effectively and assists in identifying possible ways for improving its performance.

For the financial year ended March 31, 2020, the Board's evaluation was facilitated internally through a structured process encompassing various aspects of the Board functioning such as composition of the Board and Committees, experience and competencies, performance of specific duties and obligations, contribution at the meetings and otherwise, independent judgement, governance issues, among others.

The evaluation process covered a wide range of issues including leadership, dynamics of Board meetings, competency of Board members, succession planning, information quality and flow, relationship with senior management, quality of Board supervision and decision-making with emphasis on the Board's role in strategic decisions.

Remuneration

The compensation of the Board of Directors is determined by the Company's size, complexity and financial position, as well as the performance of the Board as a whole. It is designed to promote sustainable corporate development and ensure a pronounced variability in relation to the performance of the Board and APSEZ's success.

The remuneration of the Board complies with the guidelines of the Companies Act, 2013. The details concerning main components of the compensation system for the Management Board, Supervisory Board, and the Shareholders' Committee of APSEZ and indicated level of remunerations paid can be accessed on page no. 156 of the Annual Report FY20.

Code and Standards

As Code of Conduct constitutes an important part of APSEZ's business model, it carries out its business activities at a high level and maintains ethical standards in achieving its vision and mission. Being committed to acting with transparency, ethics and integrity, APSEZ's approach to risk management and systems of internal control is in line with the principles contained in the Code of Conduct. In order to build strong relationship and trust with our stakeholders as well as sustaining our growth and expansion for 100 more years, we have managed to embed these principles in the culture of the Company to protect our commitment to functioning with integrity.

We have implemented several internal process, controls, best practices and policies to ensure good governance within the Company so that employees can discharge their official duties in the best interest of all stakeholders.

Code of Conduct

Aligned across the Adani Group, our principles contained in the Code of Conduct are fully adhered to by all our employees, including the Board and Senior executives.

Management and employees receive regular awareness trainings on the Code and its implications periodically through multiple modes of communication. Also, the Code of Conduct forms an important part of our process of on-boarding the employees, who are required to sign the Code as part of their employment contract.

We have demonstrated high standards of business integrity and ensured compliance with a wide range of internal protocols, national and international laws. As our business expands geographically, we are increasingly operating in countries identified as having a high risk of exposure to these laws. Ensuring compliance with trade sanctions and import and export controls as part of our business operations is of utmost importance. Failure by our employees or agents to comply with these regulations could result in substantial penalties and significant damage to our reputation impacting our future revenue and cash flow. Allegations of corruption or bribery or violation of sanctions regulations could also lead to reputation and brand damage with investors, regulators and customers.

In FY20, we conducted awareness on APSEZ's Code of Conduct for all the new hires.

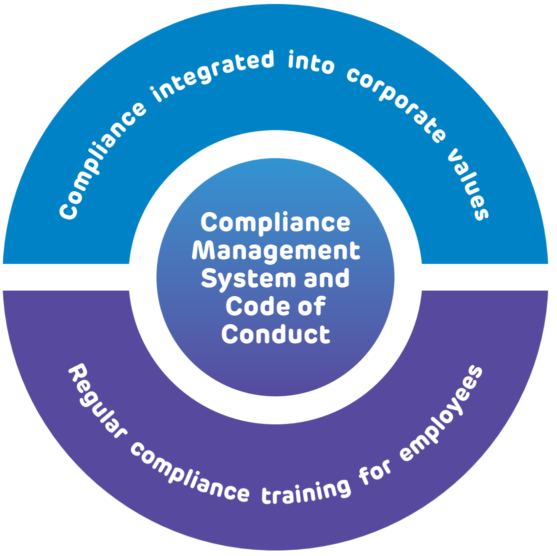
Based on our corporate values and voluntary commitments, our Code of Conduct defines our commitment to responsible conduct and expectations around how all APSEZ employees interact with business partners, officials, colleagues and the community.

Governance Contd.

Our teams are obligated to adhere to important aspects ranging from corruption, human rights, labour laws and social standards, conflicts of interest and trade control, and protection of data privacy.

Whistle Blower Policy

Our Code of Conduct and newly strengthened Whistle Blower Policy are the tool, we use to guard against corruption within APSEZ. Our Whistle Blower Policy is for employees to report complaints and concerns about conduct which is considered to be contrary to APSEZ's values. The Whistle Blower Policy has established the necessary vigil mechanism for employees and Directors to report concerns in confidence, about unethical behaviour, misconduct, malpractice or irregularities in any matters related to the Company. The Audit Committee monitored and reviewed investigations of the whistleblower complaints received during the year.



Anti-Corruption

Corruption and bribery undermines social and economic development. APSEZ is committed to the fight against it and aims to eliminate corruption in the logistics industry through both multi-stakeholder collaboration and our own operations. Corruption corrodes the business environment, adds to the cost of participating in global trade and has significant negative impact on the markets and countries we operate in. Furthermore, it affects external confidence as well as Company morale.

For APSEZ, non-compliance with legislation on bribery and corruption may lead to legal and reputational risks, extra costs, inefficiencies in our business and ultimately debarment from markets. Risk of corruption is found primarily in our interactions with authorities over controls and approvals in ports and border controls, mostly in the shape of facilitation payments. Risk of corruption in our supply chain is managed through stringent processes and controls.

Our Compliance Management System aims to ensure adherence to legal regulations and the Company's internal guidelines. An IT enabled compliance management system: Legatrix, which provides compliance status through compliance dashboards and apprises us with the cognisance of the non-compliances immediately.

One key element in the prevention of compliance violations is compulsory training and workshops held as classroom or online courses. All employees are required within a prescribed time frame to take part in basic compliance training, refresher courses and special tutorials. Training senior executives is a particular focus.

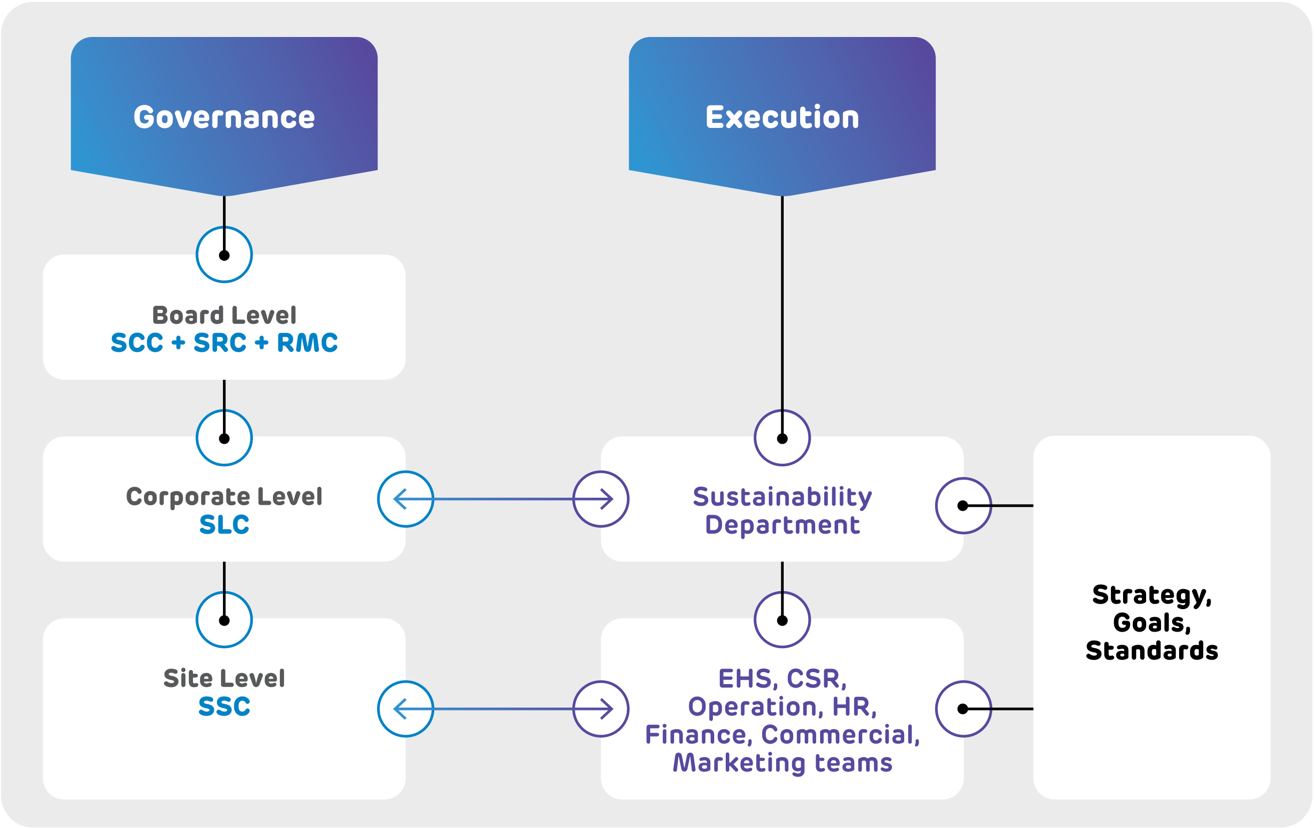
Legatrix acts as a resource library that provides us with a comprehensive matrix on all applicable legal, statutory and regulatory laws and its management.

Integration of Sustainability – An Oversight

We recognise that doing business in a sustainable and responsible manner is integral to ensuring our future viability. Sustainability considerations underpin our strategy and are integrated into the way we do business. We are successful in the long term when our business operations add value to the environment, society and the economy. We want to be a thought leader in sustainability and increase the relevance of sustainability in our decision-making processes and business models. This secures the long-term success of our Company, creates business opportunities and establishes us as a key partner supporting the supply chain.

Sustainability is at the core of what we do, a driver for growth as well as an element of our corporate governance. That is why sustainability is firmly anchored into our Company's vision, strategy and business models. We have constituted the Sustainability and CSR Committee (SCC) at the Board level that oversees our positions and practices on sustainability issues, principally in relation to social and environmental matters that affect shareholders and other key stakeholders.

Sustainability Governance



Chaired by the CEO, our cross-functional Sustainability Leadership Committee (SLC) is responsible for ensuring the operationalisation of Sustainability as part of our business strategy by:

- Overseeing strategies, policies and practices on sustainability matters to attain Company's Sustainability frameworks, risks, standards, priorities, community-led initiatives and partnerships
- Reviewing and reporting to the Board on Company's performance, key international sustainability trends, benchmarking against peers and public disclosures

Through its representatives, the Head of different corporate functions, the committee brings both, their expertise and their needs, to the SLC. At the same time, the Heads support the implementation of our sustainability strategy in their respective functions through site level Sustainability Steering Committee (SSC).

By identifying relevant topics and trends as well as potential opportunities and risks along our value chain through dialog with stakeholders, supported by continuous global data analysis, we have formed focal points of material issues and strategies for our commitment towards them. For example, development of appropriate management systems for managing and measuring greenhouse gas emissions, water consumption, energy reduction, safety incidents etc.

Overarching sustainability issues are coordinated by the Corporate Sustainability department, which serves as the Company-wide interface for sustainability. Response to environmental issues and climate change risks are effectively monitored through comprehensive environmental management system at the site level and reviewed by the SCC of the Board, which convenes twice a year.

Business success for tomorrow means creating value for the environment and society, and not just focusing on profits. This is why, in addition to our new financial targets, we have also set ourselves new non-financial targets. This allows us to compare the significance of financial and nonfinancial outcomes of our business activities on society and show interdependencies. The results of these assessments are helpful in our discussions with stakeholders.

Based on the evaluation and prioritisation, we have defined how we plan to contribute to our long-term goal of becoming a green port in each focus area. In addition, we have established management systems, SOPs, organisational structures that provide a framework for measuring and implementing these topics. We regularly review our goals and targets and revise them whenever necessary.

We report transparently on our target achievement so that our customers, investors, employees and other stakeholders can track our progress.

Board of Directors

Mr. Gautam Adani
Chairman and Managing Director
C C

Mr. Rajesh Adani
Non-Independent and Non-Executive Director
C C M M M M

Mr. Karan Adani
Whole-Time Director
M

Dr. Malay Mahadevia
Whole-Time Director
M M M M

Prof. Ganesan Raghuram
Independent and Non-Executive Director
C C M

Mr. Gopal Krishna Pillai
Independent and Non-Executive Director
C M M M M

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

Mr. Bharat Sheth
Independent and Non-Executive Director

Ms. Nirupama Rao
Independent and Non-Executive Director

Board Committees

- Finance Committee
- Transfer Committee
- Sustainability and Corporate Social Responsibility Committee
- Risk Management Committee
- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders' Relationship Committee

C Chairman M Member

Mr. Gautam Adani
Chairman and Managing Director

Mr. Gautam Adani has over 33 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

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
Whole-Time Director

Dr. Malay Mahadevia holds a master's degree in dental surgery from Nair Hospital Dental College. He completed his doctorate 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 a Director of the Indian Institute of Management, Bangalore. Prior to taking over as director of IIM Bangalore, he was a professor and chairperson of the Public Systems Group at IIMA. He also acts as 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.

Mr. Mukesh Kumar, IAS

Non-Independent and Non-Executive Director

Mr. Mukesh Kumar is an IAS Officer of 1996 batch. He holds bachelor of technology degree in Electrical Engineering from the Indian Institute of Technology, Kanpur and executive master's in public administration from the Maxwell School, Syracuse University, USA.

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

Mr. 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. 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 on 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.

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 also on the Board of Indian National Shipowners Association and International Tanker Owners Pollution Federation Limited.

The Company has grown as an esteemed shipping company internationally through his business insight and ability of timing the markets. From being fully India-centric five years ago, the Company today has just 30-35% of its revenues generating from Indian operations. Under his active leadership, Great Eastern has successfully navigated many tumultuous cycles in 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 and Jawaharlal Nehru University 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 Councillor of the World Refugee Council.

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

Conversion Factors

Grid Power	Emission Factor (tCO_2/MWh)	0.82	1
	Conversion Factor (kWh to GJ)	0.0036	2
Diesel	Net Calorific Value (TJ/Gg)	43	3
	Density (kg/L)	0.8325	4
	Conversion Factor (L to GJ)	0.0358	6
	CO_2 Emission Factor (kg CO_2e/TJ)	74,100	3
	CH_4 Emission Factor (kg CO_2e/TJ)	3	7
	N_2O Emission Factor (kg CO_2e/TJ)	0.6	7
Petrol	Net Calorific Value (TJ/Gg)	44.3	3
	Density (kg/L)	0.7475	4
	Conversion Factor (L to GJ)	0.0331	6
	CO_2 Emission Factor (kg CO_2e/TJ)	69,300	3
	CH_4 Emission Factor (kg CO_2e/TJ)	3	7
	N_2O Emission Factor (kg CO2e/TJ)	0.6	7
Furnace Oil	Net Calorific Value (TJ/Gg)	40.4	3
	Density (kg/L)	0.95	8
	Conversion Factor (L to GJ)	0.0384	6
	CO_2 Emission Factor (kg CO_2e/TJ)	77,400	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 Calorific Value (TJ/Gg)	40.4	3
	CO_2 Emission Factor (kg CO_2e/TJ)	77,400	3
	CH_4 Emission Factor (kg CO_2e/TJ)	7	7
	N_2O Emission Factor (kg CO_2e/TJ)	2	7
Jet Kerosene	Net Calorific Value (TJ/Gg)	44.1	3
	Density (kg/L)	0.709	9
	Conversion Factor (L to GJ)	0.03126	6
	CO_2 Emission Factor (kg CO_2e/TJ)	71,500	3
Acetylene	Conversion Factor (m3 to kg)	1.1	10
	Net Calorific Value (GJ/kg)	0.0499	10
	Emission Factor (kg CO_2e/kg)	3.39	10
PNG	Emission Factor (kg CO_2e/MMBTU)	61.71	11
LPG	Net Calorific Value (TJ/Gg)	47.3	3
	CO_2 Emission Factor (kg CO_2e/TJ)	63,100	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	1,810	12
R32	Global Warming Potential	675	12
R407c	Global Warming Potential	1,774	12
R410	Global Warming Potential	1,182	12
CH4	Global Warming Potential	28	13
N_2O	Global Warming Potential	265	13

1 http://www.cea.nic.in/reports/others/thermal/tpece/cdm_co2/user_guide_ver13.pdf

2 https://www.aqua-calc.com/convert/power/kilowatt-to-gigajoule-per-hour

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/

8 https://beeindia.gov.in/sites/default/files/2Ch1.pdf

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/files/2018-03/documents/emission-factors_mar_2018_0.pdf

12 http://www.linde-gas.com/internet.global.lindegas.global/en/images/Refrigerants%20environmental%20GWPs17_111483.pdf

13 https://www.ipcc.ch/site/assets/uploads/2018/02/SYR_AR5_FINAL_full.pdf

GRI Content Index

General Disclosures

	Disclosure	Chapter Name	Page no.
Organization Profile			
102-1	Name of the organization	Introducing Adani Ports and Special Economic Zone Limited (APSEZ): A Strong, Sustainable Business	6 to 7
102-2	Activities, brands, products, and services	Introducing Adani Ports and Special Economic Zone Limited (APSEZ): A Strong, Sustainable Business	8 to 13
102-3	Location of headquarters	Introducing Adani Ports and Special Economic Zone Limited (APSEZ): A Strong, Sustainable Business	6 to 7
102-4	Location of operations	Our Presence: Operating Seamlessly Across Geographies	13
102-5	Ownership and legal form	Introducing Adani Ports and Special Economic Zone Limited (APSEZ): A Strong, Sustainable Business	6 to 7
102-6	Markets served	Introducing Adani Ports and Special Economic Zone Limited (APSEZ): A Strong, Sustainable Business	6 to 13
102-7	Scale of the organisation	Introducing Adani Ports and Special Economic Zone Limited (APSEZ): A Strong, Sustainable Business	6 to 13
102-8	Information on employees and other workers	Performance Highlights People Practices: Talent Takes Us Farther	Cover page back, 70 to 73 172
102-9	Supply chain	Business Model: Our Mechanics of Value Creation	28-29
102-10	Significant changes to the organization and its supply chain	Business Model: Our Mechanics of Value Creation Emerging as an End-to-end Logistics Player	28-29 48-51
102-11	Precautionary Principle or approach	Governance: Integrity Underpins Our Strategy Risk Management: Mitigating Uncertainties through Predictive Analysis	88 to 95 38-41
102-12	External initiatives	GRI Content Index/ UNGC Linkage	98 to 105
102-13	Membership of associations	Membership	183
Strategy			
102-14	Statement from senior decision-maker	Chairman's Message CEO's Message	16-19 20-23
102-15	Key impacts, risks, and opportunities	Materiality: Issues that Impact Value Creation Strategic Priorities: Crafting a Sustainable Growth Strategy Risk Management: Mitigating Uncertainties through Predictive Analysis Environment Stewardship: Our Commitment to the Planet	34 to 37 42-43 38-41 54-69
Ethics and Integrity			
102-16	Values, principles, standards, and norms of behavior	Code & Standards	91-92 148-168
102-17	Mechanisms for advice and concerns about ethics	Code & Standards	91-92 148-168
Governance			
102-18	Governance structure	Governance: Integrity Underpins Our Strategy	88 to 95 148-168
102-19	Delegating authority	Governance: Integrity Underpins Our Strategy	88 to 95 148-168
102-20	Executive-level responsibility for economic, environmental, and social topics	Governance: Integrity Underpins Our Strategy	88 to 95
102-21	Consulting stakeholders on economic, environmental, and social topics	Governance: Integrity Underpins Our Strategy	88 to 95 110-116
102-22	Composition of the highest governance body and its committees	Governance: Integrity Underpins Our Strategy	88 to 95 110-116
102-23	Chair of the highest governance body	Governance: Integrity Underpins Our Strategy	88 to 95 148-150
102-24	Nominating and selecting the highest governance body	Governance: Integrity Underpins Our Strategy	88 to 95 148-150
102-25	Conflicts of interest	Annual Report	110-116

	Disclosure	Chapter Name	Page no.
102-26	Role of highest governance body in setting purpose, values, and strategy	Governance: Integrity Underpins Our Strategy	88 to 95
102-27	Collective knowledge of highest governance body	Governance: Integrity Underpins Our Strategy	88 to 95
102-28	Evaluating the highest governance body's performance	Governance: Integrity Underpins Our Strategy Annual Report	88 to 95
102-29	Identifying and managing economic, environmental, and social impacts	Governance: Integrity Underpins Our Strategy	89 to 95
102-30	Effectiveness of risk management processes	Corporate Governance Risk Management: Mitigating Uncertainties through Predictive Analysis	89-95 38-41
102-31	Review of economic, environmental, and social topics	Governance: Integrity Underpins Our Strategy	89 to 95
102-32	Highest governance body's role in sustainability reporting	Governance: Integrity Underpins Our Strategy	89 to 95
102-33	Communicating critical concerns	Statutory section Annual Report	110 to 135 148-168
102-34	Nature and total number of critical concerns	Statutory section Annual Report	110 to 135 148-168
102-35	Remuneration policies	Statutory section Annual Report	126-127 154-156
102-36	Process for determining remuneration	Statutory section Annual Report	126-127 154-156
102-37	Stakeholders' involvement in remuneration	Statutory section Annual Report	126-127 154-156
102-38	Annual total compensation ratio	Statutory section Annual Report	154-156 126-127
102-39	Percentage increase in annual total compensation ratio	Statutory section Annual Report	126-127 154-156
Stakeholder Engagement			
102-40	List of stakeholder groups	Stakeholder Engagement: Fostering Deep and Wide Partnerships	32-33 173
102-41	Collective bargaining agreement		172 to 173 We support the formation of union, however we do not have any unions as of now
102-42	Identifying and selecting stakeholders	Stakeholder Engagement: Fostering Deep and Wide Partnerships	32-33
102-43	Approach to stakeholder engagement	Stakeholder Engagement: Fostering Deep and Wide Partnerships	32-33
102-44	Key topics and concerns raised	Materiality: Issues that Impact Value Creation	34-37
Reporting Practice			
102-45	Entities included in the consolidated financial statements	About the Report: Approach to Reporting	3
102-46	Defining report content and topic Boundaries	About the Report: Approach to Reporting Materiality: Issues that Impact Value Creation	3 34-37
102-47	List of material topics	Materiality: Issues that Impact Value Creation	34-37
102-48	Restatements of information	About the Report: Approach to Reporting	3
102-49	Changes in reporting	About the Report: Approach to Reporting	3
102-50	Reporting period	About the Report: Approach to Reporting	3
102-51	Date of most recent report	About the Report: Approach to Reporting	3
102-52	Reporting cycle	About the Report: Approach to Reporting	3
102-53	Contact point for questions regarding the report	About the Report: Approach to Reporting	3
102-54	Claims of reporting in accordance with the GRI Standards	About the Report: Approach to Reporting	3
102-55	GRI content index		96-102
102-56	External assurance		103-105

GRI Content Index Contd.

Specific

Material Topic	Disclosure	Chapter Name	Page no.
Economic			
GRI 103: Management Approach 2016	GRI 103-1: Explanation of the material topic and its boundaries GRI 103-2: The management approach and its components GRI 103-3: Evaluation of the management approach	Materiality: Issues that Impact Value Creation Busines+C5s Model Financial Review: Growing a Value-accretive Business Audit Report	34-37 28-29 24-27 185-193
GRI 201: Economic Performance 2016 SDG GOAL 8	Disclosure 201-1: Direct economic value generated and distributed	Financial Review: Growing a Value-accretive Business	24-27 194-198 268-270
	Disclosure 201-2: Financial implications and other risks and opportunities for the organization's activities due to climate change.	Environment Stewardship: Our Commitment to the Planet Balance Sheet	194-198 268-270
	Disclosure 201-3: Defined benefit plan obligations and other retirement plans		24-27 194-198 242-244 268-270
	Disclosure 201-4: Financial assistance received from government		24-27 194-198 268-270
Procurement Practices			
GRI 103: Management Approach 2016	GRI 103-1: Explanation of the material topic and its boundaries GRI 103-2: The management approach and its components GRI 103-3: Evaluation of the management approach	Materiality: Issues that Impact Value Creation Business Model Independent Assurance Statement	34-37 28-29 103-105
GRI 204: Procurement Practices 2016	Disclosure 204-1: Proportion of spending on local suppliers	Vendor Management	76-77
Anti-Corruption and Anti-Competitive Behaviour			
GRI 103: Management Approach 2016	GRI 103-1: Explanation of the material topic and its Boundaries GRI 103-2: The management approach and its components GRI 103-2: Evaluation of the management approach	Materiality: Issues that Impact Value Creation Business Model Governance: Integrity Underpins Our Strategy Independent Assurance Statement	34-37 28-29 88-95 103-105 148-168
GRI 205: Anti-corruption	Disclosure 205-1: Operations assessed for risks related to corruption Disclosure 205-2: Communication and training about anti-corruption policies and procedures Disclosure 205-3: Confirmed incidents of corruption and actions taken	Governance: Integrity Underpins Our Strategy	88-95 148-168
GRI 206: Anti-competitive behaviour	Disclosure 206-1: Legal actions for anti-competitive behavior, anti-trust, and monopoly practices		
Environmental			

Material Topic	Disclosure	Chapter Name	Page no.
GRI 103: Management Approach 2016	GRI 103-1: Explanation of the material topic and its boundaries	Materiality: Issues that Impact Value Creation Business Model Environment Stewardship: Our Commitment to the Planet Independent Assurance Statement	34-37 28-29 54-69 103-105
	GRI 103-2: The management approach and its components		
	GRI 103-3: Evaluation of the management approach		
GRI 302: Energy 2016 GOAL 13, 7	Disclosure 302-1: Energy consumption within the organization	Environment Stewardship: Our Commitment to the Planet	54-69
	Disclosure 302-2: Energy consumption outside of the organization	Environment Stewardship: Our Commitment to the Planet	54-69
	Disclosure 302-3: Energy intensity	Environment Stewardship: Our Commitment to the Planet	54-69
	Disclosure 302-4: Reduction of energy consumption	Environment Stewardship: Our Commitment to the Planet	54-69
	Disclosure 302-5: Reduction in energy requirements of products and services	NA	This Disclosure is not applicable since we are in business of providing logistics support to our customers
GRI 103: Management Approach 2016	GRI 103-1: Explanation of the material topic and its boundaries	Materiality: Issues that Impact Value Creation Business Model Environment Stewardship: Our Commitment to the Planet Independent Assurance Statement	34-37 28-29 54-69 103-105
	GRI 103-2: The management approach and its components		
	GRI 103-3: Evaluation of the management approach		
GRI 303: Water 2018 GOAL 6	Disclosure 303-1: Interactions with water as a shared resource	Environment Stewardship: Our Commitment to the Planet	54-69
	Disclosure 303-2: Management of water discharge-related impacts	Environment Stewardship: Our Commitment to the Planet	54-69
	Disclosure 303-3: Water withdrawal	Environment Stewardship: Our Commitment to the Planet	54-69
	Disclosure 303-4: Water discharge	Environment Stewardship: Our Commitment to the Planet	54-69
GRI 103: Management Approach 2016	GRI 103-1: Explanation of the material topic and its boundaries	Materiality: Issues that Impact Value Creation Business Model Environment Stewardship: Our Commitment to the Planet Independent Assurance Statement	34-37 28-29 54-69 103-105
	GRI 103-2: The management approach and its components		
	GRI 103-3: Evaluation of the management approach		

GRI Content Index Contd.

Material Topic	Disclosure	Chapter Name	Page no.
GRI 305: Emissions 2016 GOAL 13, GOAL 7	Disclosure 305-1: Direct (Scope 1) GHG emissions	Environment Stewardship: Our Commitment to the Planet	54-69
	Disclosure 305-2: Energy indirect (Scope 2) GHG emissions	Environment Stewardship: Our Commitment to the Planet	54-69
	Disclosure 305-3: Other indirect greenhouse gas (GHG) emissions (Scope 3)	Environment Stewardship: Our Commitment to the Planet	54-69
	Disclosure 305-4: Greenhouse gas (GHG) emissions intensity	Environment Stewardship: Our Commitment to the Planet	54-69
	Disclosure 305-5: Reduction of greenhouse gas (GHG) emissions	Environment Stewardship: Our Commitment to the Planet	54-69
	Disclosure 305-6: Emissions of ozone-depleting substances (ODS)	Environment Stewardship: Our Commitment to the Planet	54-69
	Disclosure 305-7: NO^X, SO^X, and other significant air emissions	Environment Stewardship: Our Commitment to the Planet	54-69
GRI 103: Management Approach 2016	GRI 103-1: Explanation of the material topic and its boundaries	Materiality: Issues that Impact Value Creation Business Model Environment Stewardship: Our Commitment to the Planet Independent Assurance Statement	34-37 28-29 52-67 103-105
	GRI 103-2: The management approach and its components		
	GRI 103-3: Evaluation of the management approach		
GRI 306: Effluents and Waste Goal 15	Disclosure 306-1: Total water discharge by quality and destination	Environment Stewardship: Our Commitment to the Planet	54-69
	Disclosure 306-2: Total weight of waste by type and disposal method	Environment Stewardship: Our Commitment to the Planet	54-69
	Disclosure 306-3: Total number and volume of significant spills	Environment Stewardship: Our Commitment to the Planet	54-69
	Disclosure 306-4: Transport of hazardous waste	Environment Stewardship: Our Commitment to the Planet	54-69
	Disclosure 306-5: Water bodies affected by water discharges and/or runoff	Environment Stewardship: Our Commitment to the Planet	54-69
GRI 103: Management Approach 2016	GRI 103-1: Explanation of the material topic and its boundaries	Materiality: Issues that Impact Value Creation Business Model Environment Stewardship: Our Commitment to the Planet Independent Assurance Statement	34-37 28-29 54-69 103-105
	GRI 103-2: The management approach and its components		
	GRI 103-3: Evaluation of the management approach		
GRI 307: Environmental Compliance 2016 GOAL 13, 6, 7, 15	Disclosure 307-1: Non-compliance with environmental laws and regulations	Environment Stewardship: Our Commitment to the Planet Governance: Integrity Underpins Our Strategy	54-69

Material Topic	Disclosure	Chapter Name	Page no.
Social			
GRI 103: Management Approach 2016	GRI 103-1: Explanation of the material topic and its boundaries GRI 103-2: The management approach and its components GRI 103-3: Evaluation of the management approach	Materiality: Issues that Impact Value Creation Business Model People Practices: Talent Takes Us Farther Independent Assurance Statement	34-37 28-29 70-73 103-105
GRI 401: Employment 2016 GOAL 3	Disclosure 401-1: Total number and rates of new employee hires and employee turnover by age group, gender, and region	People Practices: Talent Takes Us Farther	70-73
	Disclosure 401-2: Benefits provided to full-time employees that are not provided to temporary or part-time employees, by significant locations of operation	People Practices: Talent Takes Us Farther	70-73
	Disclosure 401-3: Return to work and retention rates after parental leave, by gender	People Practices: Talent Takes Us Farther	70-73
Occupational Health & Safety			
GRI 103: Management Approach 2016	GRI 103-1: Explanation of the material topic and its boundaries GRI 103-2: The management approach and its components GRI 103-3: Evaluation of the management approach	Materiality: Issues that Impact Value Creation Business Model People Practices: Talent Takes Us Farther Independent Assurance Statement	34-37 28-29 70-73 103-105
GRI 403: Occupational Health & Safety 2018 GOAL 3	Disclosure 403-1: Occupational health and safety management system	Nurturing Partnerships Social Impacts	70-73
	Disclosure 403-2: Hazard identification, risk assessment, and incident investigation	Nurturing Partnerships Social Impacts	70-73
	Disclosure 403-3: Occupational health services	Nurturing Partnerships Social Impacts	70-73
	Disclosure 403-4: Worker participation, consultation, and communication on occupational health and safety	Nurturing Partnerships Social Impacts	70-73
	Disclosure 403-5: Worker training on occupational health and safety	Nurturing Partnerships Social Impacts	70-73
	Disclosure 403-6: Promotion of worker health	Nurturing Partnerships Social Impacts	70-73
	Disclosure 403-7: Prevention and mitigation of occupational health and safety impacts directly linked by business relationships	Nurturing Partnerships Social Impacts	70-73
	Disclosure 403-8: Workers covered by an occupational health and safety management system	Nurturing Partnerships Social Impacts	70-73
	Disclosure 403-9: Work-related injuries	Nurturing Partnerships Social Impacts	70-73
	Disclosure 403-10: Work-related ill health	Nurturing Partnerships Social Impacts	70-73

GRI Content Index Contd.

Material Topic	Disclosure	Chapter Name	Page no.
Training and Education			
GRI 103: Management Approach 2016	GRI 103-1: Explanation of the material topic and its boundaries GRI 103-2: The management approach and its components GRI 103-3: Evaluation of the management approach	Materiality: Issues that Impact Value Creation Business Model People Practices: Talent Takes Us Farther Independent Assurance Statement	34-37 28-29 70-73 103-105
GRI 404: Training and Education 2016 GOAL 3	Disclosure 404-1: Average hours of training per year per employee	Nurturing Partnerships Social Impacts	70-73
	Disclosure 404-2: Programs for upgrading employee skills and transition assistance programs	Nurturing Partnerships Social Impacts	70-73
	Disclosure 404-3: Percentage of employees receiving regular performance and career development reviews	Nurturing Partnerships Social Impacts	70-73
GRI 103: Management Approach 2016	GRI 103-1: Explanation of the material topic and its boundaries GRI 103-2: The management approach and its components GRI 103-3: Evaluation of the management approach	Materiality: Issues that Impact Value Creation Business Model Sustainable Communities: Growing the circle of goodness Independent Assurance Statement	34-37 28-29 78-87 103-105
GRI 413: Local Communities 2016 GOAL 1, 2, 4	Disclosure 413-1: Operations with local community engagement, impact assessments, and development programs	Sustainable Communities: Growing the circle of goodness	78-87
	Disclosure 413-2: Operations with significant actual and potential negative impacts on local communities	Sustainable Communities: Growing the circle of goodness	78-87
GRI 103: Management Approach 2016	GRI 103-1: Explanation of the material topic and its boundaries GRI 103-2: The management approach and its components GRI 103-3: Evaluation of the management approach	Materiality: Issues that Impact Value Creation Business Model Sustainable Communities: Growing the circle of goodness Independent Assurance Statement Customer Relationship: Driving Customer Centricity and Choice	34-37 28-29 70-73 74-77 78-87 103-105
GRI 419: Socioeconomic Compliance 2016 GOAL 1, 2,3,4	Disclosure 419-1: Non-compliance with laws and regulations in the social and economic area	Sustainable Communities: Growing the circle of goodness Customer Relationship: Driving Customer Centricity and Choice	70-73 74-77 78-87 103-105

Mapping With UN Global Compact Principles

Global Compact Principles	GRI Standard Disclosures	Page
Principle 1: Human Rights		
Businesses should support and respect the protection of internationally proclaimed human rights.	413-1 Operations with local community engagement, impact assessments, and development programs	
Principle 2: Human Rights		
Business should make sure they are not complicit in human rights abuses.	414-1 New suppliers that were screened using social criteria	
Principle 3: Labour		
Businesses should uphold the freedom of association and the effective recognition of the right to collective bargaining.	102-41 Collective bargaining agreements	We support the formation of union, however we do not have any unions as of now
Principle 4: Labour		
Businesses should uphold the elimination of all forms of forced and compulsory labour.	409-1 Operations and suppliers at significant risk for incidents of forced or compulsory labor	
Principle 5: Labour		
Businesses should uphold the effective abolition of child labour.	408-1 Operations and suppliers at significant risk for incidents of child labor	
Principle 6: Labour		
Businesses should uphold the elimination of discrimination in respect of employment and occupation.	102-7 Scale of the organization 102-8 Information on employees and other workers 401-1 New Employee hire and employee turnover 404-1 Average hours of training per year per employee 404-2 Programs for upgrading employee skills and transition assistance programs 404-3 Percentage of employees receiving regular performance and career development reviews	
Principle 7: Environment		
Businesses should support a precautionary approach to environmental challenges.	307-1 Non-compliance with environmental laws and regulations 308-1 New suppliers that were screened using environmental criteria	
Principle 9: Environment		
Businesses should encourage the development and diffusion of environmentally friendly technologies.		
Principle 10: Anti-corruption		
Businesses should work against corruption in all its forms, including extortion and bribery.	102-16 Values, principles, standards, and norms of behavior 205-1 Operations assessed for risks related to corruption 205-2 Communication and training about anti-corruption policies and procedures 8 205-3 Confirmed incidents of corruption and actions taken	

Ernst & Young Associates LLP
5th Floor, Block B-2
Nirlon Knowledge Park
Off. Western Express Highway
Goregaon (E), Mumbai - 400063, India

Tel: +91 22 6192 0000
Fax: +91 22 6192 3000
ey.com

Building a better working world

INDEPENDENT ASSURANCE STATEMENT

The Board of Directors and Management
Adani Ports and Special Economic Zone Limited,
Ahmedabad, India.

Ernst & Young Associates LLP (EY) was engaged by Adani Ports and Special Economic Zone Limited (the 'Company') to provide independent assurance on its Integrated Report FY 2019-20 (the 'Report') covering salient features of business as well as sustainability, including performance during the period 1st April 2019 to 31st March 2020.

The development of the Report, based on the <IR> Integrated Reporting Framework by International Integrated Reporting Council (IIRC) and the Global Reporting Initiative (GRI) Standards, its content and presentation is the sole responsibility of the management of the Company. EY's responsibility, as agreed with the management of the Company, is to provide independent assurance on the report content as described in the scope of assurance below. Our responsibility in performing our assurance activities is to the management of the Company only and in accordance with the terms of reference agreed with the Company. We do not therefore accept or assume any responsibility for any other purpose or to any other person or organization. Any dependence that any such third party may place on the Report is entirely at its own risk. The assurance statement should not be taken as a basis for interpreting the Company's overall performance, except for the aspects mentioned in the scope below.

Scope of assurance

The scope of assurance covers the following aspects of the Report:

- Data and information related to the Company's sustainability performance for the period 1st April 2019 to 31st March 2020;
- The Company's internal protocols, processes, and controls related to the collection and collation of sustainability performance data;
- Verification of data and related information through consultations at the Company's Head Office in Ahmedabad and site visits and desktop reviews of the following port locations:
  - Mormugao Port, Goa
  - Kattupalli Port, Chennai
  - Ennore Port, Chennai
  - Vizag Port, Andhra Pradesh
  - Dhamra Port, Odisha
  - Mundra Port, Gujarat
  - Tune Port, Gujarat
  - Hazira Port, Gujarat
  - Dahej Port, Gujarat
- Review of data on a sample basis, of the port locations pertaining to the following specific disclosures of the GRI Standards:
  - Environmental Topics: Energy (302-1, 302-2, 302-3, 302-4), Water (303-3, 303-4), Emissions (305-1, 305-2, 305-3, 305-4, 305-5, 305-6, 305-7), Effluents and Waste (306-1, 306-2);
  - Social Topics: Employment (401-1), Occupational Health and Safety (403-5, 403-9), Training and Education (404-1), Local communities (413-1).

Building a better working world

Limitations of our review

The assurance scope excludes:

- Operations of the Company other than those mentioned in the 'Scope of Assurance';
- Aspects of the Report and data/information other than those mentioned above;
- Data and information outside the defined reporting period i.e. 1st April 2019 to 31st March 2020;
- The Company's statements that describe expression of opinion, belief, aspiration, expectation, aim or future intention provided by the Company;
- Review of the Company's compliance with regulations, acts, guidelines with respect to various regulatory agencies and other legal matters;
- Review of qualitative statements and case studies in various sections of the Report; Data and information on economic and financial performance of the Company.

Assurance criteria

The assurance engagement was planned and performed in accordance with the International Federation of Accountants' International Standard for Assurance Engagements Other than Audits or Reviews of Historical Financial Information (ISAE 3000) and the second edition of AccountAbility's AA1000 Assurance Standard 2008 (AA1000 AS). Our evidence-gathering procedures were designed to obtain a 'Limited' level of assurance (as set out in ISAE 3000) on reporting principles and a 'Type 2, Moderate' level of assurance (as per AA1000 AS), as well as conformance of the disclosures to the specified GRI Standards.

What we did to form our conclusions

In order to form our conclusions we undertook the following key steps:

- Interviews with select key personnel and the core team responsible for the preparation of the Report to understand the Company's sustainability vision, mechanism for management of sustainability issues and engagement with key stakeholders;
- Interactions with the key personnel at the Company's port operations to understand and review the current processes in place for capturing sustainability performance data;
- Physical audits and desktop reviews of port locations and the Company's corporate office as mentioned in the 'Scope of Assurance' above;
- Review of relevant documents and systems for gathering, analyzing and aggregating sustainability performance data in the reporting period.

Our Observations

The Company has developed the Report in accordance with GRI Standards. The Report includes a description of the Company's stakeholder engagement, materiality assessment and relevant performance disclosures on the material topics.

Building a better working world

Our Conclusion

On the basis of our review scope and methodology, our conclusions are as follows:

- **Inclusiveness:** The Company has described its stakeholder engagement approach and activities in the Report. We are not aware of any matter that would lead us to conclude that the Company has not applied the principle of inclusivity in engaging with the key stakeholder groups identified in the Report.
- **Materiality:** The Company has identified key issues material to its ability to create value and has described the process for materiality analysis in the Report. Nothing has come to our attention that causes us to believe that material issues so identified have been excluded from the Report by the Company.
- **Responsiveness:** We are not aware of any matter that would lead us to believe that the Company has not applied the responsiveness principle in its engagement with stakeholders identified in the Report on material aspects covering its sustainability performance.
- **Reliability of performance information:** We reviewed the accuracy and completeness of sustainability information in the Report. Nothing has come to our attention that causes us not to believe that the data has been presented fairly, in material respects, in keeping with the GRI Standards and the Company's reporting principles and criteria. Some data pertaining to key performance disclosures underwent change as part of our assurance process. The company may consider strengthening its internal guidance on sustainability indicators to ensure uniform reporting from all its port locations.

Our assurance team and independence

Our assurance team, comprising of multidisciplinary professionals, has been drawn from our climate change and sustainability network and undertakes similar engagements with a number of significant Indian and international businesses. As an assurance provider, EY is required to comply with the independence requirements set out in International Federation of Accountants (IFAC) Code of Ethics[1] for Professional Accountants. EY's independence policies and procedures ensure compliance with the Code.

for Ernst & Young Associates LLP

Chaitanya Kalia
Partner
2nd June 2020
Mumbai

AA1000
Licensed Assurance Provider
000-43

[1] International Federation of Accountants (IFAC) Code of Ethics for Professional Accountants. This *Code* establishes ethical requirements for professional accountants.

Corporate Information

Board of Directors

Mr. Gautam S. Adani
Chairman and Managing Director

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

Mr. Karan Adani
CEO and Whole-Time Director

Dr. Malay Mahadevia
Whole-Time Director

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

Prof. Ganesan Raghuram
Independent and Non-Executive Director

Mr. Gopal Krishna Pillai
Independent and Non-Executive Director

Mr. Bharat Sheth
Independent and Non-Executive Director

Mrs. Nirupama Rao
Independent and Non-Executive Director

Key Managerial Personnel

Mr. Deepak Maheshwari
Chief Financial Officer

Mr. Kamlesh Bhagia
Company Secretary

Auditors

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

Registered Office

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

CIN: L63090GJ1998PLC034182

Registrar and Transfer Agent

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

Bankers and Financial Institutions

Axis Bank Ltd.

Bank of America N.A.

Barclays Bank PLC

Citi Bank NA

DZ Bank AG, Germany

Export-Import Bank of India

Export Development Canada

HDFC Bank Ltd.

HSH Nord Bank AG

ICICI Bank Ltd.

IDFC Bank Ltd.

IndusInd Bank Ltd.

Kotak Mahindra Bank Ltd.

Mizuho Bank Ltd.

State Bank of India

MUFG Bank Ltd.

JP Morgan Chase Bank, N.A.

IMPORTANT COMMUNICATION TO MEMBERS

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

Directors' Report

Dear Shareholders,

Your Directors are pleased to present the 21st Annual Report along with the audited financial statements of your Company for the financial year ended on March 31, 2020.

Financial Performance

The audited financial statements of the Company as on March 31, 2020 are prepared in accordance with the relevant applicable Ind AS and Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and provisions of the Companies Act, 2013 ("Act").

The summarised financial highlight is depicted below:

(₹ in crore)

Particulars	Consolidated		Standalone	
	2019-20	2018-19	2019-20	2018-19
Revenue from operations	11,873.07	10,925.44	4,643.28	5,336.38
Other Income	1,861.35	1,362.34	2,902.97	2,342.90
Total Income	**13,734.42**	**12,287.78**	**7,546.25**	**7,679.28**
Expenditure other than Depreciation and Finance cost	4,307.68	3,857.96	1,627.64	1,552.34
Depreciation and Amortisation Expenses	1,680.28	1,373.48	553.29	474.21
Foreign Exchange (Gain) / Loss (net)	1,626.38	475.92	1,581.71	445.35
Finance Cost				
- Interest and Bank Charges	1,950.64	1,428.30	1,878.55	1,477.22
- Derivative (Gain)/Loss	(137.50)	(43.11)	(126.67)	(55.38)
Total Expenditure	**9,427.48**	**7,092.55**	**5,514.52**	**3,893.74**
Profit before share of profit/ (Loss) from joint ventures, exceptional items and tax	**4,306.94**	**5,195.23**	**2,031.73**	**3,785.54**
Share of loss from joint ventures	(4.39)	(0.06)	-	-
Profit before exceptional items and tax	**4,302.55**	**5,195.17**	**2,031.73**	**3,785.54**
Add/(Less):- Exceptional Items	(58.63)	(68.95)	-	(121.90)
Total Tax Expense	459.39	1,081.47	97.48	1,025.92
Profit for the year	**3,784.53**	**4,044.75**	**1,934.25**	**2,637.72**
Other Comprehensive income (net of tax)	**36.62**	**15.41**	**11.31**	**18.82**
Total Comprehensive Income for the year (net of tax)	**3,821.15**	**4,060.16**	**1,945.56**	**2,656.54**
Attributable to:				
Equity holders of the parent	3,800.19	4,006.07	-	-
Non-controlling interests	20.96	54.09	-	-

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

Performance Highlights

Your Company handled record cargo throughput of 223 MMT in FY 2019-20. Mundra Port continues to rank 1st in terms of total cargo handling and 2nd in terms of container cargo handling during the year under review. The other ports developed and being operated by your Company at Hazira, Tuna, Dhamra, Murmugao, Vizag, Ennore and Kattupalli have also performed well.

The key aspects of your Company's consolidated performance during the financial year 2019-20 are as follows:

- Handled cargo of 223 MMT, a growth of 7% YOY surpassing all India cargo growth of 5.4%.
- Container volume crossed 6.25 million TEUs an increase of 8% on YOY basis.
- Consolidated revenue from operations stood at ₹ 11,873.07 crore in FY 2019-20.
- Profit after tax for the FY 2019-20 stood at ₹ 3,784.53 crore.

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

COVID-19

Due to outbreak of COVID-19 globally and in India, the Company's management has made initial assessment of likely adverse impact on business and financial risks on account of COVID-19. It is well appreciated that the situation as well as its assessment is continuously evolving and the way ahead is to avoid living in denial leading to acceptance & pro-active measures. The Company's management currently believes that the impact is likely to be short term in nature. Given the severity of impact, this financial year is likely to get affected, but also given the measures from Government and inherent resilience in Indian Economy, next year onwards are expected to show normal growth scenarios. Accordingly, at present the management does not see any medium to long term risks in the Company's ability to continue as a going concern and meeting its liabilities as and when they fall due, and compliance with the debt covenants, as applicable.

Dividend

During the year under review, the Company has distributed an interim dividend of 160% (₹ 3.20 per equity share of ₹ 2 each) on the equity shares.

Your Directors wish to conserve resources for future expansion and growth of the Company. Hence, your Directors have decided not to declare any further final dividend for the year under review.

Your Directors have recommended 0.01% dividend on 0.01% Non-Cumulative Redeemable Preference Shares of ₹ 10 each for the financial year 2019-20.

The outgo on account of interim dividend is ₹ 650.16 crore.

Transfer to Reserves

The Company proposes to transfer ₹ 125.65 crore to Debenture Redemption Reserve out of the amount available for appropriation.

Buy-back of Equity Share

In line with the Capital Allocation Policy, the Board, at its meeting held on June 4, 2019, approved a proposal for the Company to buy back its fully-paid-up equity shares of face value ₹ 2 each from the eligible equity shareholders of the Company for an amount not exceeding ₹ 1,960 crore. The buy-back offer comprised a purchase of 3,92,00,000 equity shares aggregating 1.89% of the paid-up equity share capital of the Company at a price of ₹ 500 per equity share. The buyback was offered to all eligible equity shareholders of the Company as on the record date (i.e. June 21, 2019) on a proportionate basis through the 'Tender offer' route. The Company concluded the buyback procedures on September 30, 2019 and 3,92,00,000 equity shares were extinguished. The Company has utilised securities premium and general reserve for the buyback of its shares. In accordance with Section 69 of the Act, the Company has created a Capital Redemption Reserve of ₹ 7.84 crore equal to the nominal value of the shares bought back as an appropriation from the general reserve.

US Bond Issuance - Rule 144A/Regulation S Offerings

During the year under review, your Company issued USD 750 million 4.375% Senior Unsecured Notes due 2029 and USD 650 million 3.375% Senior Unsecured Notes due 2024. These Notes are rated Baa3 (Stable) by Moody's, BBB- (Stable) by S&P and BBB- (Stable) by Fitch.

The Company has announced the settlement of its cash tender offer for any and all of its USD 650 million 3.50% Senior Notes due 2020, out of which USD 280,812,000 Notes were redeemed. The balance USD 369,188,000 Notes were redeemed pursuant to the terms of the trust deed dated July 29, 2015.

Redemption of Non-Cumulative Redeemable Preference Shares

During the year under review, your Company has redeemed 309,213 Non-Cumulative Redeemable Preference Shares of ₹ 10 each issued at premium of ₹ 990 per share prior to its maturity at net present value discounted @ 8%.

Fixed Deposits

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

Non-Convertible Debentures

During the year under review, your Company has issued 2,800 Rated, Listed, Secured Redeemable Non-Convertible Debentures (NCDs) of face value of ₹ 10,00,000 each aggregating to ₹ 280 crore on a private placement basis listed on the Wholesale Debt Market Segment of BSE Limited.

Particulars of Loans, Guarantees or Investments

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

Subsidiaries, Joint Ventures and Associate Companies

Your Company has 67 subsidiary companies (including step-down subsidiaries), 2 joint ventures and 1 associate company as on March 31, 2020.

During the year under review, following changes have taken place in subsidiary/ step down subsidiary companies:

Subsidiary Companies formed

- Adani Pipelines Pvt. Ltd.
- Adani Tracks Management Services Pvt. Ltd.
- Bowen Rail Operations Pte Ltd, Singapore
- Adani Bangladesh Ports Private Limited, Bangladesh

Step down Subsidiary Companies formed/acquired

- Adani Logistics Services Pvt. Ltd.
- Adani Forwarding Agent Pvt. Ltd.
- Adani Noble Pvt. Ltd.
- Adani Cargo Logistics Pvt. Ltd.
- Adani Logistics Infrastructure Pvt. Ltd.
- Bowen Rail Company Pty Ltd, Australia

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 forms part of this Annual Report.

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

Directors and Key Managerial Personnel

Mr. Bharat Sheth (DIN: 00022102) was appointed as an Additional Director and also an Independent Director for period of three consecutive years w.e.f October 15, 2019, subject to approval of members at the ensuing Annual General Meeting. He holds office upto the ensuing Annual General Meeting.

Mr. Sanjay Lalbhai (DIN: 00008329) and Mrs. Radhika Haribhakti (DIN: 02409519) ceased as an Independent Directors of the Company upon completion of term on August 8, 2019 and March 31, 2020 respectively.

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

Pursuant to the requirements of the Act and Articles of Association of the Company, Mr. Karan Adani (DIN: 03088095) is liable to retire by rotation and being eligible offers himself for re-appointment.

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

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

During the year under review, there has been no change in the Key Managerial Personnel.

Directors' Responsibility Statement

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

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

b. that such accounting policies have been selected and applied consistently and judgements and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2020 and of the profit of the Company for the year ended on that date;

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

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

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

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

Policies

During the year under review, the Board of Directors of the Company has amended /approved changes in Related Party Transaction Policy and Code of internal procedures and conduct for regulating, monitoring and reporting of Trading by Insiders to comply with the recent amendments in the Act and SEBI Listing Regulations.

Number of Board Meetings

The Board of Directors 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 Report.

Independent Directors' Meeting

The Independent Directors met on March 17, 2020, without the attendance of Non-Independent Directors and members of the Management. The Independent Directors reviewed the performance of Non-Independent Directors and the Board as a whole, the performance of the Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors and assessed the quality, quantity and timeliness of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

Board Evaluation

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

A structured questionnaire was circulated to the Board members in this connection. The Directors participated in the evaluation survey and review was carried out through a peer-evaluation excluding the Director being evaluated. The result of evaluation was discussed at the Independent Director's meeting held on March 17, 2020 and in the Board meeting held on May 5, 2020.

Policy on Directors' Appointment and Remuneration

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

Internal Financial Control System and their Adequacy

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

Risk Management

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

Committees of Board

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

Sustainability and Corporate Social Responsibility

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

Corporate Governance and Management Discussion and Analysis

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

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

Business Responsibility Report

The Business Responsibility Report for the year ended March 31, 2020 as stipulated under Regulation 34 of SEBI Listing Regulations is annexed which forms part of this Annual Report.

Prevention of Sexual Harassment at Workplace

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

Extract of Annual Return

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

Related Party Transactions

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

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

During the year under review, your Company has entered into transactions with related party which would be material as per Regulation 23 of the SEBI Listing Regulations and the details of the said transactions are provided in the Annexure to Notice of the Annual General Meeting.

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

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

Insurance

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

Sustainability

Business sustainability is an important part of decision-making process for your Company. Sustainability framework provides input to identify risks and opportunities and formulate mitigation strategy. All the subsidiaries and joint ventures are also part of the sustainability framework. This framework widely covers all the aspects of Environmental, Social and Governance (ESG) right from assessing topics material to business by considering risks, externalities, and stakeholders' concern; prioritised to be relevant in short, recover in medium and resilient in long term. The entire process is overseen by Board and other concerned committees for the long-term success of the business.

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

Your Company engages with national/international NGOs and Not-for-Profit organisations to align its ESG performance to the global standard. Your Company discloses its climate change and water security performance to CDP, Communications on Progress (COP) to UNGC, and sustainability performance to GRI. We engage with RE 100 to set the renewable energy targets, WRI/ WBCSD to adopt GHG protocols for GHG emission management, IUCN for biodiversity management, World Economic Forum (WEF), Confederation of Indian Industries (CII) for consulting services and policy advocacy. We have also set regional targets of Sustainable Development Goals (SDGs) as per our business activities.

At Adani Ports and Special Economic Zone Ltd. (APSEZ), Quality, Health, Safety and Environmental (QHSE) responsibilities are integral to its operations. Your Company has been certified International Standards ISO 9001:2015, ISO 14001:2015, ISO 45001:2018, ISO 28000:2007 certifications meeting the requirements for an Integrated Management System (IMS) as part of its objective to improve quality, health, safety and environment in the work place.

Environmental

Your Company has taken several steps to become Green Port by Natural Capital Management and adopting best practices across all the operational sites. We ensure compliance to environment and related applicable regulations and continually improves its performance.

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

Your Company and other subsidiaries have almost doubled the renewable energy capacity by installing 8.88 MW solar rooftop in FY20 increasing overall capacity to 19 MW. The renewable energy share is 3.3% of energy mix which supports to the SDG target 7.2.1 of Goal 7. Your Company and its subsidiaries have decreased its energy consumption by 4% and intensity by 14% against revenue generated (INR in crore) which support to the SDG target 7.3.1 of Goal 7. Correspondingly reduced GHG emissions (Scope 1 & 2) by 1% and intensity by 12% against revenue generated (INR in crore) which supports to the country's NDC target of lower the emission intensity of GDP by 33-35% by 2030 below 2005 level. Your Company has saved 15,320 tCO2e emissions through renewable energy projects during FY20.

Water is being an important resource; its management is always a key concern for the Company. Your Company is putting best efforts for effective water management practices for reduction in water consumptions and thereby reducing the water withdrawal as part of the water management plan. Your company has created a sewage collection infrastructure at Mundra & other two nearby villages and laid down pipeline to channelise 2.5 MLD untreated sewage water to our treatment facilities in FY20. By this initiative, your company is supporting to SDG target "6.3 Improve water quality by reducing pollution" of Goal 6. Your company has carried out rain water harvesting at Dhamra and Kattupalli sites and harvested rain water has been used for horticulture requirements. Your Company and its subsidiaries have increased its water consumption by 8% and its intensity has been decreased by 3% against revenue generated (INR in crore) than previous year. However, fresh water withdrawal has been reduced by 2% compared to previous year. 528 ML of treated wastewater was reused in our operations.

The Company has developed a vision for "Zero Waste to landfill" and has taken various initiative inline to 5 R's (Reduce, Reuse, Reprocess, Recycle, Recover) towards making APSEZ – a Zero Waste Company. The Company's wastes (Hazardous and Non-hazardous) generated from our port sites have been decreased by 18% in FY 20. We have state-of-art wastes management facility for collection segregation, storage and disposal. During FY20, 28%

waste sell for recycle and 25% to reprocess, 34% sent for recovery as co-processing, 8% is reused within operation and maintenance activities, 2% sent for incineration and 3% for landfilling.

The Company has created terrestrial green cover over an area of 745 hectares across all ports, ICDs, and agri-logistics sites. The Company has completed the mangrove afforestation in 2,889 hectares by 2018 and continuing mangrove conservation of 2,340 hectare at Mundra, Gujarat and 9 hectares at Dhamra, Odisha. A unique pilot project of development of bio-shield for protection of coastal areas has been completed at Tankari village Jambusar, Gujarat and a new bio-shield project has been initiated at Malpur village, Jambusar, Gujarat.

Occupational Health and Safety

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

Your Company aspires to be a globally admired Occupational, Health and Safety (OHS) leader in infrastructure space. The 10 lifesaving safety rules are non-negotiable and sacrosanct.

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

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

Significant Safety Initiatives

- Successfully completed IMS surveillance audit for Ports / Terminals at Dahej, Mundra, Dhamra, Goa, Hazira and Tuna.
- Business wide implementation of Adani Group Safety Management System. Till date 1 Site is certified as Level 2, 5 Port Sites are certified as Level 1 and 3 Port Sites are Level 0 certified.
- Have clocked more than 84 million man hours, inducted more than 2,03,952 workers and trained more than 1,69,344 workers and employees.
- Have implemented online OHS – ERP solution – Adani Gensuite, through which any employee / worker can report a safety concern using his / her mobile phone. In last two and half years, more than 2,10,800 concerns have been reported across the Group through Adani Gensuite. Out of this, around 1,18,200 concerns are reported by Adani Ports and Logistics business.
- Have implemented a Behavior Based Safety tool called - Suraksha Samwaad, wherein the leaders interact with the workforce regularly to engage them on safety.
- 5 Task forces have been formed at Group, Business and Site levels to drive Safety by engaging Line Management.

Auditors & Auditors' Report

Pursuant to the provisions of Section 139 of the Act read with rules made thereunder, as amended, M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Registration No 117366W/W-100018), were appointed as Statutory Auditors of the Company to hold office till the conclusion of the Annual General Meeting of the Company to be held in the calendar year 2022. They have confirmed that they are not disqualified from continuing as Statutory Auditors of the Company for financial year 2020-21.

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

Secretarial Audit Report

Pursuant to the provisions of Section 204 of the Act read with the rules made thereunder, your Company has re-appointed Mr. Ashwin Shah, Practising Company Secretary to undertake the Secretarial Audit of the Company. The Secretarial Audit Report for financial year 2019-20 is annexed which forms part of this report as Annexure-B. There were no qualifications, reservations, or adverse remarks in the Secretarial Audit Report of the Company except delay in appointment of Independent Director. The Company has appointed Independent Director on April 22, 2019 and has complied with the provisions of SEBI Listing Regulations.

Reporting of Frauds by Auditors

During the year under review, neither the statutory auditors nor the secretarial auditor has reported to the Audit Committee or the Board, under Section 143 (12) of the Act, any instances of fraud committed against the Company by its officers or employees, the details of which would need to be mentioned in the Board's Report.

Information Technology

Information plays an important role to enable efficient operations and trade felicitation where technology drives unprecedented visibility and insights all while operating rapidly and at scale. In the course of our growth journey it is imperative to create distinct operational advantages using smart supply chain, plug-and-play networks and speed as the fuel for the future.

Your Company is working with a long term macro objective of providing secure visibility for all key stakeholders through an integrated single source of information to enable clean views of various operational data elements. Through the transformation from the traditional to digital operations APSEZ will be able to deploy leaner operations through employee productivity increases, innovative gains with lower risk and overall better decision making between silos of operational excellence. This transformation of operations started with overhauling legacy systems and information to provide a unified view of processes and data.

Another important goal of this digital transformation is to enhance the customer experience, provide flexibility for innovations and transform the business model where technology plays an important role of removing obstacles and enhancing the capabilities. APSEZ is making significant investments in technology to be able to take the advantage of the new opportunities in this digital era.

Particulars of Employees

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

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

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

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

Acknowledgement

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

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

For and on behalf of the Board of Directors

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

Place: Ahmedabad
Date: May 5, 2020

Annexure – A to the Directors' Report

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended March 31, 2020

[Pursuant to Section 92(3) of the Companies Act, 2013, and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. Registration and other details

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

II. Principal business activities of the Company

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

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

III. Particulars of holding, subsidiary and associate companies

Sr No	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1.	Adani Murmugao Port Terminal Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U61100GJ2009PTC057727	Subsidiary	100	2(87)
2.	Adani Kandla Bulk Terminal Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63090GJ2012PTC069305	Subsidiary	100	2(87)
3.	Adani Vizag Coal Terminal Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U45203GJ2011PTC064976	Subsidiary	100	2(87)
4.	Adani Hazira Port Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U45209GJ2009PTC058789	Subsidiary	100	2(87)
5.	Adani Vizhinjam Port Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U61200GJ2015PTC083954	Subsidiary	100	2(87)
6.	Adani Kattupalli Port Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U61100GJ2015PTC084219	Subsidiary	100	2(87)
7.	Adani Ennore Container Terminal Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U61200GJ2014PTC078795	Subsidiary	100	2(87)
8.	Adani Bhavanapadu Port Pvt. Ltd. Adani House, 56, Shrimali Society, Navrangpura, Ahmedabad-380009	U61200GJ2018PTC102451	Subsidiary	100	2(87)
9.	Adani Logistics Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63090GJ2005PLC046419	Subsidiary	100	2(87)

Sr No	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
10.	Adani Warehousing Services Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63020GJ2012PTC069972	Subsidiary	100	2(87)
11.	Adani Hospitals Mundra Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U85110GJ2013PTC077422	Subsidiary	100	2(87)
12.	Adani Pipelines Pvt. Ltd. Adani House, 56, Shrimali Society, Navrangpura, Ahmedabad-380009	U45208GJ2019PTC111386	Subsidiary	100	2(87)
13.	Adani Tracks Management Services Pvt. Ltd. Adani House, 56, Shrimali Society, Navrangpura, Ahmedabad-380009	U45202GJ2019PTC109348	Subsidiary	100	2(87)
14.	MPSEZ Utilities Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U45209GJ2007PTC051323	Subsidiary	100	2(87)
15.	Mundra International Airport Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U62200GJ2009PTC057726	Subsidiary	100	2(87)
16.	Mundra International Gateway Terminal Pvt. Ltd. Adani House, 56, Shrimali Society, Navrangpura, Ahmedabad-380009	U61100GJ2017PTC097358	Subsidiary	100	2(87)
17.	Madurai Infrastructure Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U45200GJ2010PTC062503	Subsidiary	100	2(87)
18.	Karnavati Aviation Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63090GJ2007PTC051309	Subsidiary	100	2(87)
19.	The Dhamra Port Company Ltd. HIG-20 BDA Colony, Jayadev Vihar Bhubaneswar, Odisha-751013	U45205OR1998PLC005448	Subsidiary	100	2(87)
20.	The Adani Harbour Services Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U61100GJ2009FTC095953	Subsidiary	100	2(87)
21.	Shanti Sagar International Dredging Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U01403GJ2015PTC083090	Subsidiary	100	2(87)
22.	Adinath Polyfills Pvt. Ltd. 303, Kaling Complex, Near Mount Carmel School, Ashram Road, Ahmedabad-380009	U25209GJ1987PTC009481	Subsidiary	100	2(87)
23.	Marine Infrastructure Developer Pvt. Ltd. Ramcon Fortuna Towers, 4th Floor, No. 1/2, Kodambakkam High Road, Nungampakkam, Chennai- 600034	U74999TN2016PTC103769	Subsidiary	97	2(87)
24.	Adani Petronet (Dahej) Port Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63012GJ2003PTC041919	Subsidiary	74	2(87)
25.	Mundra SEZ Textile and Apparel Park Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U74999GJ2005PTC046978	Subsidiary	55.29	2(87)
26.	Hazira Infrastructure Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U45203GJ2010PTC061029	Step down Subsidiary	100	2(87)
27.	Adani NYK Auto Logistics Solutions Pvt. Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad - 380009	U60221GJ2018PTC104101	Step down Subsidiary	51	2(87)
28.	Adani Agri Logistics Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63090GJ2005PLC045356	Step down Subsidiary	100	2(87)

Sr No	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
29.	Adani Agri Logistics (Samastipur) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63090GJ2018PLC103908	Step down Subsidiary	100	2(87)
30.	Adani Agri Logistics (Darbhanga) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63090GJ2018PLC104685	Step down Subsidiary	100	2(87)
31.	Adani Agri Logistics (Dahod) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U74999GJ2018PLC103504	Step down Subsidiary	100	2(87)
32.	Adani Agri Logistics (MP) Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U74120GJ2014PLC079278	Step down Subsidiary	100	2(87)
33.	Adani Agri Logistics (Dewas) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63090GJ2014PLC079629	Step down Subsidiary	100	2(87)
34.	Adani Agri Logistics (Harda) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63023GJ2014PLC079601	Step down Subsidiary	100	2(87)
35.	Adani Agri Logistics (Hoshangabad) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63000GJ2014PLC079611	Step down Subsidiary	100	2(87)
36.	Adani Agri Logistics (Satna) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63000GJ2014PLC079612	Step down Subsidiary	100	2(87)
37.	Adani Agri Logistics (Ujjain) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63000GJ2014PLC079619	Step down Subsidiary	100	2(87)
38.	Adani Agri Logistics (Panipat) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63030GJ2017PLC095073	Step down Subsidiary	100	2(87)
39.	Adani Agri Logistics (Kannauj) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63030GJ2017PLC095059	Step down Subsidiary	100	2(87)
40.	Adani Agri Logistics (Katihar) Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63090GJ2016PLC086566	Step down Subsidiary	100	2(87)
41.	Adani Agri Logistics (Kotkapura) Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63090GJ2016PLC086571	Step down Subsidiary	100	2(87)
42.	Adani Agri Logistics (Mansa) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63030GJ2017PLC095203	Step down Subsidiary	100	2(87)
43.	Adani Agri Logistics (Bathinda) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63030GJ2017PLC095224	Step down Subsidiary	100	2(87)

Sr No	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
44.	Adani Agri Logistics (Moga) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63030GJ2017PLC095190	Step down Subsidiary	100	2(87)
45.	Adani Agri Logistics (Barnala) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63090GJ2017PLC095187	Step down Subsidiary	100	2(87)
46.	Adani Agri Logistics (Nakodar) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63030GJ2017PLC095202	Step down Subsidiary	100	2(87)
47.	Adani Agri Logistics (Raman) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63030GJ2017PLC095188	Step down Subsidiary	100	2(87)
48.	Adani Agri Logistics (Dhamora) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U74999GJ2018PLC103574	Step down Subsidiary	100	2(87)
49.	Adani Agri Logistics (Borivali) Ltd. Adani House, 56 Shrimali Society, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U63030GJ2018PLC103573	Step down Subsidiary	100	2(87)
50.	Adani Logistics Services Pvt. Ltd. Level 4, Rectangle 1 Commercial Complex, D4 Saket, New Delhi - 110017	U60210DL2006PTC182784	Step down Subsidiary	98.29	2(87)
51.	Adani Forwarding Agent Pvt. Ltd. Plot No -2, First Floor, 100 Feet Road Ghitroni, New Delhi -110030	U74999DL2010PTC208219	Step down Subsidiary	98.29	2(87)
52.	Adani Noble Pvt. Ltd. Plot No -2, First Floor, 100 Feet Road Ghitroni, New Delhi -110030	U45201DL2007PTC202302	Step down Subsidiary	98.29	2(87)
53.	Adani Cargo Logistics Pvt. Ltd. 13th Floor, Everest House, 46 C, Jawaharlal Nehru Road, Park Street Area, Kolkata -700071	U60300WB2013PTC199146	Step down Subsidiary	98.29	2(87)
54.	Adani Logistics Infrastructure Pvt. Ltd. C/o Essor Business Center, 42, Broad Street, Kolkata -700019	U70102WB2015PTC207582	Step down Subsidiary	98.29	2(87)
55.	Blue Star Realtors Pvt. Ltd. 605, 6th Floor, Hallmark Business Plaza, Opp. Guru Nanak Hospital, Bandra (East) Mumbai – 400051	U45200MH1990PTC055968	Step down Subsidiary	100	2(87)
56.	Dermot Infracon Pvt. Ltd. 802, Shikhar Complex, Shrimali Society, Navrangpura, Ahmedabad-380009	U45500GJ2016PTC094337	Step down Subsidiary	100	2(87)
57.	Dhamra Infrastructure Pvt. Ltd. HIG-20 BDA Colony, Jayadev Vihar Bhubaneswar, Odisha-751013	U45400OR2007PTC015831	Step down Subsidiary	100	2(87)
58.	Abbot Point Operations Pty Ltd. Level 9, 120 Edward Street Brisbane, Queensland, 4000 Australia	Foreign Company	Subsidiary	100	2(87)
59.	Adani International Terminals Pte Ltd. 80. Raffles Place #33-20, UOB Plaza, Singapore 048624	Foreign Company	Subsidiary	100	2(87)
60.	Adani Mundra Port Holding Pte Ltd. 80. Raffles Place #33-20, UOB Plaza, Singapore 048624	Foreign Company	Subsidiary	100	2(87)

Sr No	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
61.	Adani Bangladesh Ports Pvt. Ltd. P 16 Borak Unique Height, 117 Kazi Nazrul Islam Avenue, Eskaton, Dhaka – 127	Foreign Company	Subsidiary	100	2(87)
62.	Abbot Point Bulkcoal Pty Ltd. Level 9, 120 Edward Street Brisbane, Queensland, 4000 Australia	Foreign Company	Step down Subsidiary	100	2(87)
63.	Adani Abbot Port Pte Ltd. 80. Raffles Place #33-20, UOB Plaza, Singapore 048624	Foreign Company	Step down Subsidiary	100	2(87)
64.	Adani Mundra Port Pte Ltd. 80. Raffles Place #33-20, UOB Plaza, Singapore 048624	Foreign Company	Step down Subsidiary	100	2(87)
65.	Adani Yangon International Terminal Company Ltd. Unit 15, Level 10, Tower 2, HAGL Myanmar Centre No. 192, Kaba Aye Pagoda Road, Bahan Township, Yangon, Myanmar	Foreign Company	Step down Subsidiary	100	2(87)
66.	Bowen Rail Operations Pte Ltd. 80. Raffles Place #33-20, UOB Plaza, Singapore 048624	Foreign Company	Step down Subsidiary	100	2(87)
67.	Bowen Rail Company Pty Ltd. Level 9, 120 Edward Street Brisbane, Queensland, 4000 Australia	Foreign Company	Step down Subsidiary	100	2(87)
68.	Adani International Container Terminal Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U61200GJ2011PTC065095	Joint Venture	50	2(6)
69.	Adani CMA Mundra Terminal Pvt. Ltd. Adani House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009	U61200GJ2014PTC080300	Joint Venture	50	2(6)
70.	Dholera Infrastructure Pvt. Ltd. 51, Geekni House, 5th Floor, Near Law Garden, Ahmedabad- 390006	U45203GJ2006PTC049426	Associate	49	2(6)

IV. Share Holding Pattern (equity share capital breakup as percentage of total equity as on March 31, 2020)

i) Category-wise Share Holding

SN	Category of Shareholders	No of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
		Demat	Physical	Total	% of total Shares	Demat	Physical	Total	% of total Shares	
A.	**Promoter**									
1	**Indian**									
a)	Individuals/HUF	2	-	2	0.00	2	-	2	0.00	-
b)	Central Govt./ State Govt.	-	-	-	-	-	-	-	-	-
c)	Bodies Corporate	14,05,12,153	-	14,05,12,153	6.78	13,81,93,549	-	13,81,93,549	6.80	0.02
d)	Banks/FI	-	-	-	-	-	-	-	-	-
e)	Any Others									
	Family Trust	81,27,95,189	-	81,27,95,189	39.25	79,93,83,935	-	79,93,83,935	39.35	0.10
Sub Total(A)(1)		**95,33,07,344**	**-**	**95,33,07,344**	**46.03**	**93,75,77,486**	**-**	**93,75,77,486**	**46.15**	**0.12**
2	**Foreign**									
a)	NRIs-Individuals	-	-	-	-	-	-	-	-	-
b)	Other-Individuals	-	-	-	-	-	-	-	-	-
c)	Bodies Corporate	33,69,22,410	-	33,69,22,410	16.27	33,81,06,456	-	33,81,06,456	16.64	0.37
d)	Banks/FI	-	-	-	-	-	-	-	-	-
e)	Any Other	-	-	-	-	-	-	-	-	-
Sub Total(A)(2)		**33,69,22,410**	**-**	**33,69,22,410**	**16.27**	**33,81,06,456**	**-**	**33,81,06,456**	**16.64**	**0.37**
Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)		**129,02,29,754**	**-**	**129,02,29,754**	**62.30**	**127,56,83,942**	**-**	**127,56,83,942**	**62.79**	**0.49**

SN	Category of Shareholders	No of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
		Demat	Physical	Total	% of total Shares	Demat	Physical	Total	% of total Shares	
B.	**Public shareholding**									
1	**Institutions**									
a)	Mutual Funds/ UTI	4,34,42,965	-	4,34,42,965	2.10	821,57,349	-	821,57,349	4.05	1.95
b)	Banks/FI	42,41,909	-	42,41,909	0.20	42,54,101	-	42,54,101	0.21	0.01
c)	Central Govt./ State Govt.	17,02,429	-	17,02,429	0.08	16,74,160	-	16,74,160	0.08	-
d)	Venture Capital Funds	-	-	-	-	-	-	-		-
e)	Insurance Companies	21,18,83,362	-	21,18,83,362	10.23	25,11,67,499	-	25,11,67,499	12.36	2.13
f)	FII	31,50,948	-	31,50,948	0.15	6,10,596	-	6,10,596	0.03	(0.12)
g)	Foreign Venture Capital Funds	-	-	-		-	-	-	-	-
h)	Any other									
	Any Other Foreign Portfolio Investor	44,87,57,688	-	44,87,57,688	21.67	35,56,44,757	-	35,56,44,757	17.50	(4.17)
	Alternate Investment Funds	1,448	-	1,448	0.00	16,318	-	16,318	0.00	-
Sub-Total (B)(1)		**71,31,80,749**	**-**	**71,31,80,749**	**34.44**	**69,55,24,780**	**-**	**69,55,24,780**	**34.23**	**(0.20)**
2	**Non-institutions**									
a)	Bodies Corporate	-	-	-	-	-	-	-	-	-
i	Indian	1,46,74,105	5,648	1,46,79,753	0.71	53,95,436	5,648	54,01,084	0.27	(0.44)
ii	Overseas	-	-	-	-	-	-	-	-	-
b)	Individuals									
i	Individuals shareholders holding nominal share capital up to ₹ 1 lakh	3,45,97,148	4,61,295	3,50,58,443	1.69	3,29,48,664	3,79,880	3,33,28,544	1.64	(0.04)
ii	Individual shareholders holding nominal share capital in excess of C 1 lakh	1,01,16,692	-	1,01,16,692	0.49	1,23,76,048	-	1,23,76,048	0.60	0.12
c)	NBFCs registered with RBI	8,918	-	8,918	0.00	1,352	-	1,352	0.00	-
d)	Other (specify)	-	-	-	-	-	-	-	-	-
	Clearing Member	27,83,513	-	27,83,513	0.13	46,24,708	-	46,24,708	0.23	0.10
	Non-Resident Indian (Repat)	8,15,819	-	8,15,819	0.04	7,97,879	-	7,97,879	0.04	-
	Non-Resident Indian (Non Repat)	3,73,539	-	3,73,539	0.02	3,50,585	-	3,50,585	0.02	-
	Foreign Portfolio Investor (Individual)	8,800	-	8,800	0.00	8,570	-	8,570	0.00	-
	Trusts	3,06,947	-	3,06,947	0.01	3,50,667	-	3,50,667	0.02	0.01
	Foreign Nationals	14,123	-	14,123	0.00	14,623	-	14,623	0.00	-
	Hindu Undivided Family	32,24,653	-	32,24,653	0.16	31,10,475	-	31,10,475	0.15	(0.01)
	IEPF	1,50,058	-	1,50,058	0.01	1,78,504	-	1,78,504	0.01	-
Sub-Total (B)(2)		**6,70,74,315**	**4,66,943**	**6,75,41,258**	**3.26**	**6,01,57,511**	**3,85,528**	**6,05,43,039**	**2.98**	**(0.28)**
Total Public Shareholding (B)= (B)(1)+(B)(2)		**78,02,55,064**	**4,66,943**	**78,07,22,007**	**37.70**	**75,56,82,291**	**3,85,528**	**75,60,67,819**	**37.21**	**(0.49)**
-	Shares held by Custodians for GDRs & ADRs	-	-	-	-	-	-	-	-	-
GRAND TOTAL (A)+(B)+(C)		**207,04,84,818**	**4,66,943**	**207,09,51,761**	**100.00**	**203,13,66,233**	**3,85,528**	**203,17,51,761**	**100.00**	**-**

Note: Flourishing Trade and Investments Limited (Flourishing), Promoter Group has acquired 1,21,20,696 equity shares from open market during the period 24.03.2020 to 31.03.2020, out of which 66,84,620 equity shares acquired till 26.03.2020 were supposed to be credited in the demat account of Flourishing. However, due to some technical reason and lockdown in the country, the shares were returned / rejected and credited to Clearing Members account i.e. Monarch Networth Capital Ltd. (Monarch). The said 66,84,620 shares have been shown in the name of Flourishing in order reflect the correct position holding of Promoter Group as on 31.03.2020. The shares acquired on 30.03.2020 and 31.03.2020 has not been shown in Promoter Group as the settlement date of those shares were 03.04.2020 and 07.04.2020 respectively.

ii) Shareholding of Promoters/Promoters Group

Sr No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% Change in shareholding during the year
		No. of Shares	% of total shares of the Company	% shares pledged/ encumbered to total shares	No. of Shares	% of total shares of the Company	% shares pledged/ encumbered to total shares	
1	Gautambhai Shantilal Adani & Rajeshbhai Shantilal Adani (on behalf of S. B. Adani Family Trust)	81,27,65,189	39.25	24.97	79,93,53,935	39.34	34.86	0.10
2	Rajeshbhai Shantilal Adani & Shilin Rajeshbhai Adani (on behalf of Rajesh S. Adani Family Trust)	30,000	0.00	-	30,000	0.00	-	-
3	Adani Tradeline LLP	14,05,12,153	6.78	1.39	13,81,93,549	6.80	1.71	0.02
4	Worldwide Emerging Market Holding Ltd.	7,90,46,818	3.83	-	7,77,56,181	3.83	-	0.01
5	Universal Trade and Investments Ltd.	8,08,61,339	3.90	-	7,95,41,248	3.91	-	0.01
6	Afro Asia Trade and Investments Ltd.	9,14,37,969	4.42	-	8,99,45,212	4.43	-	0.01
7	Emerging Market Investment DMCC	8,55,76,284	4.13	-	8,41,79,195	4.14	-	0.01
8	Gautambhai Shantilal Adani	1	0.00	-	1	0.00	-	-
9	Rajeshbhai Shantilal Adani	1	0.00	-	1	0.00	-	-
10	Flourishing Trade and Investments Ltd.	-	-	-	66,84,620	0.33	-	0.33
	Total	**1,29,02,29,754**	**62.30**	**26.36**	**1,27,56,83,942**	**62.79**	**36.57**	**0.49**

iii) Change in Promoters'/Promoters' Group Shareholding

Particulars	Shareholding at the beginning		Cumulative Shareholding during the year	
	No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
At the beginning of the year	1,29,02,29,754	62.30	-	-
- Shares tendered in Buyback#	2,12,30,432	0.16	1,26,89,99,322	62.46
- Market Purchase# [Refer Note (a)]	66,84,620	0.33	1,27,56,83,942	62.79
At the end of the year	-	-	1,27,56,83,942	62.79

#Details of shares tendered in Buyback and Market purchase by Promoter/Promoter's Group companies during the year is as under:

Sr No	Name	Shareholding at the beginning of the year		Date	Increase/ (Decrease) in shareholding	Reason	Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Company
1	Gautambhai Shantilal Adani & Rajeshbhai Shantilal Adani (on behalf of S. B. Adani Family Trust)	81,27,65,189	39.25	27.09.19	(1,34,11,254)	Shares tendered in Buyback	79,93,53,935	39.34
2	Adani Tradeline LLP	14,05,12,153	6.78	27.09.19	(23,18,604)		13,81,93,549	6.80
3	Worldwide Emerging Market Holding Ltd.	7,90,46,818	3.83	27.09.19	(12,90,637)		7,77,56,181	3.83
4	Universal Trade and Investments Ltd.	8,08,61,339	3.90	27.09.19	(13,20,091)		7,95,41,248	3.91
5	Afro Asia Trade and Investments Ltd.	9,14,37,969	4.42	27.09.19	(14,92,757)		8,99,45,212	4.43
6	Emerging Market Investment DMCC	8,55,76,284	4.13	27.09.19	(13,97,089)		8,41,79,195	4.14

Sr No	Name	Shareholding at the beginning of the year		Date	Increase/ (Decrease) in shareholding	Reason	Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Company
7	Flourishing Trade and Investments Ltd.	-	-	24.03.20	6,12,482	Market Purchase	6,12,482	0.03
				25.03.20	35,61,200		41,73,682	0.21
				26.03.20	25,10,938		66,84,620	0.33
				30.03.20	30,00,000 [Refer Note (b)]		96,84,620	0.48
				31.03.20	24,36,076 [Refer Note (b)]		1,21,20,696	0.60

*Percentage calculated on the basis of capital after buyback of shares

Notes:

(a) Flourishing Trade and Investments Limited (Flourishing), Promoter Group has acquired 1,21,20,696 equity shares from open market during the period 24.03.2020 to 31.03.2020, out of which 66,84,620 equity shares acquired till 26.03.2020 were supposed to be credited in the demat account of Flourishing. However, due to some technical reason and lockdown in the country, the shares were returned / rejected and credited to Clearing Members account i.e. Monarch Networth Capital Ltd. (Monarch). The said 66,84,620 shares have been shown in the name of Flourishing in order reflect the correct position holding of Promoter Group as on 31.03.2020.

(b) The shares acquired on 30.03.2020 and 31.03.2020 has not been shown in Promoter Group as the settlement date of those shares were 03.04.2020 and 07.04.2020 respectively.

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

Sr No	Name of Shareholder*	Shareholding at the beginning of the year		Change in Shareholding (No. of Shares)		Shareholding at the end of the year	
		No. of Shares	% of total shares of the Company	Decrease	Increase	No. of Shares	% of total shares of the Company
1.	Life Insurance Corporation of India	21,56,87,906	10.41	-	2,99,12,780	24,56,00,686	12.09
2.	Europacific Growth Fund	8,38,26,574	4.05	4,06,14,286	-	4,32,12,288	2.13
3.	SBI Equity Hybrid Fund	1,05,26,925	0.51	-	3,13,93,911	4,19,20,836	2.06
4.	Camas Investments Pte Ltd	2,70,52,618	1.31	7,09,389	-	2,63,43,229	1.30
5.	Baytree Investments (Mauritius) Pte Ltd	2,07,56,910	1.00	5,44,298	-	2,02,12,612	0.99
6.	Government Pension Fund Global	1,47,00,131	0.71	-	4,39,542	1,51,39,673	0.74
7.	Fidelity Investment Trust Fidelity series Emerging Markets Opportunities Fund	96,53,281	0.47	-	43,22,531	1,39,75,812	0.69
8.	Government of Singapore	1,06,00,509	0.51	-	31,77,994	1,37,78,503	0.68
9.	Reliance Capital Trustee Co Ltd - A/C Nippon India Equity Hybrid Fund	48,82,609	0.24	-	70,85,755	1,19,68,364	0.59
10.	Vanguard Total International Stock Index Fund	1,08,17,321	0.52	-	11,23,506	1,19,40,827	0.59
11.	Vanguard Emerging Markets Stock Index Fund, a Series of Vanguard International Equity Index Funds	1,10,91,662	0.54	9,39,877	-	1,01,51,785	0.50
12.	American Funds Insurance Series International Fund	1,46,43,483	0.72	80,42,511	-	66,00,972	0.32
13.	New World Fund INC	4,78,04,782	2.31	4,74,00,046	-	4,04,736	0.02

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

v) Shareholding of Directors and Key Managerial Personnel

Name	Shareholding at the beginning of the year		Date	Change in Shareholding (No. of Shares)		Shareholding at the end of the year	
	No. of Shares	% of total shares of the Company		Increase	Decrease	No. of Shares	% of total shares of the Company
Directors:							
Mr. Gautam S. Adani	1	0.00	-	-	-	1	0.00
Mr. Rajesh S. Adani	1	0.00	-	-	-	1	0.00
Dr. Malay Mahadevia	-	-	-	-	-	-	-
Mr. Karan Adani	-	-	-	-	-	-	-
Mr. Mukesh Kumar, IAS	-	-	-	-	-	-	-
Prof. G. Raghuram	-	-	-	-	-	-	-
Mr. G. K. Pillai	-	-	-	-	-	-	-
Mr. Bharat Sheth	-	-	-	-	-	-	-
Mr. Sanjay Lalbhai[1]	-	-	-	-	-	-	-
Mrs. Radhika Haribhakti[2]	-	-	-	-	-	-	-
Mrs. Nirupama Rao	-	-	-	-	-	-	-
Key Managerial Personnel:							
Mr. Deepak Maheshwari	-	-	-	-	-	-	-
Mr. Kamlesh Bhagia	108	0.00	27.09.19	-	46	62	0.00

[1]Ceased as Independent Director on completion of term on 08.08.2019

[2]Ceased as Independent Director on completion of term on 31.03.2020

V. Indebtedness

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

(₹ in crore)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	5,687.82	18,948.83	-	24,636.65
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	176.34	97.37	-	273.71
Total (i+ii+iii)	**5,864.16**	**19,046.20**	**-**	**24,910.36**
Change in Indebtedness during the financial year				
• Addition(Principal & Interest)	2,386.04	55,432.13	-	57,818.17
• Reduction(Principal & Interest)	1,353.53	54,482.91	-	55,836.44
• Exchange Difference	(8.25)	(1,705.76)	-	(1,714.01)
Net Change	**1,040.76**	**2,654.98**	**-**	**3,695.74**
Indebtedness at the end of the financial year				
i) Principal Amount	6,762.90	21,523.30	-	28,286.20
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	142.02	177.88	-	319.90
Total (i+ii+iii)	**6,904.92**	**21,701.18**	**-**	**28,606.10**

VI. Remuneration of Directors and Key Managerial Personnel

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

(₹ in lakh)

Sr No	Particulars of Remuneration	**Gautam S. Adani** Managing Director	**Malay Mahadevia** Whole Time Director	**Karan Adani** Whole Time Director & CEO	Total Amount
1	Gross salary				
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	180.00	1,071.42	172.41	1,423.83
	b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	3.72	-	3.72
	c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission				
	- as % of profit	100.00	-	-	100.00
	- others, specify	-	-	-	-
5	Others-contribution towards PF etc.	-	45.73	27.59	73.32
	Total	**280.00**	**1,120.87**	**200.00**	**1,600.87**
	Ceiling as per the Act	₹ 20,233.70 lakh (@ 10% of profits calculated as per Section 198 of the Act).			

B. Remuneration to other Directors

(₹ in lakh)

Sr No	Particulars of Remuneration	Fee for attending board/ committee meetings	Commission	Others, please specify	Total Amount
1.	**Independent Directors**				
	Prof. G. Raghuram	7.50	14.00	-	21.50
	Mr. G. K. Pillai	7.00	14.00	-	21.00
	Mr. Sanjay Lalbhai	-	-	-	-
	Mrs. Radhika Haribhakti	7.00	14.00	-	21.00
	Mrs. Nirupama Rao	3.50	13.30		16.80
	Mr. Bharat Sheth	1.50	7.50		9.00
	Total (1)	**26.50**	**62.80**	**-**	**89.30**
2.	**Other Non-Executive Directors**				
	Mr. Rajesh S. Adani	11.00	-	-	11.00
	Mr. Mukesh Kumar, IAS	-	-	-	-
	Total (2)	**11.00**	**-**	**-**	**11.00**
	Total (1+2)	**37.50**	**62.80**	**-**	**100.30**
	Overall ceiling as per the Act	₹ 2,023.37 lakh (@ 1% of profits calculated as per Section 198 of the Act).			

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

(₹ in lakh)

Sr No	Particulars of Remuneration	**Deepak Maheshwari** Chief Financial Officer	**Kamlesh Bhagia** Company Secretary	Total Amount
1	Gross salary			
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	660.77	27.79	688.56
	b) Value of perquisites u/s 17(2) Income-tax Act, 1961	3.72	0.60	4.32
	c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of profit	-	-	-
5	Others- contribution towards PF etc.	42.40	1.86	44.26
	Total	**706.89**	**30.25**	**737.14**

VII. Penalties / Punishment/ Compounding of Offences

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

Annexure – B to the Directors' Report

Form No. MR-3

SECRETARIAL AUDIT REPORT

for the financial year ended March 31, 2020

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

To
The Members
Adani Ports and Special Economic Zone Limited

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

Based on my verification of books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorised representatives in the conduct of secretarial audit during the lockdown situation across the country due to pandemic of COVID 19, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on March 31, 2020 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2020 according to the provisions of:

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

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

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

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

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

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

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

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

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

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

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

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

   h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998

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

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

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

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

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

   e. The Merchant Shipping Act, 1958

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

   g. Gujarat Maritime Board Act, 1981

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

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

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

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

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to filing of certain e-forms with additional fees. As informed in our report in the previous year, The BSE Limited and National Stock Exchange of India Limited have imposed fine for non-compliance of provisions of LODR pertaining to composition of Board of Directors in relation to appointment of one Independent Director during the quarter ended March 31, 2019, has since been appointed on April 22, 2019.

I further report that

It was informed in our report in the previous year that one Independent Director was required to be appointed to make the composition of the Board of Directors in conformity with LODR, has since been appointed on April 22, 2019 and 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 are captured and recorded as part of the minutes.

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

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

1. Passed a special resolution for Re-appointment of Prof. G. Raghuram as an Independent Director of the Company.
2. Passed a special resolution for Re-appointment of Mr. G. K. Pillai as an Independent Director of the Company.
3. Passed a special resolution for Re-appointment of Dr. Malay Mahadevia as Whole Time Director of the Company.
4. Passed a board resolution for buy back of 3,92,00,000 equity shares from the existing shareholders of the Company as on June 21, 2019 (the "Record Date") at a price of ₹ 500 per Equity Share (the "Buy-back Price") payable in cash for an aggregate amount of ₹ 1,960 crore (the "Buy-back Size"), which is approximately 9.94% of the fully paid-up Equity Share capital and free reserves as per the audited accounts of the Company for the financial year ended March 31, 2019.

CS Ashwin Shah
Company Secretary
C. P. No. 1640
UDIN: F001640B000200124

Place: Ahmedabad
Date: May 5, 2020

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

'Annexure-A'

To
The Members
Adani Ports and Special Economic Zone Limited

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

CS Ashwin Shah
Company Secretary
C. P. No. 1640
UDIN: F001640B000200124

Place: Ahmedabad
Date: May 5, 2020

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 2019-20 and the percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary in the financial year 2019-20:

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	33.57:1	-
Dr. Malay Mahadevia	134.40:1	16.55
Mr. Karan Adani	23.98:1	33.33
Non-Executive Directors:		
Mr. Rajesh S. Adani[1]	1.32:1	18.28
Mr. Mukesh Kumar, IAS[1]	-	-
Mr. Sanjay Lalbhai[1#]	-	-
Prof. G. Raghuram[2]	2.58:1	19.11
Mr. G. K. Pillai[2]	2.52:1	28.05
Mrs. Radhika Haribhakti[2#]	2.52:1	16.34
Mrs. Nirupama Rao[2]	2.01:1	N.A.
Mr. Bharat Sheth[2]	1.08:1	N.A.
Key Managerial Personnel:		
Mr. Deepak Maheshwari	N.A.	24.49
Mr. Kamlesh Bhagia	N.A.	(4.99)

[1]Reflects sitting fees

[1#]Ceased as Director on completion of term on August 8, 2019

[2]Reflects sitting fees and commission

[2#]Ceased as Director on completion of term on March 31, 2020

ii) The percentage increase in the median remuneration of employees in the financial year: 9.27%

iii) The number of permanent employees on the rolls of Company: 1,284 as on March 31, 2020.

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: 9.33%
- Average increase in remuneration of KMPs: 16%
- KMP salary increases are decided based on the Company's performance, individual performance, inflation, prevailing industry trends and benchmarks.

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

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

Annexure – D to the Directors' Report

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

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

A. Conservation of Energy

I) Steps taken or impact on conservation of energy

- Average power factor of the system has been maintained up to 0.96 for Multi- purpose Terminal (MPT).
- Reduction in 1.10 MW connected lighting load by installation of LED lights at various locations at Mundra, which will reduce annual electricity consumption by 4.22 million units.
- Reduction in 8.7 kW connected load by installation of energy efficient fans at various location at Mundra, which will reduce annual electricity consumption by 25 kilo units.
- Provision of Shore Supply to AEL and Dredger at Terminal-2 in MPT.
- Energy saving by Optimum use of Boom flood light. STS flood light auto OFF in case of Boom up condition by using PLC programming at Adani Mundra Container Terminal.
- Installed timer for controlling Air conditioner in office area of Exim yard resulting into saving of ₹ 1.22 Lakhs per annum.

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

- Commissioning of 4.32 MW Solar PV (photovoltaic system) Plants on roof tops at various locations (Cover Storage Area, Substation in South Zone and Samudra Township) at Mundra, will generate green energy of 6.80 million units annually.
- 7.80 MW Solar PV Plants have been installed on roof tops at various locations at Mundra, which will generate green energy of 12.17 million units annually.
- Installation of 1.10 MW Solar PV Plants on roof tops at various locations (Cover Storage Area, Shantivan Colony, STP of Shantivan Colony and Adani Public School) at Mundra is in progress, will generate green energy of 1.75 million units annually.
- Generated 5.78 million units green energy from solar PV plants during FY 2019-20 for captive consumption which has potential to generate 12.17 million units annually.
- Distributed 50.36 million units grid energy generated from wind generators of 12 MW in SEZ area through electricity distribution network of MPSEZ Utilities Pvt. Ltd. (Power Distribution Licensee), a subsidiary of the Company.

III) Capital investment on energy conservation equipment

- Investment made of ₹ 24.24 Lakhs for replacement of HPMV light fittings by LED lights for Liquid Terminal.
- Investment made of ₹ 21 Lakhs for replacement of 76 Nos. of Air Conditioners with Inverter based upgraded with the latest Technology and Three Star Rating.

B. Technology Absorption

I) Efforts made towards technology absorption

- Automated operation of back-up DG set installed at Adani House, Adani Hospital and SEZ North Gate in case of failure/restoration of mains supply.
- Pressure based automatic operation of Fire Fighting Pump System installed for Adani House and Port Users Buildings.
- Remote operation of Fire Fighting Pump System installed at Adani Hospital and Airstrip through mobile from Fire Control Room.
- Integration of SMART water meters with GSM Modems for real time monitoring of various operational parameters like flow, pressure, velocity etc. for water supply from Adani Power (Mundra) Ltd.
- Procurement of "RD8100, most advanced Precision Cable Route Locator" with integrated GPS and usage data logging system for damage prevention.
- Gangway detection system up-gradation STS Crane to enhance safety.

- Crane to Crane collision system up-gradation with Radar sensor to enhance safety.
- Vessel Profiling System (VPS) system is installed in the new cranes which will help in identifying the efficiency of the operator and thus assisting the training team to customise the training needs for the operator. It also provides the necessary safety interlocks on the vessel side which is not available in other cranes.

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

- Process improvement and increase in turnaround time by weighbridge capacity augmentation from 40mt to 50mt for three weighbridges at Liquid Terminal.

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	2019-20	2018-19
Foreign exchange earned	41.40	-
Foreign exchange outgo	902.08	620.57

Annexure to the Directors' Report

Annual Report on Corporate Social Responsibility (CSR) activities for the financial year 2019-20 as per Section 135 of the Companies Act, 2013

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

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

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

2. The Composition of the CSR Committee

- Mr. Rajesh S. Adani, Chairman
- Mr. G. K. Pillai, Member
- Dr. Malay Mahadevia, Member

3. Average net profit of the Company for last three financial years: ₹ 3,463.19 crore

4. Prescribed CSR Expenditure (two percent of the amount as in item 3 above): ₹ 69.27 crore

5. Details of CSR spent during the financial year:

a) Total amount spent for the financial year 2019-20: ₹ 69.50 crore

b) Amount unspent, if any: Nil

c) Manner in which the amount spent during the financial year:

(₹ in lakh)

1	2	3	4	5	6		7	8
Sr No	CSR project or activity identified	Sector in which the Project is covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Sub-heads: (1) Direct expenditure on projects or programs	(2) Overheads	Cumulative expenditure upto to reporting period.	Amount spent: Direct or through implementing agency
1.	Adani Vidya Mandir – operating CBSE School	Education	Ahmedabad & Bhadreshwar, Gujarat Surguja, Chhattisgarh	290.00	288.08	-	1,836.66	Through Adani Foundation
2.	Adani DAV Public School and Adani - KISS building cost		Mundra, Gujarat Dhamra & Baripada, Odisha	643.00	642.90	-	3,771.83	
3.	Encouraging Education by distributing scholarships, school kits and enable teachers by giving trainings. Quality Improvement in Government with holistic approach of Utthan		Mundra & Ahmedabad, Gujarat Udupi, Karnataka Tiroda, Maharashtra Kattupalli, Tamil Nadu Goa	209.00	209.30	-	1,226.42	
4.	Project - Udaan with Other programmes		Mundra, Gujarat Tiroda, Maharashtra	428.00	427.88	-	2,123.46	
5.	Education and Social development		Ahmedabad & Bhuj, Gujarat	46.00	46.00	-	219.27	Direct

(₹ in lakh)

1	2	3	4	5	6		7	8
Sr No	CSR project or activity identified	Sector in which the Project is covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Sub-heads: (1) Direct expenditure on projects or programs	(2) Overheads	Cumulative expenditure upto to reporting period.	Amount spent: Direct or through implementing agency
6.	Providing Infrastructure support to Gujarat Adani Institute of Medical Sciences	Community Health	Bhuj, Gujarat	-	-	-	751.00	Direct
				-	-	-	254.26	Through Adani Foundation
7.	Swachhagraha – An initiative to create culture of cleanliness		Across India	155.00	155.16	-	687.36	
8.	Catering Medical Help through Mobile Health Care Units		Mundra, Gujarat Tiroda, Maharashtra Dhamra, Orissa Udupi, Karnataka	7.00	6.90	-	162.87	
9.	Medical Support to needy and poor patients including senior citizen by rural clinics and medical camps and de-addiction camps		Ahmedabad & Mundra, Gujarat Tiroda, Maharashtra Dhamra, Orissa Udupi, Karnataka	163.00	163.76	-	685.49	
10.	Collaborative Actions in Lowering Maternity Encounters Death (CALMED)		Mundra, Gujarat	-	-	-	5.54	
11.	Dead body carrier vehicle support		Mundra, Gujarat	3.00	3.59	-	38.60	
12.	Health Card to Senior citizens and Truck Drivers		Mundra, Gujarat	118.00	118.79	-	755.95	
13.	Anaemia Reduction and Prevention Programme & Support to ICDC to reduce Malnutrition		Mundra, Gujarat Tiroda, Maharashtra	-	-	-	12.61	
14.	Establishing multi-specialty Charusat Hospital		Anand, Gujarat	-	-	-	120.00	Direct
15.	Health, sanitation and education related awareness activity		Ahmedabad & Mundra, Gujarat	-	-	-	19.65	Through Adani Foundation
16.	Health Services			-	-	-	513.77	Direct
17.	Eradicating extreme hunger and poverty	Sustainable Livelihood Development	Mundra, Gujarat Mumbai & Pune, Maharashtra	2.00	2.00	-	290.88	Direct
18.	Old Age Home & shelter to elderly people		Mumbai, Maharashtra	-	-	-	100.00	Direct
19.	Self-sustainability and career development		Mundra, Gujarat	-	-	-	7.87	Direct
20.	Empowering youth for employment or self-sustainability through Skill Trainings		Across India	300.00	300.00	-	300.00	Through Adani Skill Development
21.	Self-sustainability and career development of youth through enhancing skill			643.00	642.82	-	2795.13	Through Adani Foundation

(₹ in lakh)

1	2	3	4	5	6		7	8
Sr No	CSR project or activity identified	Sector in which the Project is covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Sub-heads: (1) Direct expenditure on projects or programs	(2) Overheads	Cumulative expenditure upto to reporting period.	Amount spent: Direct or through implementing agency
22.	Improving agricultural production using technology by providing training to farmers at local level		Mundra, Gujarat Tiroda, Maharashtra Dhamra, Orissa Murmugao, Goa	68.00	68.42	-	242.04	
23.	Support to Om Creation Trust		Mumbai, Maharashtra	-	-	-	306.58	
24.	G-Auto Project		Ahmedabad, Gujarat	-	-	-	30.66	
25.	Ensuring environmental sustainability			55.00	55.00	-	100.01	Direct
26.	Somnath Trust	Rural Infrastructure Development	Somnath, Gujarat	500.00	500.00	-	500.00	Direct
27.	Supply of drinking water to drought prone areas		Gujarat	105.00	105.00	-	105.00	Direct
28.	Support provided to improve rural infrastructure works such as community hall, pond deepening, repairing and constructing houses, bore well repairing, safe drinking water etc.		Mundra & Hazira, Gujarat Tiroda, Maharashtra, Chhindwara, Madhya Pradesh, Udupi, Karnataka, Vizhinjam, Kerala Murmugao, Goa	450.00	449.46	-	3,961.90	Through Adani Foundation
29.	Promoting Rural Sport and mobilising youth	Rural Sports	Mundra, Gujarat Udupi, Karnataka Vizhinjam, Kerala	21.00	21.00	-	208.68	
30.	Disaster Management – Flood relief work	Disaster Management	Banaskantha, Gujarat	-	-	-	75.63	
31.	Disaster Management – Flood relief work		Kerala & Odisha	26.50	26.67	-	26.67	
32.	Disaster Management – Odisha & Ockhi Cyclone		Odisha	2,500.00	2,500.00	-	5,250.00	Direct
33.	Environment Awareness and maintenance of Ecological balance	Environment	Pan India	217.50	217.27	-	811.58	Through Adani Foundation
34.	Support Olympics Athletes	Supporting Athletes	Gujarat	-	-	-	67.50	
Total				**6,950.00**	**6,950.00**	**-**	**28,364.87**	

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

7. CSR Committee Responsibility Statement

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

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

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

Management Discussion and Analysis

1. Company Overview

Adani Ports and Special Economic Zone Limited (APSEZ) is India's largest private integrated logistics company. Promoted by the esteemed Adani Group, the Company continues to strengthen its seamless integration of three verticals – Ports, Logistics and Special Economic Zones (SEZs). In less than two decades, it has built, acquired and developed an unparalleled portfolio of ports infrastructure and services across India. Currently, it has nine strategically located ports and terminals in operation and two under construction one at Vizhinjam, Kerala and another one in Myanmar.

Adani Logistics Limited (ALL), a wholly-owned subsidiary, is the most diversified end-to-end logistics service provider in the country with presence across all major markets. The Company operates five logistics parks. When it comes to servicing core national priorities, APSEZ is prepared with scale, scope and speed.

Highlights of FY20

- Registered a cargo volume growth of 7% and achieved a throughput of 223 MMT.
- Cargo growth seen across all cargo segments in all ports and regions; the rate of growth outpaced pan-India ports and other major ports.
- ALL has acquired Innovative B2B Logistics Solutions Pvt. Ltd. (Now, Adani Logistics Services Pvt. Ltd.), which has added 14 container rakes to our existing fleet and one logistic park.
- The Company concluded the buy-back of 3,92,00,000 equity shares at a price of ₹ 500 per equity share from eligible shareholders on a proportionate basis through the 'Tender offer' route on September 30, 2019.

2. Economy Review

2.1 Global Economy

Global economic activity significantly slowed in 2019 following strong growth in 2018 on account of factors emanating from both advanced and emerging economies. After expanding by 4% in 2017, global growth remained somewhat buoyant at 3.6% in 2018, only to significantly drop to 2.9% in 2019. Global activity softened amidst an escalation in trade and tariff tensions between the US and China, along with generally tepid consumer and investor sentiments, globally. This resulted in both the economies growing slower. At the other end of the spectrum, Eurozone continued to face declining consumer and business confidence, and depleted external demand.

In the beginning of the third quarter of FY20, growth across emerging markets was weaker than expected largely due to country-specific shocks weighing on the domestic demand. Economic expansion in China went into a tailspin with 6.1% growth in 2019 on account of challenging financial conditions and structural issues. The shutdown of factories and localised lockdowns on account of the pandemic adversely impacted consumer spending and reduced the flow of investment towards the end of the year. India saw a sharp slowdown owing to stress in liquidity flow to non-government sector and decline in rural demand.

Even as emerging economies saw a generalised slowdown in sync with the rest of the world, the severity of growth contraction was more pronounced in India (local factors like decline in rural demand, liquidity issues following the NBFC crisis and weak credit offtake from banking sector), Mexico (sluggish industrial output, especially in construction and oil, falling business investment, and a slowdown in services) and Saudi Arabia and Russia (oil output cuts). Such country specific issues in India, Saudi Arabia, Russia and Mexico (apart from smaller EMs like Chile) remained in place for most part of 2019.

Outlook

The International Monetary Fund (IMF) projects that the world will slip into a recession in 2020 over COVID-19 led global lockdown and the resulting suspension of economic activity. According to the IMF's April World Economic Outlook, global growth will contract by 3% in 2020, compared to 2.9% growth in 2019, and further mark a V-shape normalisation to 5.8% growth in 2021, although half of it will come on a low base. Also, the global trade volume in goods and services will slip into a degrowth of 11% in 2020 from an already weak growth of 0.9% in 2019, before growing by 8.4% in 2021.

Global Growth (%)

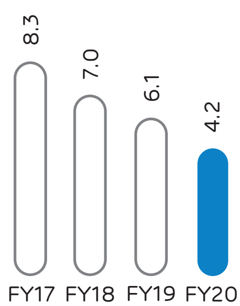
Particulars	Actual	Projections	
	2019	2020	2021
World Output	2.9	-3.0	5.8
Advanced Economies	1.7	-6.1	4.5
US	2.3	-5.9	4.7
Eurozone	1.2	-7.5	4.7
Japan	0.7	-5.2	3.0
UK	1.4	-6.5	4.0
Other Advanced Economies	1.7	-4.6	4.5
Emerging Markets and Developing Economies	3.7	-1.0	6.6
China	6.1	1.2	9.2
India	4.2	1.9	7.4

Source: IMF

2.2 Indian Economy

Advanced estimates of India's headline GDP for 2019-20 projected a growth of 5% (compared to 6.1% in the previous year), lowest since the great financial crisis (GFC) in 2008. Underlying this decline in GDP growth over 2019-20 is a fall in private consumption, stagnation in overall capex and contraction in trade volumes on account of the fall in global growth and demand. Even as government attempted a host of long-term reform measures including corporate tax reduction, and farmer income support, the short-term growth didn't have much levers to pick up on as both business and consumer sentiments nosedived through the year.

Annual GDP Growth Rate (%)



Source: Central Statistics Office (CSO)

Outlook

The nationwide lockdown and the consequent suspension of economic activity owing to the pandemic is expected to severely jeopardise economic growth in the first quarter of FY20-21.

Apart from the continuing resilience of agriculture and allied activities (which could see labour issues in harvesting), about 70% of economic sectors will have little to zero value-add during the period of lockdown. Such sectors of the economy will be adversely impacted depending upon intensity, spread and duration of COVID-19. In a prolonged spread that leaves supply chains disrupted, the global slowdown could deepen, creating uncertainties for India. The country's GDP in all possible scenarios will register degrowth in Q1FY21, and this shock alone will ensure the annual GDP for FY20-21 degrow 2.0-4.5%, depending upon the tail of the pandemic.

3. Industry Review

3.1 Ports

World maritime trade volume growth in FY19 was estimated to be in the range of 2.5% to 3% (UNCTAD 2019). In FY18, this growth was 2.7%, which was below the historical average of 3%, and that of 4.1% in 2017. Tariff escalation between China and the United States dominated the headlines in 2018 and 2019; this has affected certain trade commodities like grains, container and steel products. It has been observed that overreliance on import demand in China, is another downside risk for maritime trade. The pre-Covid outlook for global port-handling activity remained positive supported by regional economic growth and port infrastructure development plans. However, the current Covid situation and related uncertainties constitute the downside risks on the global port volume. According to the UNCTAD estimate, from FY20-24 the average annual growth in the world's maritime trade was expected to be around 3.4%. This estimate is likely to see a dent, given the circumstances.

Containerised and dry bulk trades are expected to grow at a compound annual growth rate of 4.5% and 3.9%, respectively, over the FY19-24 period. These estimates were made before the global pandemic outbreak. We see some temporary dips in these numbers due to the ongoing pandemic worldwide.

In recent years, global maritime trade has witnessed some structural challenges as well. In container shipping segment, further consolidation has been witnessed in the industry, the combined market shares of the top 10 container shipping lines increased from 68% (in FY14) to 90% in FY19. There are also signs that carriers are considering vertical integration by taking greater control of inland logistics, aiming to provide integrated service offerings and generate more value.

This marks a shift from the approach adopted by them in the 2000s, when shipping interests were to outsource such operations to focus on their core business. Till end of 2019, some of the largest shipping lines such as Maersk and China COSCO were planning to expand their presence to inland terminals, warehouses, customs brokerage and logistics to tap additional business opportunities. Similarly, we have also observed that global terminal operators like DP World were planning to diversify their business portfolio.

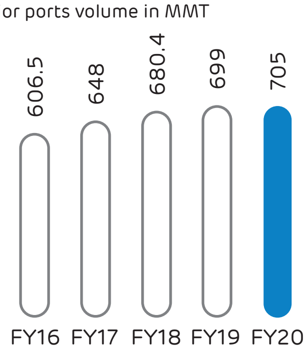
In general, these stakeholders were planning to expand their initiatives beyond the port gate into the wider supply chain, carriers and ports alike, aiming to diversify revenue sources and increase their proximity to shippers and the cargo. However, the pandemic may lead to a delay in their plans and possible changes in strategy.

Worldwide, trading between different nations has always been a significant contributor in terms of increasing wealth and economic growth. Ports are the gateways for EXIM trade and they play a crucial role in India's international trade. According to the Ministry of Shipping, approximately 95% of the country's trade by volume and 70% by value moves through maritime transport, which clearly highlights the importance of ports and their contribution in supporting and accelerating the growth and development of the Indian economy. To achieve India's aspiration of a gas-based economy for cleaner and sustainable future, gas handling facilities and in-land transportation of gas becomes critical. Despite the good potential to bolster cargo volumes, Indian ports have not seen remarkable growth in recent years.

In FY20, the total consolidated ports volume handled by pan-Indian ports was around 1,307 MMT, registering around 2.3% annual cargo volume growth with respect to FY19. According to Indian Ports Association (IPA) in FY20, the consolidated cargo volumes handled by Indian major ports were 705 MMT and according to the Ministry of Shipping (MoS), the same number for non-major ports was around 602.5 MMT cargo. In this period non-major ports witnessed a relatively healthy growth of 4.1%, while growth of major ports was subdued at just 0.8%. Share of non-major ports in overall cargo handled in FY20 was 46% against 45.2% in FY19. Key growth commodities in FY20 (w.r.t. FY19), at major ports were Iron ore/ pallet (+ 35%), finished fertilizers (13%), Coking coal (+2.6%), POL + crude + LPG/LNG (2.1%) and container at just 1%. However, commodities like thermal coal (-13%), Fertilizer raw material (-5.6%), and other material (-4.8%) have witnessed negative growth with respect to FY19 volumes. Cargo volumes handled at 12 major ports was 705 MMT in FY20. Out of these, seven ports witnessed growth and the remaining five – Mormugao, New Mangalore, JNPT, Chennai & Ennore/ Kamarajar contracted in cargo volumes compared to last year (FY19). Chennai Port registered the highest decline in cargo traffic (-11%), which is mainly due to containers volumes, followed by Mormugao (-9.4%), New Mangalore (-7.9%), Ennore port (-7.8%) and JNPT (-3.2%). Highest growth was registered at Vizag (+ 11%) which was mainly due to Iron ore and POL/crude volume growth, followed by Cochin (+6.3%), Deendayal/ Kandla (+6.2%), VOC (+5.1%) and Paradip port (+3.1%). Together, these five ports handled around 54% of major ports volume in FY20. In FY20, among major ports, Kandla / Deendayal port has emerged as the largest major port in India, handled 122.5 MMT volume followed by Paradip port (112.7 MMT) in FY20.

Last 5 Years Major Ports Cargo Volume Growth Trends

Major ports volume in MMT



Source: Indian Ports Association 2020

If we look into a five-year (FY15 to FY19) market share analysis of key major ports in India, Paradip port has gained its market share by almost +2%, followed by Kolkata/Haldia (+1%) and Cochin (0.5%). Mumbai and Chennai ports have lost their market share by almost 1% in the last five years.

As per MoS, total traffic handled by non-major ports in FY20 is 602.5 MMT, reflecting a growth of 4.1% over that of last year. At non-major ports in FY20, sugar recorded highest growth in traffic at (58.1%) followed by other coal (51.3%), LNG/LPG (16.5%), iron and steel (16.4%), coking coal (7.0%), POL (6.4%) and container (6.0%). On the contrary, the fertilizer raw material recorded highest negative growth (67.6%) in volume in FY20 followed by other ores (41.1%), thermal coal (24.2%), fertilizers (9.2%), and iron ore pallets (9%) with respect to FY19. Volume wise, among all commodities, POL crude is the commodity handled most at ports of 97.42 MMT with share of 16.2% followed by other coal 15.1%, container 149%, POL products 11.6%, other commodities 10.4%, thermal coal 8.6%, iron ore/ pallets 6.6%, coking coal 5.4%, LPG and LNG 4.2% each during FY20.

In FY20, at India's non-major ports, among the states Gujarat Maritime Board handled the maximum cargo of 410.44 MMT with share of 68.1% followed by Andhra Pradesh (16.8%), Maharashtra Maritime Board (6.8%) followed by Odisha Directorate of Ports of 5.9%. Similarly, the coastal cargo handled at non-major ports during FY20 decreased by 3.8% to 90.95 MMT from 94.5 MMT in FY19.

At 139 MMT in FY20, Mundra Port ranked No. 1 in commercial cargo handling across India. Arguably, Mundra Port also has the most diversified commodity profile among all key ports in India. In FY20, Mundra port has also started handling new commodities like LNG and LPG with its dedicated cargo handling terminals.

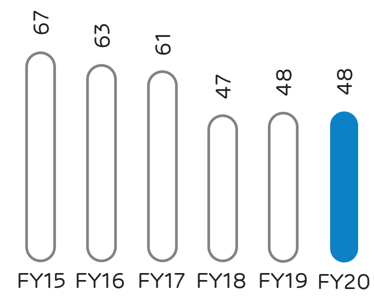
From market share point of view, non-major ports have gained market share at the cost of major ports. Some ports have emerged as gainers. In last 5 years (FY15 to FY19) ports like Dhamara, Hazira, Kattupalli have gained market share by almost +1%, whereas Pipavav, Kakinada, Gangavaram and Dahej have lost market share. Ports like Mundra and Krishnapatnam have increased market share marginally.

Improvement and Efficiency: During these, the ports industry is witnessing a shift. Along with non-major ports, major ports are also focusing on efficiency improvements to enhance competitiveness in the market. Sagarmala program is one of the key initiatives in this direction for major ports.

Major Ports Capacity Utilisation: On port capacity utilisation front, over the period of time, capacity utilisation at major ports has gone down. In FY20, capacity at major ports was around 1470 MMTPA. In the preceding six years, major port capacity utilisation trend is given below:

Port Capacity Utilisation at Major Ports

Capacity Utilisation in %

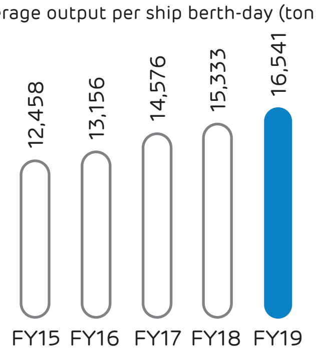


Source: Ports in India 2020 by India infrastructure and Ministry of Shipping FY20 annual report.

Average output per ship berth day in tonnes at major ports: Modernisation and efficiency improvements drive at major ports under the Sagarmala initiative (project UNNATI), helped major ports to bring more efficiency in berth productivity. On an average output per ship berth day improved significantly from 12458 tonnes in FY15 to 16,500 tonnes in FY19. The last five-year trends are given below.

Major Ports: Average Output per ship berth-day

Average output per ship berth-day (tonnes)

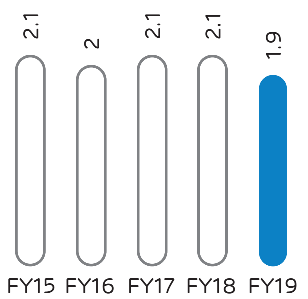


Source: Ports In India 2020 by India infrastructure

Average turnaround time of ships on port account in days at major ports of India: The average turnaround time of ships on port account has decreased marginally from 2.1 days in FY15 to 1.9 days in FY19. The preceding five-year trend is given below.

Ships Average Turnaround Time on Port Account

Ships average turnaround time on port account in day



Source: Ports In India 2020 by India infrastructure

Government Initiatives

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

1. **Sagarmala Pariyojana**
   Sagarmala Pariyojana, launched in 2015, focuses on enhancing the performance of the logistics sector in India by setting up new mega ports, modernising existing ports, and developing 14 Coastal Employment Zones (CEZs) and Coastal Employment Units. More than 605 projects having a total cost of ₹ 8.80 lakh crore have been identified under Sagarmala. Of these, 89 projects worth ₹ 0.14 lakh crore are completed and 443 projects worth ₹ 4.32 lakh crore are under various stages of implementation and development. The project aims to promote port-led development with a view to reduce logistics cost for EXIM and domestic trade.

2. **Port Capacity Target**
   The Ministry of Shipping, along with the State Governments, is striving to increase the overall port capacity to 3,500+ Million Metric Tonnes Per Annum (MMTPA) to cater to the projected traffic of 2,500 MMTPA by FY25. Towards this end, 249 port modernisation projects have been identified. Out of these, 107 port capacity expansion projects (costing ₹ 67,962 crore) were identified from the port master plans of 12 major ports and are expected to add 794 MMTPA to the major port capacity over the next 20 years.

3. **Model Concession Agreement for PPP Projects**
   According to the Ministry of Shipping of the GOI, a Model Concession Agreement ("MCA") has been finalised to bring transparency and uniformity to contractual agreements that Major Ports would enter into with selected bidders for projects under the Build, Operate and Transfer ("BOT") model. In January 2018, a revised MCA was approved by GOI to make major ports in India more investor friendly and make the investment climate in the port sector more attractive. Some of the salient features of the revised MCA provide for relaxed exits, expansion, lower charges for land use based on each container, a cheaper dispute resolution mechanism and an online complaint portal for users.

4. **Coastal Shipping – Relaxation in Cabotage Law**
   In May 2018, MoS allowed under section 407 of the Merchant Shipping Act 1958, for coastal movement of EXIM transshipment containers and empty containers. It has allowed the foreign-flagged container ships to carry EXIM laden container for transshipment and empty container for repositioning on local routes without a license or condition. Law has also allowed to foreign flagged vessels to carry fertilizers and agro commodities along Indian coast.

   There has been a significant increase in container transshipment volumes in India by shipping lines with foreign flags. During May 2018-May 2019 - 807,932 TEUs transshipped through Indian Ports. This has helped many Indian ports to capture value from it. Example: Mundra port outperformed all the ports of the West coast in terms of transshipment volumes. The port handled 40,000 TEUs of transshipment traffic during May 2019, of which 32,500 TEUs were laden and the remaining 7,500 TEUs were empties. Similarly, Krishnapatnam Port, also registered significant transshipment number (26,000 TEUs during May 2019).

5. **Ease of doing business**
   Direct Port Delivery (DPD) and Direct Port Entry (DPE) has been introduced to make import and export more efficient and cost effective. Along with this, some changes have been made in customs law to facilitate trade in more efficient way. India improved its ranking under the Trading Across Border (TAB) parameter of Ease of Doing business (EoDB) from 80 to 68. This impressive record has been facilitated through various measures like Direct Port Delivery (DPD), Direct Port Entry (DPE), Introduction of RFID, Installation of scanners/container scanners, Simplification of procedures etc., taken by the major ports.

6. **Dedicated freight corridor**
   The Ministry of Railways is implementing the Dedicated Freight Corridor ("DFC") project under which it proposes to undertake planning and development, mobilisation of financial resources and construction, maintenance and operation of the rail corridors dedicated for freight transportation across the country. The key mission of the Dedicated Freight Corridor Corporation of India Ltd ("DFCCIL") includes:

   - Building a corridor with appropriate technology that enables Indian railways to regain their market share of freight transport by creating additional capacity and guaranteeing efficient, reliable, safe and cheaper options for mobility to their customers.

- Setting up multimodal logistic parks along the DFC to provide complete transport solution to customers; and
- Supporting the Government's initiatives toward ecological sustainability by encouraging users to adopt railways as the most environmentally friendly mode for their transport requirements.

The project currently consists of two corridors, the Eastern Corridor and the Western Corridor. The two routes cover a total length of 3,360 kilometers with the Eastern DFC stretching from Ludhiana in Punjab to Dankuni in West Bengal and the Western DFC from Jawaharlal Nehru Port in Mumbai to Dadri in Uttar Pradesh.

7. **Tariff Authority for Major Ports**
The Tariff Authority for Major Ports issued fresh guidelines for the major ports for implementation of Tariff Policy, 2019, on July 11, 2019.

8. **LNG Facility at Major Ports**
Ministry of Shipping (MoS) issued guidelines for establishment of floating storage regasification unit for handling liquefied natural gas at major ports on March 7, 2019.

9. **Ship Recycling Bill**
In December 2019, the recycling of ships bill, 2019, became an act after receiving the consent of the president of India. This outlays huge business opportunities to Indian Ship recyclers (green ship recycling yards) as per Hongkong ship recycling convention.

10. **Gujarat Revised Port Policy**
The Gujarat Government has announced a new port policy to provide benefits to the existing and future captive jetties players and other players. According to the new policy, the 32 operational captive jetties are now permitted to handle third-party cargo. They can increase the number of cargo handling facilities and expand and modernise their jetties as well. Captive jetty holders will be able to handle cargo of other companies by paying double wharfage charges.

11. **Jal Marg Vikas Project (JMVP) on NW-1**
The Government is implementing the Jal Marg Vikas Project (JMVP) at an estimated cost of ₹ 5369.18 crore for capacity augmentation of navigation on the National Waterway -1 (NW-1) on the Haldia – Varanasi stretch of Ganga-Bhagirathi-Hooghly River System with the technical and financial assistance of the World Bank. The project is scheduled to be completed in FY22-23. Projects worth ₹ 1,800 crore (approx.) have commenced on ground in a time period of three years.

12. **Free Trade Warehousing Zones (FTWZs)**
The Government has permitted up to 100% FDI in the development and establishment of free trade warehousing zones (FTWZ) and in their infrastructure facilities.

Outlook

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

3.2 Logistics Industry

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

Outlook

- According to CARE Ratings, India's logistics industry is projected to be worth $215 billion by FY21, recording a 10% Compounded Annual Growth Rate (CAGR) over its approximate size of $160 billion in FY17.
- Indian e-commerce industry is expected to cross $100 billion mark by 2020. The market is also set to grow at a CAGR of 30% for gross merchandise value (GMV) to be worth $200 billion by 2026 and market penetration will increase to 12% from the existing 2%, as per industry estimates.
- A shift from pure transportation business to end to end service providers has emerged, thereby facilitating growth of third part logistics (3PL) and supply chain management industries in India.
- The dedicated freight corridors DFC and DMIC are being touted as the biggest drivers of change in the Indian logistics sector: Transport is derived demand and hence such huge and efficient infrastructure may generate additional EXIM trade volumes.
- As per industry estimates the market size of the 3PL segment is expected to cross $10

billion by FY21-22 (India logistics report by India infrastructure).

- Technologies such as data analytics, Internet of Things (IoT), cloud based solution and artificial intelligence have the potential to create lasting value for companies.
- Key trends in technological advancement: Steel silos for storing food grains, Logistics Data Bank, Warehouse robotics, Augmented Reality, IoT, Analytics, Robotics and in many more related fields.

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

Opportunities: Strategic disinterment by Government of India

CCEA granted in-principle approval for the strategic disinvestment of the Government of India (GoI) share in Container corporation of India (CONCOR). The GoI has decided to sell 30.8% in CONCOR, along with transfer of management control. In December 2019, the Department of Investment and Public Asset Management appointed three advisors for strategic disinterment in CONCOR. This outlays excellent business opportunities private players as CONCOR has lion's share in inland rail based container transport in India.

4. Performance Overview

During the year under review, the performance of the Company is encouraging. We have been leading across all the fronts and Mundra Port continues to be the largest commercial port in India, handling 139 MMT of cargo in FY20. The total cargo handled across all Adani Ports is 223 MMT. Dry volume crossed 100.89 MMT and increase of 10% on YOY basis and Container volume crossed 6.25 million TEUs and increase of 8% on YOY basis.

We maintained a growth record that was better than the rest of the industry and registered a 7% growth in cargo volumes in FY20 compared to FY19. We will continue to lead innovative practices, adopt technology and set examples of efficient port operations.

Performance of other ports is as under:

- Dhamra Port Handled cargo of 29.71 MMT, a growth of 44% YOY basis.
- Ennore Port Handled cargo of 1.91 MMT, a growth of 129% YOY basis
- Vizag Port Handled cargo of 2.84 MMT, a growth of 100% YOY basis
- Kattupalli Port Handled cargo of 10.86 MMT, a growth of 22% YOY basis
- Tuna port handled cargo of 6.48MMT, a growth of 14% YOY basis
- Hazira port handled cargo of 21.63 MMT, a growth of 10% YOY basis
- From this year Mundra port has started handling LPG & LNG cargo also.

Performance Highlights

We operate nine ports and terminals across the coastline of India. APSEZ facilities have a pan-India footprint, with presence in five maritime states of India, viz. Gujarat, Goa, Andhra Pradesh, Tamil Nadu and Odisha. Our Vizhinjam Port is in the project phase. It will be India's first transshipment port and is expected to be operational by FY22.

The nine ports and terminals consist of 48 berths spanning across 14,000+ meters of quay length and two single-point moorings to facilitate the handling of Dry Bulk, Liquid Cargo, Crude Oil, Containers, Ro-Ro and Project Cargo. Our operational facilities are equipped with the latest cargo-handling facilities, which are not only best in class but are also capable of handling the largest vessels calling at Indian ports.

APSEZ formed a strategic collaboration with CMA Terminals and with Mediterranean Shipping Company to jointly operate two container terminals with a combined capacity of 4.2 million TEU's at Mundra port. Both these terminals put together handled 2.71 million TEU's, achieving a growth rate of 1.43% over last year.

Adani Logistics Limited (ALL), wholly owned subsidiary of the Company acquired Innovative B2B Logistics Solutions Pvt. Ltd. in August, 2019, which added 14 container rakes to our existing fleet and one logistic park. ALL has expertise in handling varied customer across segments like Retail, Industrial, Bulk, Break-Bulk, Liquids, Auto and Grain Handling.

ALL currently operates 5 Logistics Parks, 56 rakes (40 - Container, 8 – GPWIS, 1 - AFTO and 7 Agri Rakes), 400,000 sq ft of Warehousing space, 5,000+ containers, 0.9 million metric tons of Grain Silos and 9 Inland Waterways Vessels. ALL has set itself a target of 15+ logistics parks, 200+ rakes, 5 million sq ft of warehouse space, 15,000 + containers, 2.5 million metric tonnes of Grain Silos and 25 Inland Waterways Vessels by FY25.

Shanti Sagar International Dredging Pvt. Ltd. (SSIDPL) has a total fleet of 18 dredgers, the largest in India. SSIDPL has ordered for four more dredgers, which are operational since August, 2019 and our dredging fleet stand at 22 dredgers.

Our port services include marine, intra-port transport, storage, and other value-added and evacuation services for a diverse range of customers, primarily terminal operators, shipping lines and agents, exporters, importers and other port users. This helps us diversify income sources, eliminate revenue leakage, reduce financial risk and compete more effectively.

Consequently, our cargo and service mix has a significant effect on the results of operations.

Special Economic Zone

The multi-product SEZ at Mundra is the largest notified SEZ in India, with notified area of 8,434.59 hectares. Exports from Mundra SEZ up to March 2020 was about ₹ 23,308 crore (cumulative). With its multi-modal connectivity, including road, rail, seaport and airport, Mundra SEZ is expected to attract an increasing amount of investments in the coming years.

In addition to the 16 co-developers approved by the Government of India for providing various infrastructure facilities, as at March 31, 2020, total 49 entities have obtained approval for setting up their units in the SEZ. Some of them have already started operations and export activities. Some are under construction. These units have already invested about ₹ 13,760 crore.

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

Strategy

- Sustained shareholder returns, market leadership and growth, through optimised capital allocation, diversification of cargo, long-term contracts, efficiency improvement, enhanced capacity utilisation, development of new capacities and network of ports across the coastline.
- Become one-point customer-centric transport utility across port and hinterland with pan-India integrated logistics presence by expanding logistics portfolio into Rail, Logistics parks, Warehouse, Cold-Storage, Air Freight stations, Grain Silos, Inland waterways and Trucking.
- Leveraging best-in-class facilities, talent, technology and digitising the logistics value chain to deliver better customer and stakeholder experiences through mix of visibility, analytics and automation.
- Commit to conserve and improve our environment and take steps towards building a vibrant, secure and resilient society, through focus on Environment, Social and Governance (ESG) and Safety.

Outlook

APSEZ is India's largest commercial port operator and integrated logistic player in the country with sustained high and diversified growth with low-risk and unique operating model. Delivering superior performance in today's volatile and uncertain business environment requires sound strategy and disciplined execution. We could deliver a robust performance in spite of a volatile operating environment primarily due to our very high share of sticky cargo and our ability to handle all types of cargo including LNG and LPG across our 10 ports.

Indian ports industry is faced by global supply chain disruptions along with vessel upsizing and draft constraints, operational efficiency and efficient hinterland connectivity. However, APSEZ has differentiated itself from state-run and private Indian ports by factors such as deep draught berths, minimum pre-berthing delays and fast turnaround of vessels make APSEZ stand out. Additional features such as state-of-the-art port infrastructure facilities, domain expertise in the port services industry, specialised infrastructure constructed to handle specific commodities, established customer relationships, ability to facilitate port-based development, consistent high-quality service and the ability to flexibly meet our customers' requirements (including in tariffs) equip APSEZ to be a market leader in the Indian port industry.

We expect the next wave of growth to come from Logistics with the government setting an objective to reduce the logistics cost to less than 10% of GDP from the current level of 14%. APSEZ has made significant progress in offering a wide range of logistics products and solutions required to augment our growth strategy. We are developing a pan-India network of logistics parks, warehouse, cold storages, grain silos and air freight stations as distribution centres. We are substantially increasing our assets in different modes of rail such as container rail, GPW (Bulk), Grain rail and Auto rail for transportation. We also offer river transportation through barges and Inland Waterway terminals. Focus on next-generation technology adoption and innovation culture development will cement APSEZ's position as a market leader. New avenues for international expansion of ports at selective locations are in the exploratory stage to create value for the organisation and its stakeholders.

Towards, strategic capacity addition, we will continue with the development work at Vizhinjam (Kerala) for International Transhipment Container Terminal and LNG terminal at Dhamra. Development work for an international Container Terminal in Myanmar has also been commenced. Process of taking controlling stake in Krishnapatnam Port on east coast is targeted to be completed in FY21.

5. Risks, Opportunities and Threats

Over-capacity at regional levels is one of the key concerns in the port industry. Through various initiatives, the government and private players have continuously added new ports capacities, even as cargo volumes have not matched up accordingly. Resulting inter-port competitions have become challenging, leading port operators to rethink business strategies. For example, overcapacities in container terminals at the Chennai port cluster (ports of Chennai, Kattupalli, Ennore and Krishnapatnam) will likely result in stiff competition for common hinterland container cargo. In the western region, operationalisation of JNPT 4th CT by PSA International Pte. Ltd. has resulted in competition among western ports for the NCR region cargo. Apart from port infrastructure, there are also challenges on the commodity front. With the government's focus on domestic thermal coal production and fertilizer manufacturing, import of these commodities might witness substantial fall in the long run. Connectivity and operational efficiency improvement at major ports pose a challenge to APSEZ ports. Today due to global pandemic issues, we foresee there will be challenges in cargo flows across globe, we believe that these challenges will be short term in nature. Global Pandemic will also have local impacts on our ongoing infrastructure developments and expansions projects, which will definitely pose challenges in front of us to complete projects in stipulated time frame. However, APSEZ has developed a ERM framework for risk identification, assessment, evaluation and management, which periodically identifies such risks, evaluates their consequences, initiates risk mitigation strategies and implements corrective actions wherever required. The scope of ERM framework of APSEZ is as follows:

- Strategic & Economic Risk: Economic uncertainty, slowdown, government policies and high concentration of business with few shipping lines / customers, geographical expansion.
- Operational Risk: Demurrage, theft of shipment, change in dimension of cargo, damage to assets etc.
- Growth Risk: Intense global / domestic competition rendering pricing and commercial terms to be unsustainable, incompatible allied infrastructure, execution of projects, M&A and integration.
- Reputational Risk: Negative perception of stakeholders due to any untoward incident, accident / mishap.
- Profitability & Liquidity Risk: Risk of adverse movement in forex, interest rate, failure to obtain funds at right cost, capital intensive & high gestation period projects etc.
- ESG: Risk due to rising sea levels, natural calamities, Risk due to fatalities, Risk due to non-adherence to int'l standards of governance.
- Technology Risk: Data recovery, disruption in the operation of the system, cyber security breach, adoption of artificial intelligence and robotic led process automation.
- People Risk: Attracting / Retaining requisite talent, Labor strikes, huge dependence on contractual work-force.
- Projects completion related risks: Local crisis, pandemic, material availability issue, manpower availability. However, we have successful track record of project development and execution.

The APSEZ Audit Committee reviews the report on risk management on a quarterly basis and recommends corrective actions for implementation. The risk assessment developed at APSEZ as per OHSAS 18001 standards are reviewed regularly or as and when any change in system/ process takes place or any incident takes place. APSEZ has been making steady progress in addressing specific risks and threats through cargo diversification, strategic capacities at ports, long-term customer contracts, enhancement in operational efficiencies, cost optimisation and provision of integrated logistics services.

In recent times, various new policy initiatives have generated new business opportunities in the ports and logistic sector in India. The government's thrust on gas base economy development by adoption of cleaner and greener energy has meant new business opportunities in the LPG + LNG business.

Downstream industries of LPG and LNG products also offer a great potential to APSEZ to developed port-based industrial cluster for such business opportunities. We foresee great business potential in development of port based industrial ecosystem across our pan India ports network for scale development. Readily available land banks around our ports with best suited basic and yet modern infrastructure outlays excellent opportunity to any industry to come invest at our ports and SEZ.

Opportunities also exist for Ship-to-Ship (STS) cargo-handling operations at certain ports. APSEZ has started STS at Dhamra to feed regional ports. In May 2018, MoS allowed under Section 407 of the Merchant Shipping Act 1958, allows the foreign-flagged container ships to carry EXIM laden container for transhipment and empty container for repositioning on local routes without a license or condition. However, India-bound containers are still being handled at other regional port like Colombo, Singapore. It is estimated that annually around 3 MTEUs India bound cargo transhipped at neighbouring country ports especially Colombo, Singapore and other regional ports. This offers a substantial opportunity for the development of transhipment port on the Indian coast. Hence, we believe that our strategic investment in ultra-modern deep draft Vizhinjam container terminal at Kerala, outlays an excellent business opportunity.

Recent trends in upsizing of cargo vessels to achieve economies of scale require next-generation infrastructure at ports. Infrastructure and super-infrastructure available at APSEZ ports, such as deep draft, longer quay lengths, and high mechanisation and evacuation facilities, has made the Company the first choice among many customers. Superior and reliable services as well as long-term relationships with the customers give an edge to APSEZ in the market. New opportunities in coastal shipping, inland waterways and dredging are being evaluated.

In fact, recently, we have started IWT operations in Indian national waterways to facilitate trade in eastern region of country. APSEZ is keenly following these markets to leverage and aid future growth with key infrastructure projects in pipeline to capture value at the opportune time. Efficient and reliable multi-modal port connectivity is a decisive factor in the successful journey of ports. APSEZ is hence making serious efforts to increase multi-modal connectivity (new connectivity + capacity augmentation). For an integrated logistics business like APSEZ, there is ample opportunity to grow organically as well as inorganically in future. Opportunities are being evaluated across various segment of supply chain like warehousing, cold storage, integrated logistic parks, investment in wagons and other similar assets.

Pan India footprint of APSEZ in ports and logistics infrastructures, provides an ample opportunity to offer various value added services to our customers, which eventually increases competitiveness of both parties. In last two decades, we have developed long-standing relationships with customers and strong business partnerships. Along with that our assets are strategic in locations and having excellent natural characteristics to offer world class services to our esteem customers in best competitive way. Our most of the infrastructure assets are next generation dedicated assets capable of handling latest cargo vessels, different type of cargo in most productive manner.

6. Human Resource Development

People and culture are true competitive advantage for APSEZ. Our human assets create valuable propositions for customers and surpass their own achievements consistently. Growth mind-set and agility are important aspects of workplace culture. The expansion of existing businesses and addition of new areas together have created a wide range of career opportunities for employees. Providing meaningful work to employees and opportunity to learn and grow at different stages are important building blocks of talent management in the organisation.

APSEZ provides an inclusive and dynamic work environment where organisation believes in its people and also recognises that its success and growth are driven by them. Competence and capability of its people provides competitive edge to build an aspirational workplace & future-ready organisation.

Organisation is committed to build capabilities ahead of requirement at three levels viz. Organisation, Team and Individual. Related systems, processes and people management practices are designed and deployed to keep these contemporary and aspirational. Cutting edge and relevant practices are created, experimented, modified and used to continuously enhance capabilities and employee experiences.

The Company's average employee age is 37 years, indicating youth, energy and vibrancy. The culture of learning and growth are ingrained to have a perfect match with the demographic profile. Rewards systems help meet and re-define organisational commitments by keeping the customer in centre, all the time. Outcomes are measured and rewarded with the lens of impact on customer. Continuously re-defining and enhancing performance and achievement standards is encouraged and rewarded at all levels.

Attract best-in-class talent, enhance their net worth through targeted investments and learning and grow them progressively to higher responsibilities has been the organisation's core people management belief. This has led to an extraordinary performance assurance for customers and partners. It also provides a stable and tested career model and proposition to high-end talent leading to more than 95% retentions. Empowerment in all aspects and decision-making at boundaries help individuals grow quickly and also to take total ownership of results. It keeps business processes fast and agile.

Organisational success is attributed to celebrating talent & their success by way of career and recognition, continuously driving meritocracy and desire to remain a contemporary & agile workplace.

7. Financial Review

Consolidated Financial Performance

The Company recorded total income to the tune of ₹ 13,734.42 crore during FY20 compared to ₹ 12,287.78 crore in the corresponding previous financial year.

The Company generated Earnings before Interest, Depreciation and Tax (EBIDTA) (excluding foreign exchange gain/loss) of ₹ 9,426.74 crore during FY20 compared to ₹ 8,429.82 crore in the previous financial year.

Profit before Tax (PBT) for FY20 stood at ₹ 4,243.92 crore compared to ₹ 5,126.22 crore in the previous financial year.

Net profit for FY20 is ₹ 3,784.53 crore compared to ₹ 4,044.75 crore in the previous financial year.

Total comprehensive income attributable to equity holders of the parent for FY20 is ₹ 3,800.19 crore compared to ₹ 4,006.07 crore in previous financial year.

Earnings per Share (EPS) stood at ₹ 18.35 on face value of ₹ 2 each.

Key Financial Ratios and Return on Net Worth

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

Sr No	Particulars	Current FY ended March 31, 2020	Previous FY ended March 31, 2019	Changes between current FY and previous FY
1	Debtors Turnover	77	100	-23%
2	Inventory Turnover	17	22	-24%
3	Interest Coverage Ratio	5.20	6.09	-15%
4	Current Ratio	2.49	1.58	57%
5	Debt Equity Ratio	1.08	0.85	27%
6	Operating Profit Margin (%)	64%	65%	-1%
7	Net Profit Margin (%) or Sector-specific equivalent ratios, as applicable	28%	33%	-5%
8	Return on Net Worth (%)	15%	18%	-3%

Notes:

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

b. Current Ratio: There is a change of approximately 57% in current ratio due to a decline in short- term borrowings. In FY'19, the liquidity was held for certain planned acquisitions, debt maturities due in April 2019.

c. Debt Equity Ratio: There is a change of approx. 27 % in debt equity ratio, majorly due to decrease in Net Worth pursuant to 3,92,00,000 equity share buyback amounting to ₹ 1,960 crore in FY20.

d. Definitions of Ratios
   1. Debtors Turnover Average trade receivable by revenue from operations for the year.
   2. Inventory Turnover Average inventory by revenue from operations for the year.
   3. Interest Coverage Ratio Total EBIDTA by finance cost for the year.
   4. Current Ratio Current assets by current liabilities (excluding current maturity of long-term borrowings).
   5. Debt Equity Ratio Total debt (excluding working capital borrowings) by total equity at the end of the year.
   6. Operating Profit Margin Operating EBIDTA by operating revenue for the year.
   7. Net Profit Margin Profit for the year by total income for the year.
   8. Return on Average Net Worth Profit for the year by average net worth for the year.
   Where, operating EBIDTA means operating income less operating expenses, employee costs and other/administrative expenses, excluding foreign exchange gain/loss.

8. Internal Control Systems and their Adequacy

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

There is a well-established multidisciplinary Management Audit & Assurance Services (MA&AS) that consists of professionally qualified accountants, engineers and SAP experienced executives who carry out extensive audit throughout 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 are:

- Adequate documentation of Policies and Guidelines.
- Preparation and monitoring of Annual Budgets through monthly review for all operating and service functions.
- MA&AS department prepares 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 which runs on an online monitoring system.
- The Company has a well-defined delegation of power with authority limits for approving revenue & capex expenditure which is reviewed and suitably amended on an annual basis
- The Company uses Enterprise Resource Planning (ERP) System (SAP) to record data for accounting, consolidation and management information purposes and connects to different locations for efficient exchange of information.

- Apart from having all policies, procedures and internal audit mechanism in place, Company periodically engages outside experts to carry out an independent review of the effectiveness of various business processes and invite suggestions for process improvements.
- 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 of the Board of Directors regularly reviews execution of Audit Plan, the adequacy & effectiveness of internal audit systems, and monitors implementation of internal audit recommendations including those relating to strengthening of company's risk management policies & systems.

9. Cautionary Statement

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

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations and others may constitute 'forward-looking statements' within the meaning of applicable securities, laws and regulations.

Actual results may differ from those expressed or implied. Several factors that could significantly impact the Company's operations include economic conditions affecting demand, supply and price conditions in the domestic and overseas markets, changes in the government regulations, tax laws and other statutes, climatic conditions and such incidental factors over which the Company does not have any control.

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

Corporate Governance Report

1. Company's Philosophy on Code of Governance

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

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

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

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

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

2. Board of Directors

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

Composition of the Board

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

The Board currently comprises of 9 (nine) Directors out of which 3 (three) Directors are Executive Directors, 2 (two) are Non-Executive, Non-Independent Directors and remaining 4 (four) are Independent Directors. The Company is in process of appointment of one Independent Director within the prescribed time limit. 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.

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

None of the Directors on the Company's Board is a Member of more than 10 (ten) Committees and Chairman of more than 5 (five) Committees (Committees being, Audit Committee and Stakeholders' Relationship Committee) across all the companies in which he/she is a Director. All the Directors have made necessary disclosures regarding Committee positions held by them in other companies and do not hold the office of Director in more than 10 (ten) public companies as on March 31, 2020.

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

The composition of the Board of Directors and the number of other Directorship and Committee positions held by them as on March 31, 2020 are as under:

Name, Designation & DIN of Director	Category of Directorship	No. of other Directorship held[3] (other than APSEZL)	Details of Committee[4] (other than APSEZL)	
			Chairman	Member
Mr. Gautam S. Adani, Chairman & Managing Director DIN: 00006273	Promoter & Executive	5	-	-
Mr. Rajesh S. Adani, Director DIN: 00006322	Promoter & Non-Executive	5	1	6
Dr. Malay Mahadevia, Whole-Time Director DIN: 00064110	Executive	5	-	-
Mr. Karan Adani, Whole-Time Director & CEO DIN: 03088095	Executive	8	-	-
Mr. Mukesh Kumar, IAS Director DIN: 06811311	Non-Independent & Non-Executive	7	-	-
Prof. G. Raghuram, Director DIN: 01099026	Independent & Non-Executive	1	-	-
Mr. G. K. Pillai, Director DIN: 02340756	Independent & Non-Executive	2	-	2
Mr. Bharat Sheth[1], Director DIN: 00022102	Independent & Non-Executive	2	-	1
Mrs. Nirupama Rao Director DIN: 06954879	Independent & Non-Executive	3	-	1
Mrs. Radhika Haribhakti[2], Director DIN: 02409519	Independent & Non-Executive	5	1	5

[1]Appointed as Director w.e.f October 15, 2019.
[2]Ceased as Director on completion of term on March 31, 2020.
[3]Excluding Private Ltd. Companies, which are not the subsidiaries of Public Ltd. Companies, Foreign Companies, Section 8 Companies and Alternate Directorships.
[4]Includes only Audit Committee and Stakeholders' Relationship Committee.

Details of name of other listed entities where Directors of the Company are Directors and the category of Directorship as on March 31, 2020 are as under:

Name of Director	Name of other Listed entities in which the concerned Director is a Director	Category of Directorship
Mr. Gautam S. Adani, DIN: 00006273	Adani Enterprises Ltd.	Promoter & Executive
	Adani Transmission Ltd.	Promoter & Executive
	Adani Gas Ltd.	Promoter & Non-Executive
	Adani Power Ltd.	Promoter & Non-Executive
	Adani Green Energy Ltd.	Promoter & Non-Executive
Mr. Rajesh S. Adani, DIN: 00006322	Adani Enterprises Ltd.	Promoter & Executive
	Adani Transmission Ltd.	Promoter & Executive
	Adani Power Ltd.	Promoter & Executive
	Adani Green Energy Ltd.	Promoter & Non-Executive
Dr. Malay Mahadevia, DIN: 00064110	-	-
Mr. Karan Adani, DIN: 03088095	-	-
Mr. Mukesh Kumar, IAS DIN: 06811311	-	-
Prof. G. Raghuram, DIN: 01099026	-	-
Mr. G. K. Pillai, DIN: 02340756	Zuari Agro Chemicals Ltd.	Non-Executive & Independent Director
Mr. Bharat Sheth[1], DIN: 0002210	The Great Eastern Shipping Company Ltd.	Promoter & Executive
Mrs. Nirupama Rao, DIN: 06954879	ITC Ltd.	Non-Executive & Independent Director
	KEC International Ltd.	Non-Executive & Independent Director
	JSW Steel Ltd.	Non-Executive & Independent Director
Mrs. Radhika Haribhakti[2], DIN: 02409519	ICRA Ltd.	Non-Executive & Independent Director
	Mahanagar Gas Ltd.	Non-Executive & Independent Director
	Rain Industries Ltd.	Non-Executive & Independent Director
	Navin Fluorine International Ltd.	Non-Executive & Independent Director
	EIH Associated Hotels Ltd.	Non-Executive & Independent Director

[1]Appointed as Director w.e.f October 15, 2019.

[2]Ceased as Director on completion of term on March 31, 2020.

Board Meeting and Procedure

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

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

Agenda papers and Notes on Agenda are circulated to the Directors, in advance, in the defined Agenda format. All material information's are being circulated along with Agenda papers for facilitating meaningful and focused discussions at the meeting. Where it is not practicable to attach any document to the Agenda, the same is tabled before the meeting with specific reference to this effect in the Agenda. In special and exceptional circumstances, additional or supplementary item(s) on the Agenda are permitted.

In order to transact some urgent business, which may come up after circulation agenda papers, the same is placed before the Board by way of Table Agenda or Chairman's Agenda. Frequent and detailed deliberation on the agenda provides the strategic roadmap for the future growth of the Company.

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

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

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

During the year under review, Board met eight times on May 27, 2019, June 4, 2019, July 12, 2019, August 7, 2019, November 11, 2019, January 3, 2020, February 4, 2020 and March 4, 2020. The Board meets at least once in every quarter to review the Company's operations and financial performance. The maximum time gap between any two meetings is not more than 120 days. The necessary quorum was present in all the meetings.

The Act read with the relevant rules made thereunder, now facilitates the participation of a Director in Board/ Committee Meetings through video conferencing or other audio visual mode. Accordingly, the option to participate in the Meeting through video conferencing was made available for the Directors except in respect of such Meetings/ Items which are not permitted to be transacted through video conferencing.

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

Name of Director	No. of Meetings		Attendance at last AGM
	Held during the tenure	Attended	
Mr. Gautam S. Adani	8	7	Yes
Mr. Rajesh S. Adani	8	5	Yes
Dr. Malay Mahadevia	8	7	Yes
Mr. Karan Adani	8	7	Yes
Mr. Mukesh Kumar, IAS	8	1	No
Prof. G. Raghuram	8	7	Yes
Mr. G. K. Pillai	8	8	Yes
Mr. Sanjay Lalbhai[1]	4	-	No
Mr. Bharat Sheth[2]	4	3	N.A.
Mrs. Radhika Haribhakti[3]	8	6	No
Mrs. Nirupama Rao	8	7	Yes

[1]Ceased as Director on completion of term on August 8, 2019.
[2]Appointed as Director w.e.f October 15, 2019.
[3]Ceased as Director on completion of term on March 31, 2020.

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 organisation, 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	✓	✓	✓	✓	✓	✓	✓
Mr. Mukesh Kumar, IAS	✓	✓	✓	-	-	-	✓
Prof. G. Raghuram	✓	✓	✓	✓	✓	✓	✓
Mr. G. K. Pillai	✓	✓	✓	-	✓	-	✓
Mr. Bharat Sheth	✓	-	✓	✓	✓	-	-
Mrs. Nirupama Rao	✓	-	-	✓	✓	-	✓

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' Induction and Familiarisation

All new Independent Directors are taken through a detailed induction and familiarisation program when they join the Board of your Company. The induction program is an exhaustive one that covers 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
- The Port's performance
- Growth Strategy

Confirmation as regards independence of Independent Directors

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

Note on Appointment/Re-appointment of Director

Mr. Karan Adani, Whole Time Director is retiring at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

Mr. Bharat Sheth was appointed as an Additional Director (Non-Executive, Independent Director) w.e.f October 15, 2019. The Company has received notice from the member of the Company signifying its intention for his appointment as Director of the Company.

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

Code of Conduct

The Board has laid down a Code of 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 of Conduct. 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.

A) Audit Committee

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

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

Terms of Reference

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

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
    a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013;
    b. Changes, if any, in accounting policies and practices and reasons for the same;
    c. Major accounting entries involving estimates based on the exercise of judgement by management;
    d. Significant adjustments made in the financial statements arising out of audit findings;
    e. Compliance with listing and other legal requirements relating to financial statements;
    f. Disclosure of any related party transactions;
    g. Modified opinion(s) in the draft audit report.
5. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
7. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the Company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the Company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, the performance of statutory and internal auditors, adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with internal auditors of any significant findings and follow up there on;
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. To look into the reasons for substantial defaults, if any, in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
18. To review the functioning of the Whistle Blower mechanism;
19. Approval of appointment of Chief Financial Officer after assessing the qualifications, experience and background, etc. of the candidate;
20. Reviewing financial statements, in particular the investments made by the Company's unlisted subsidiaries;
21. Reviewing the utilisation of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments;

22. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

Review of Information by Audit Committee

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

Meeting, Attendance & Composition of the Audit Committee

During the year under review, Audit Committee met five times on May 27, 2019, August 6, 2019, November 11, 2019, February 4, 2020 and March 17, 2020. The intervening gap between two meetings did not exceed 120 days.

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

Name and Designation	Category	No. of Meetings	
		Held during the tenure	Attended
Mr. G. K. Pillai, Chairman	Non-Executive & Independent Director	5	5
Prof. G. Raghuram, Member	Non-Executive & Independent Director	5	5
Mr. Rajesh S. Adani, Member	Non-Executive & Non-Independent Director	5	3
Mrs. Radhika Haribhakti[1], Member	Non-Executive & Independent Director	5	5

[1]Ceased as Director on completion of term on March 31, 2020.

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

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

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

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

B) Nomination and Remuneration Committee

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

Terms of Reference

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

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the Directors, key managerial personnel and other employees;
2. Formulation of criteria for evaluation of Independent Directors and Directors and the Board;
3. Devising a policy on Board diversity;
4. Identifying persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal;
5. To extend or continue the terms of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors;
6. To recommend / review remuneration of the Managing Director(s) and Whole-time Director(s) based on their performance and defined assessment criteria;
7. To recommend to the Board, all remuneration, in whatever form, payable to senior management;
8. Carrying out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.

Meeting, Attendance & Composition of the Nomination and Remuneration Committee

During the year under review, Nomination and Remuneration Committee met two times on May 27, 2019 and August 6, 2019.

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

Name and Designation	Category	No. of Meetings	
		Held during the tenure	Attended
Prof. G. Raghuram, Chairman	Non-Executive & Independent Director	2	2
Mr. Rajesh S. Adani, Member	Non-Executive & Non-Independent Director	2	2
Mrs. Radhika Haribhakti[1], Member	Non-Executive & Independent Director	2	2
Mr. G. K. Pillai[2], Member	Non-Executive & Independent Director	-	-

[1]Ceased as Member on completion of term as Director on March 31, 2020.

[2]Appointed as Member w.e.f November 11, 2019.

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

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

Remuneration Policy

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

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

The remuneration by way of commission to the Non-Executive Directors is decided by the Board of Directors. The members at the Annual General Meeting held on August 6, 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 April 1, 2020. In addition to commission, Non-Executive Directors are paid sitting fees of ₹ 50,000 for attending Board and Audit Committee and ₹ 25,000 for attending other Committees and actual reimbursement of expenses incurred for attending each meeting of the Board and Committee.

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

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

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

iii) **Remuneration to Executive Directors**

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

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

Details of Remuneration

i) **Non-Executive Directors**

The details of sitting fees and commission paid to Non-Executive Directors during the financial year 2019-20 are as under:

(₹ in lakh)

Name	Commission	Sitting Fees	Total
Mr. Rajesh S. Adani	-	11.00	11.00
Mr. Mukesh Kumar, IAS	-	-	-
Prof. G. Raghuram	14.00	7.50	21.50
Mr. G. K. Pillai	14.00	7.00	21.00
Mr. Sanjay Lalbhai[1]	-	-	-
Mr. Bharat Sheth[2]	7.50	1.50	9.00
Mrs. Radhika Haribhakti[3]	14.00	7.00	21.00
Mrs. Nirupama Rao	13.30	3.50	16.80

[1]Ceased as Director on completion of term on August 8, 2019.

[2]Appointed as Director w.e.f October 15, 2019.

[3]Ceased as Director on completion of term March 31, 2020.

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

ii) **Executive Directors**

Details of remuneration paid/payable to Chairman & Managing Director and Whole Time Director during the financial year 2019-20 are as under:

(₹ in lakh)

Name	Salary	Perquisites, Allowances & other Benefits	Commission*	Total
Mr. Gautam S. Adani	180.00	-	100.00	280.00
Dr. Malay Mahadevia	311.24	809.63	-	1120.87
Mr. Karan Adani	172.41	27.59	-	200.00

*Payable in financial year 2020-21.

iii) **Details of shares of the Company held by Directors as on March 31, 2020 are as under:**

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

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

C) Stakeholders' Relationship Committee

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

Terms of Reference

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

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

Meeting, Attendance & Composition of the Stakeholders' Relationship Committee

During the year under review, Stakeholders Relationship Committee met four times on May 27, 2019, August 7, 2019, November 11, 2019 and February 4, 2020.

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

Name and Designation	Category	No. of Meetings	
		Held during the tenure	Attended
Mr. Rajesh S. Adani[1], Chairman	Non-Executive & Non-Independent Director	3	2
Prof. G. Raghuram[2], Chairman	Non-Executive & Independent Director	4	4
Mrs. Radhika Haribhakti[3], Member	Non-Executive & Independent Director	4	4
Mr. Karan Adani[4], Member	Executive Director	1	1
Mr. G. K. Pillai[4], Member	Non-Executive & Independent Director	1	1

[1]Ceased as member w.e.f November 11, 2019.

[2]Appointed as Chairman w.e.f November 11, 2019.

[3]Ceased as member on completion of term as Director w.e.f March 31, 2020.

[4]Appointed as member w.e.f November 11, 2019.

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

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

Details of complaints received and redressed during the year

Opening Balance	During the year		Pending Complaints
	Received	Resolved	
Nil	4	4	Nil

All complaints have been resolved to the satisfaction of shareholders.

D) Sustainability and Corporate Social Responsibility Committee

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

Terms of Reference

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

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

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

During the year under review, Committee met two times on May 27, 2019 and August 6, 2019.

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

Name and Designation	Category	No. of Meetings	
		Held during the tenure	Attended
Mr. Rajesh S. Adani, Chairman	Non-Executive & Non-Independent Director	2	2
Dr. Malay Mahadevia, Member	Executive Director	2	2
Mr. Sanjay Lalbhai[1], Member	Non-Executive & Independent Director	2	-
Mr. G. K. Pillai[2], Member	Non-Executive & Independent Director	-	-

[1]Ceased as Member w.e.f August 7, 2019.
[2]Appointed as Member w.e.f August 7, 2019.

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

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

CSR Policy

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

E) Risk Management Committee

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

Terms of Reference

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

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

Meeting, Attendance & Composition of the Risk Management Committee

During the year under review, Risk Management Committee met three times on May 27, 2019, August 6, 2019 and February 4, 2020.

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

Name and Designation	Category	No. of Meetings	
		Held during the tenure	Attended
Mr. Rajesh S. Adani, Chairman	Non-Executive & Non-Independent Director	3	2
Mr. Sanjay Lalbhai[1], Member	Non-Executive & Independent Director	2	-
Dr. Malay Mahadevia, Member	Executive Director	3	3
Mr. G. K. Pillai[2], Member	Non-Executive & Independent Director	1	1
Capt. Unmesh Abhyankar, Member	Joint President – CEO office	3	2
Mr. Deepak Maheshwari, Member	Chief Financial Officer	3	3

[1]Ceased as Member w.e.f August 7, 2019.
[2]Appointed as member w.e.f August 7, 2019.

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

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

F) Transfer Committee

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

Terms of Reference

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

Meeting, Attendance & Composition of the Transfer Committee

During the year under review, Transfer Committee met on June 8, 2019.

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

Name and Designation	Category	No. of Meetings	
		Held during the tenure	Attended
Mr. Gautam S. Adani, Chairman	Executive Director	1	1
Mr. Rajesh S. Adani, Member	Non-Executive & Non-Independent Director	1	1
Dr. Malay Mahadevia, Member	Executive Director	1	1

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

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

4. Subsidiary Companies

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

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

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

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

5. Whistle Blower Policy

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

6. General Body Meetings

a) Annual General Meetings

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

Financial Year	Date	Location of Meeting	Time	No. of special resolutions passed
2016-17	09-08-2017	J. B. Auditorium, Ahmedabad Management Association, AMA Complex, Atira, Dr. Vikram Sarabhai Marg, Ahmedabad-380015.	9.30 a.m.	2
2017-18	06-08-2018	J. B. Auditorium, Ahmedabad Management Association, AMA Complex, Atira, Dr. Vikram Sarabhai Marg, Ahmedabad-380015.	9.30 a.m.	2
2018-19	06-08-2019	H.T. Parekh Hall, AMA Complex, ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad- 380015.	10.30 a.m.	3

b) Whether special resolutions were put through postal ballot last year, details of voting pattern

No

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

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

d) Procedure for Postal Ballot

Prescribed procedure for postal ballot as per the provisions contained in this behalf in the Act read with rules made 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). These results are not sent individually to the shareholders but are put on the website of the Company.

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

b) Intimation to Stock Exchanges

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

c) Earnings Calls and Presentations to Analysts

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

Your Company has maintained consistent communication with investors at various forums organised by investment bankers.

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
Friday, June 26, 2020	10:00 am	The Company is conducting meeting through VC / OAVM pursuant to the MCA Circular dated May 5, 2020 and as such there is no requirement to have a venue for the AGM.

c) Registered Office

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

d) Financial Calendar for 2020-21

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, 2020	: Mid August, 2020
Quarter ending on September 30, 2020	: Mid November, 2020
Quarter ending on December 31, 2020	: Mid February, 2021
Annual Result of 2020-21	: End May, 2021

e) Book Closure Date

The Register of Members and Share Transfer Books of the Company will be closed from Friday, June 19, 2020 to Friday, June 26, 2020 (both days inclusive) for the purpose of 21st Annual General Meeting.

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.

g) Listing on Stock Exchanges

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

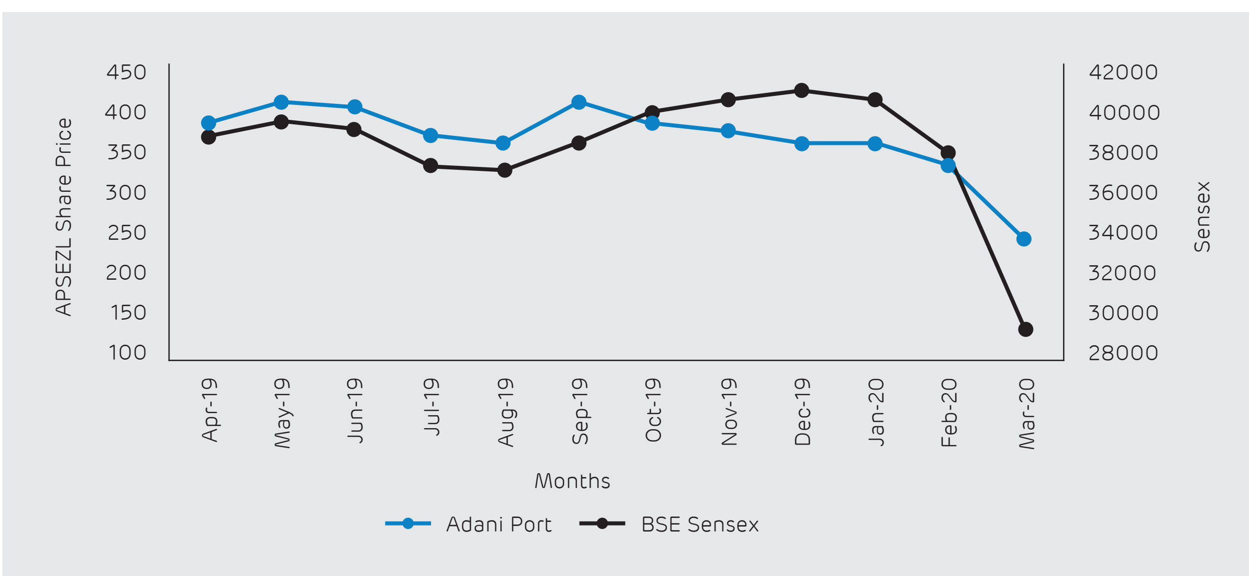
Name of Stock Exchange	Address	Code
BSE Limited (BSE)	Floor 25, P. J Towers, Dalal Street, Mumbai - 400001	532921
National Stock Exchange of India Limited (NSE)	Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai - 400051	ADANIPORTS

Annual listing fees for the year 2020-21 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, 2019	397.00	373.35	29,54,835	396.55	373.00	461,04,510
May, 2019	430.00	359.30	57,37,630	430.60	359.10	11,92,39,950
June, 2019	429.60	389.70	33,72,939	429.85	389.70	7,53,93,310
July, 2019	421.50	369.00	17,64,173	421.50	368.65	5,00,80,858
August, 2019	395.05	339.80	20,46,377	380.50	339.65	5,54,97,170
September, 2019	420.50	356.85	21,26,208	420.60	356.65	6,18,20,372
October, 2019	428.95	390.70	60,34,901	428.85	390.65	6,10,07,146
November, 2019	405.00	361.70	3,35,22,893	397.25	361.55	8,78,18,122
December, 2019	383.55	357.60	41,12,927	383.35	357.35	7,54,12,433
January, 2020	394.50	366.15	36,32,845	394.60	366.00	8,04,52,317
February, 2020	379.00	339.25	12,65,807	378.90	339.20	4,90,07,422
March, 2020	351.60	203.40	70,82,906	351.90	203.00	15,10,22,142

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

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

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

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. April 1, 2019, except in case of request received for transmission or transposition of securities. Members 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 Transfer 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 half year ended September 30, 2019 and March 31, 2020 respectively with the Stock Exchanges; and
2. Certificate regarding reconciliation of the share capital audit of the Company on quarterly basis.

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

m) Shareholding as on March 31, 2020

(a) Distribution of Shareholding as on March 31, 2020

No. of shares	Equity Shares in each category		Number of shareholders	
	Total Shares	% of total	Holders	% of total
1-500	1,90,95,333	0.94	2,60,420	96.75
501-1000	31,84,728	0.16	4,277	1.59
1001-2000	26,44,277	0.13	1,828	0.68
2001-3000	17,75,573	0.09	696	0.26
3001-4000	9,88,488	0.05	282	0.10
4001-5000	10,90,860	0.05	235	0.09
5001-10000	33,45,312	0.16	468	0.17
10001 & above	1,99,96,27,190	98.42	977	0.36
Total	**2,03,17,51,761**	**100.00**	**2,69,183**	**100.00**

(b) Category wise Shareholding Pattern as on March 31, 2020

Category	Total No. of Shares	% of holding
Promoter and Promoter Group	1,27,56,83,942	62.79
Foreign Institutional Investors / Portfolio Investor	35,62,55,353	17.53
Insurance Companies	25,11,67,499	12.36
Mutual Funds/Banks/Financial Institutions	8,64,11,450	4.25
NRI/Foreign Nationals	11,63,087	0.06
IEPF/Clearing Member	48,03,212	0.24
Bodies Corporate	54,01,084	0.27
Indian Public and others	5,08,66,134	2.50
Total	**2,03,17,51,761**	**100.00**

n) Dematerialisation of Shares and Liquidity

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

The equity shares of the Company representing 99.98% of the Company's share capital are dematerialised as on March 31, 2020.

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: Nil

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

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

t) Address for Correspondence

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

u) Rating

International Rating

Agency	Facility	Rating/Outlook
Standard & Poor's	Senior Unsecured USD Bonds	BBB - / Stable
Moody's	Senior Unsecured USD Bonds	Baa3 / Stable
FITCH	Senior Unsecured USD Bonds	BBB - / Stable

Domestic Rating

Agency	Facility	Rating/Outlook
India Ratings	Long term facilities Short term facilities	AA + / Stable A1+
ICRA	Long term facilities Short term facilities	AA + / @ A1+
CARE	Long term facilities	AA + / Stable

@ – rating on watch with negative implications

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

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

3. **Modified opinion(s) Audit Report**
   The Company already has a regime of unqualified financial statements. Auditors have raised no qualification on the financial statements.

4. **Separate posts of Chairperson and Chief Executive Officer**
   Mr. Gautam S. Adani is a Chairman and Mr. Karan Adani is a CEO & WTD of the Company.

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

9. Other Disclosures

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

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

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

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

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

d) The Chief Executive Officer and the Chief Financial Officer have furnished a Certificate to the Board for the year ended on March 31, 2020 in compliance with Regulation 17(8) of SEBI Listing Regulations. They have also provided quarterly certificate 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) Details of the familiarisation programmes imparted to the Independent Directors are available on the website of the Company at https://www.adaniports.com/Investors/Corporate-Governance.

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

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

k) The Company complies with all applicable secretarial standards.

l) The Company has complied with all the mandatory requirements specified in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) of the SEBI Listing Regulations. It has obtained a certificate affirming the compliances from Practising Company Secretary, CS Ashwin Shah and the same is attached to this Report.

m) As required under Regulation 36(3) of the SEBI Listing Regulations, particulars of Director seeking re-appointment at the ensuing Annual General Meeting are given in the Annexure to the Notice of the 21st Annual General Meeting to be held on Friday, June 26, 2020

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

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

M/s. Deloitte Haskins & Sells LLP

(₹ in crore)

Payment to Statutory Auditor	FY 2019-20
Audit Fees	1.64
Limited Review	0.71
Certification Fees	0.15
Other Services	0.47
Reimbursement of Expenses	0.02
Total	**2.99**

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

Declaration

I, Karan Adani, Whole Time Director & CEO of Adani Ports and Special Economic Zone Limited hereby declare that as of March 31, 2020, 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: May 5, 2020

Karan Adani
Whole Time Director & CEO

Certificate on Corporate Governance

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

We have examined the compliance of Corporate Governance by Adani Ports and Special Economic Zone Limited ("the Company") for the year ended on March 31, 2020 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
C.P.No. 1640
UDIN: F001640B000266971

Place: Ahmedabad
Date: May 5, 2020

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 Ltd.
Adani House,
Mithakhali Six Roads,
Navrangpura,
Ahmedabad - 380009

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

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2020 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of appointment in Company
1.	Mr. Gautam S. Adani	00006273	26/05/1998
2.	Mr. Rajesh S. Adani	00006322	26/05/1998
3.	Dr. Malay Mahadevia	00064110	20/05/2009
4.	Mr. Karan Adani	03088095	24/05/2017
5.	Prof. G. Raghuram	01099026	14/05/2012
6.	Mr. G. K. Pillai	02340756	19/10/2012
7.	Mr. Mukesh Kumar, IAS	06811311	23/10/2018
8.	Mrs. Nirupama Rao	06954879	22/04/2019
9.	Mr. Bharat Sheth	00022102	15/10/2019

Ensuring the eligibility of the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our 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.

For, Chirag Shah & Associates

Chirag Shah
Partner
Membership No.: 5545
CP No.: 3498
UDIN : F005545B000202808

Place: Ahmedabad
Date: May 5, 2020

Chief Executive Officer and Chief Financial Officer Certification

The Board of Directors
Adani Ports and Special Economic Zone Limited

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

a) We have reviewed the financial statements and the cash flow statements of the Company for the year ended March 31, 2020 and:

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

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

b) There are no transactions entered into by the Company during the year ended March 31, 2020, 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.

	Karan Adani	**Deepak Maheshwari**
Date: May 5, 2020	Whole Time Director & CEO	Chief Financial Officer

Business Responsibility Report

Section A: General Information about the Company

1.	**Corporate Identity Number (CIN)**	: L63090GJ1998PLC034182
2.	**Name of the Company**	: Adani Ports and Special Economic Zone Ltd.
3.	**Registered Address**	: "Adani House", Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad - 380009 Gujarat, India
4.	**Website**	: www.adaniports.com
5.	**Email id**	: investor.apsezl@adani.com
6.	**Financial year reported**	: April 1, 2019 to March 31, 2020

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

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

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

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

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

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

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

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

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

Section B: Financial Details of the Company

1.	**Paid up capital (INR)**	: ₹ 408.85 crore (Equity & Preference capital)
2.	**Total turnover (INR)**	: ₹ 7,546. 25 crore
3.	**Total profit after tax (INR)**	: ₹ 1,934.25 crore

4. **Total spending on Corporate Social Responsibility (CSR) as percentage of profit after tax.**

The Company has spent ₹ 69.50 crore on CSR activities. This amount is 2% of average profit for the three previous years with respect to standalone financial statements.

5. **List of activities in which expenditure in 4 above has been incurred.**

The major activities in which CSR was undertaken are primary education, community health, sustainable livelihood, disaster management and community infrastructure. Please refer page 133 to 135 for detail activities carried out for CSR.

Section C: Other Details

1. Does the Company have any subsidiary company / companies?

Yes, the Company has 67 subsidiary companies (including step-down subsidiaries) as on March 31, 2020.

2. Do the subsidiary company / companies participate in the Business Responsibility (BR) initiatives of the parent Company?

Business Responsibility initiatives of the parent Company are applicable to the subsidiary companies to the extent that they are material in relation to the business activities of the subsidiaries.

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

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

Section D: BR Information

1. Details of Director / Directors responsible for BR:

a) **Details of the Director / Directors responsible for implementation of the BR policy/ policies:**
DIN Number : 00064110
Name : Dr. Malay Mahadevia
Designation : Whole Time Director

b) **Details of the BR head:**
DIN Number (if applicable): NA
Name: Capt. Unmesh Abhyankar
Designation: Joint President - CEO office
Telephone Number: 079 – 25555185
Email id: unmesh.abhyankar@adani.com

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

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

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

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

3. Governance related to BR:

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

The Company's Business Responsibility performance is assessed annually.

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

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

Section E: Principle-wise Performance

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

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

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

   The Senior management and the Directors of the Company have to adhere to the Code of Conduct, constituted with an objective to promote ethics and transparency in the conduct of its operations.

   Policies including whistle blower are applicable to each employee working with the organisation.

2. **How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.**

   Stakeholder's Relationship Committee received 4 complaints related to shareholders like non-receipt of Annual Report, non-receipt of declared dividend, revalidation of dividend warrant or refund order etc. All complaints were satisfactorily resolved. (Refer page no. 157)

Principle 2: Business should provide goods and services that are safe and contribute to sustainability throughout their life cycle.

1. **List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities.**

   The Company is in the port and infrastructure development sector, which provides services for cargo handling & logistic, operations & maintenance of port sector. The Company has incorporated social and environmental concerns for infrastructure development to logistic services. A number of sustainability initiatives have taken during the financial year 2019-20 enhancing our operational, environmental and safety performance. (Refer page no. 114,115,131-132)

2. **For each such product, provide the following details in respect of resource use (energy, water, raw material etc) per unit of product (optional).**

   I. Reduction during sourcing / production / distribution achieved since the previous year through the value chain:

   The Company is taking various energy reduction initiatives year on year and achieving the energy reductions through its sustainable initiatives such as implementation of renewable energy projects.

   The Company has reduced its energy intensity against revenue generated in INR crore by 12% and 15% for consolidated operations as compared to previous year. Similarly, the Company's water consumption intensity per revenue generated in INR crore has increased by 5% and reduced by 4% for consolidated operations than previous year. Cumulatively, your Company has reused 528 ML of treated wastewater and thus avoided freshwater withdrawal from shared resources. Replaced HPSV and tube lights with LED lighting fixture continuing the energy reduction drive. During the FY 20, the Company has replaced total tube light fixtures with LED lighting fixtures.

Your Company and other subsidiaries have almost doubled the renewable energy capacity by installing 8.88 MW solar rooftop in FY20 increasing overall capacity to 19 MW.

15RTGs retrofitted into Electrical power-driven system and switching over to LED light in office area at Kattupalli Port.

Converting of RTG from Diesel mode to Electrical power driven at Kattupalli Port. The conversion of diesel to electric powered RTGs results in a reduction in diesel fuel consumption of about 95%. The remaining diesel engines are only used to transfer the RTG from one block to another block.

II. Reduction during usage by consumers (energy, water) achieved since the previous year?

The Company is not manufacturing any products hence not applicable.

3. Does the Company have procedures in place for sustainable sourcing (including transportation)?

Yes, the Company's group level techno-commercial team has designed and developed the procurement guidelines. Company's General Contract Condition (GCC) covers the sustainable sourcing criteria such as procure energy efficient equipment.

The Company is practicing the sustainable sourcing for its operations. The mechanised conveyors for coal transportation, procuring E-RTG cranes, introduction of EV ITVs, procuring high energy rating equipment, water less urinals are the examples of sustainable sourcing.

4. Has the Company undertaken any steps to procure goods and services from local and small producers, including communities surrounding their place of work? If yes, what steps have been taken to improve the capacity and capability of local and small vendors?

The Company encourages procurement of goods from local vendors, thereby creating direct and indirect economic impact in the surrounding region. Additionally, the Company also procures various services (civil work, manpower supply, maintenance work etc.) from local contractors, which has led to creation of employment opportunities and skill development of the local population. During FY 2019-20 more than 95% of materials & services were procured from India. Our 30–50% of procurement were from the states where we operate.

The Company follows a systematic process of vendor relationship management. The Company has initiated various programmes to transfer skills and knowledge to its supply chain. It has conducted annual vendor meets to encourage them and build strong relationship. The Company encourages for developing local vendors and service providers for procuring the material and waste management services.

5. Does the Company have a mechanism to recycle products and waste? If yes, what is the percentage of recycling of products and waste? If yes, what is the percentage of recycling of products and waste (Separately as < 5%, 5-10%, >10%). Also, provide details thereof, in about 50 words or so.

The Company complies with all applicable regulatory requirements pertaining to waste management. The Company is providing cargo handling & logistic services, which generates non-hazardous and hazardous wastes. The Company is disposing its waste in environmental friendly manner through CPCB / SPCB registered CHWIF/ TSDF or authorised recyclers. The Company's wastes (Hazardous and Non-hazardous) generated from our port sites have been decreased by 29% in financial year 2019-20. Being a service industry we don't have potential to recycling of generated waste in our operations, however 28% waste sell for recycle and reprocess each, 37% sent for recovery as co-processing, 3% is reused within operation and maintenance activities, 2% sent for incineration and 4% for landfilling.

Principle 3: Business should promote the wellbeing of all employees.

1. Please indicate total number of employees.

The Company has a total of 1,284 employees as on March 31, 2020.

2. Please indicate total number of employees hired on temporary/contractual/casual basis.

The Company has a total of 40 employees (38 male & 2 female) hired on contractual basis as on March 31, 2020.

3. Please indicate the number of permanent women employees.

The Company has 19 women employees as on March 31, 2020.

4. Please indicate the number of permanent employees with disabilities.

The Company has 1 permanent employee with disabilities as on March 31, 2020.

5. Do you have an employee association that is recognised by the Management?

The Company does not have an employee association recognised by the Management.

6. What percentage of permanent employees who are members of this recognised employee association?

Not applicable.

7. Please indicate the number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and those pending as on the end of the financial year.

There were no complaints of this nature during the financial year.

8. **What percentage of under mentioned employees were given safety and skill up-gradation training in the last year? (Permanent employees, permanent women employees, causal / subcontracted employees, employees with disabilities).**

   Employee training and skills development is an integral aspect of the Company's human resources strategy. The Company's training programs extend to all permanent and contractual employees, which are rolled out as per the annual training calendar and individual employee training needs, covering a significant percentage of employees. All contractual employees are given mandatory safety training on induction as well as on the job skills related training through the contractors and the Company. Total 2,03,952 employees (including permanent employees as well as contractor worker) were given Safety Induction and 1,69,344 employees (including permanent employees as well as contractor worker) were trained and under 9,377 batches during the year financial year 2019-20.

Principle 4: Business should respect the interest of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalised

1. **Has the Company mapped its internal and external stakeholders?**

   Yes, the Company has mapped its stakeholders and has a systematic stakeholder engagement process.

2. **Out of the above, has the Company identified the disadvantaged, vulnerable and marginalised stakeholders?**

   The Company has identified disadvantaged, vulnerable & marginalised stakeholders. The Company, through its social arm Adani Foundation works for the development of the said stakeholder group.

3. **Special initiatives taken by the Company to engage with the disadvantaged, vulnerable and marginalised stakeholders:**

   After more than two decades of creating opportunities for the underprivileged and marginalised sections of the society, Adani Foundation has turned its focus towards sustaining the impact of its efforts across the country. With community taking ownership and being an important stakeholder, Adani Foundation has been able to create a growth model which will nurture communities by enhancing human potential and infrastructure.

   With special focus on marginalised and vulnerable sections like fisher folk, farmers, women, children, widows and the differently-abled the foundation has reached out to 3.4 million people every year in 2,315 villages in 18 States in India.

   The Company, APSEZL, contributes to sustainable and inclusive growth of the communities, more so in the areas where it operates its business. It is committed towards building integrated systems to enable sharing the prosperity of its business with the people and the society at large. The Company has been promoting CSR activities in its operational areas through Adani Foundation. To ensure holistic development of every member in the society, the Company supports Adani Foundation's initiatives in education, community health, sustainable livelihood development and community infrastructure development.

   The following Adani Foundation initiatives have been supported by the Company at various locations.

1. **EDUCATION**

   The Company and Adani Foundation view education as the major factor that can transform communities. The goal is to enable learning for as many children as possible, with higher level and better quality of education in their formative years. To reach out to the most marginalised population, the Adani Foundation runs several cost-free schools as well as subsidised schools across India. Many smart learning programs as well as projects to adopt government schools are being implemented in remote areas to ensure the realisation of true potential of children.

   It also aids Aanganwadis and Balwaadis by creating a fun-filled environment for the children. The replicability and scalability of these educational models are ensuring that more and more children pave their way towards a bright future for themselves, their families and communities. In this regard, the Adani Foundation is implementing the following initiatives:

i) Adani Vidya Mandir (Ahmedabad, Bhadreshwar and Surguja)

The Adani Vidya Mandir, currently operational in Ahmedabad (Gujarat), Bhadreshwar (Kutch, Gujarat) and Surguja (Chhattisgarh) provide cost-free quality education to 2201 meritorious students from economically weaker sections of the society. Qualified handpicked staff along with their continual training and capacity building is central to these schools.

All three Adani Vidya Mandirs provide the students with uniforms, books and stationery. With a sharp focus on the overall development of children, the schools have successfully created a benchmark in the cost-free model of education, as recognised by the Quality Council of India (NABET Accreditation).

The Adani Vidya Mandir in Ahmedabad admits meritorious children who belong to weaker economic sections in the city. Adani Vidya Mandir in Bhadreshwar caters to children mostly from the fisher folk families and the school in Surguja largely reaches out to children in the tribal communities. All the three schools were recognised and appreciated at the recently held Samagra Shiksha Empowering Awards

2020, for providing quality and value-based primary education to the underprivileged. This prestigious recognition from the Government of India reflects the consistency and coherence in Adani Foundation's vision for imparting holistic education to more and more children in India.

ii) Adani Schools

Adani Foundation provides subsidised quality education to more than 2,980 students through the Adani Public School in Mundra, Gujarat; Adani Vidyalayas in Tirora, Maharashtra, and Kawai, Rajasthan; Navchetan Vidyalaya in Junagam, Surat district Gujarat; Adani DAV Public School in Dhamra, Odisha thus directly touching 3,210 students, staff and family members and indirectly 12,804 lives.

Adani Public School, Mundra is accredited by NABET under Quality Council of India thus making it the first school in Saurashtra and Kutch region to achieve this fete. Grateful Alumni – Doctors, Engineers, Merchant Navy Officers, 'Sarpanchs', Teachers, Businessmen, Technocrats, and many more have become responsible citizens and successful humans.

Adani DAV School, Dhamra, Odisha, affiliated to CBSE, New Delhi, is run by the Adani Foundation in collaboration with the DAV College Trust. The school, started in 2012 with just 80 students, today has 459 students.

Adani-KISS Residential School, Baripada, Odisha: Adani Foundation, in collaboration with the Kalinga Institute of Social Sciences, has set up a branch of the institute with state-of-the-art infrastructural facilities for the benefit of tribal children in the tribal populated Mayurbhanj district of Odisha. Shri Naveen Patnaik, Chief Minister of Odisha, inaugurated the school at Bankishole, Baripada on January 08, 2020. The School is established on 50 acres of land with complete financial support from Adani Foundation. The tribal students of Mayurbhanj district will get quality education at this School and in the first phase, 1,500 students of the same district will be enrolled from Classes 1 to 12.

iii) Project Utthan

The future of India depends upon the future citizens and their foundation is built during education in primary school years. Large-scale efforts have been made by the government and non-government sectors to aid the education system in rural government primary schools, but coverage and quality of education are still not satisfactory.

Adani Foundation, leveraging their experience in other educational initiatives, established project Utthan in order to introduce interventions in Government Schools. It is envisioned that the project will impact more than 14,000 students across 95 schools by the end of 2021. Following the success of the project in Mundra (Gujarat), the project was recently launched and expanded to Nakhtrana and Hazira in November 2019. So far, a total of 4,863 students from 35 schools across 24 villages of Kutch and Hazira, Surat are the beneficiaries of this project.

The project lays a special emphasis on the 'Priya Vidyarthi' i.e. the progressive learners. These are the students that are, relatively, lagging in academics and require special attention. The number of priya vidyarthi, as per the result of Gunotsav – 2017, has reduced from 436 to 148. This means that the learning level of 66% students has improved and rest are on path of improvement.

Highlights:

Academic

a) One of the major elements of project Utthan is to shift from traditional teaching method to technological based learning through introduction of 'smart' classrooms. This infrastructural support ensured that learning became interactive and interesting.

b) 'IT on Wheel' Van with laptops and computer instructor made students tech savvy, bringing them closer to digital tools and modern technology.

c) Supplementary teachers i.e. 'Utthan Sahayaks' implemented alternative learning methods to make classroom activities fun and friendly, thereby pushing for academic excellence of priya vidyarthis.

d) English taught from early standards so that students have ample time to develop a strong base in the language.

e) Training cum induction programmes conducted on various topics like teaching methodology of progressive learner, assessment pattern of slow learner, multiple intelligence etc.

Extra-Curricular

a) Sports activities were introduced and made and integral part of students' development in all Utthan Schools. Resultantly, more than 500 students were successfully enrolled in Khel Mahakumbh - of which 36 Students (24 girls, 12 boys) reached district level competition. All 17 Utthan schools has received FIT INDIA certificate from Government of Gujarat.

b) Students of class 3 to 8 used library facilities ie the Reading Corner every Saturday.

c) A bookmark exchange program was organised by partnering with 32 schools across 11 countries.

d) 363 students from 17 schools got an opportunity to visit Adani Ports and Wilmar facilities through Adani Foundation's project Udaan.

e) Tree plantation drive conducted in all the Utthan schools in alignment with the circular passed by the Government of Gujarat titled "Ek baal Ek Jhhad". Students not only planted the trees but in fact adopted one tree each and gave it a name.

f) To further support the improvement of quality of education, various activities like Mothers Meeting, Chintan Shibir etc are held on a regular basis.

iv) Scholarship and material support to students

- Adani Foundation provided scholarship support to motivate and encourage children from fisher folk families in Mundra, Gujarat, to pursue higher studies. Under this program Adani Foundation provided 100% fee support to girls and 80% fee support to boys as a scholarship to a total of 78 students.
- 49 students of Higher Secondary level, belonging to fisher folk community, were provided with books to help them excel in academics at Juna Bandar, Zarpara, Navinal, Bhadreshwar, in Mundra.
- 7 students studying in Class 9, were provided with cycles so they can commute to school from their settlements. Fishermen along with their families, migrate to live near the seashore during the fishing months.
- Adani Foundation initiated bicycle distribution program in Kattupalli, Tamil Nadu, to enable children to continue their education after middle school in the villages. The bicycle distribution has helped the students, especially those in 9th standard to reach school in time, as earlier majority of them had to walk more than 8 km every day. A total of 214 bicycles were distributed to GHS, Kattupalli, GHSS, Thiruvellavoyal, GHSS, Kattur, MPUMS, Korai Kuppam, Ornambedu and Karungkali schools.
- Adani Foundation distributed television to the Minjur Panchayat Union Primary school in Karungkali and Mouthambedu villages in Kattupalli, Tamil Nadu, to support the e-learning modules in the schools.
- Adani Foundation facilitated a van service for students in Higher Secondary level classes in Kattupalli, Tamil Nadu. These students had to take a lift from passing vehicles to reach the nearest Railway Station from where they could further travel to reach their schools. The van now picks up these children and ferries them to and from the Railway station.
- A total of 832 meritorious students (out of 946 applications received who met criteria) residing around the Udupi Power Corporation Ltd plant, Karnataka (within the limits of 12 Gram Panchayats) were conferred the Adani Scholarships amounting to ₹ 23.00 lakh. Student who had scored 80% and above were eligible to secure this scholarship. This scholarship was granted for use on levels like SSLC, Diploma, PUC, Graduation, Post-Graduation and for courses including but not limited to engineering, medical and nursing.
- To encourage students belonging to economically deprived background in rural areas to continue with their education and go to school, Udupi Power Corporation Ltd along with Adani Foundation, distributed quality education kits. These were given to students studying in Kannada medium government schools and government aided schools in the Udupi district. The kit included a bag, slates, notebooks, geometry box and umbrella. A total of 6436 students from 77 Schools benefited from this distribution which amounted to ₹ 48.00 lakh.
- Scholarship of ₹ 6000 per student was awarded to meritorious students of Class 10 & above, to appreciate and encourage the students in Tiroda, Maharashtra. A total of 54 students from 5 villages were awarded the scholarship this year.

v) Udaan

The Udaan project is geared towards motivating the students of our country and encouraging the entrepreneurial spirit in their lives. It is a learning-based initiative focusing on UN's fourth Sustainable Development Goal - Quality Education.

The project hopes to inspire students into becoming leading visionaries and entrepreneurs of the nation. Since 2010, an utterly impressive 3.48 lakh students (all over India) and participants, from more than 5200 institutions have visited business locations in Mundra, Hazira, Tiroda, Kawai and Udupi. This year 55162 students from 900 institutions visited the Port and Power Plant facilities.

2. COMMUNITY HEALTH

The Adani Foundation facilitates health-related awareness and services for those who are underserved in the society. Bringing healthcare to remotest of regions, the Foundation believes that ensuring good health of people is critical for the development of a nation. Its key focus is improving access to quality healthcare services for people from the grassroots level belonging to the weaker sections of the society. In this pursuit, it runs Mobile Healthcare Units (MHUs) across the nation, hospitals and clinics, and general as well as specialised health camps. Another significant step in this direction is providing special support to the differently abled and elderly.

i) Mobile Health Care Units (MHCUs)

Adani Foundation, in association with various organisations, runs Mobile Healthcare Unit (MHU), a health care service in remote, rural areas. It provides primary medication, diagnostic facilities, medicines, free of cost consultation and referrals by certified doctors at the doorstep of community members. About 50,000 people have been directly impacted by this project, receiving treatments through 17 Mobile Healthcare Units across the country.

- 20399 patients were treated in 31 villages of Mundra, Gujarat, through the Mobile Healthcare Units. 25,142 patients were treated at the 11 Rural Clinics in Anjar and Mandvi in Mundra.
- In financial year 2019-20, a total of 64932 patients were treated by two MHCUs in Tiroda Maharashtra, visiting 50 villages.
- In Dhamra, Odisha, two MHCU, one in Port periphery and one in Rail Corridor are catering to 44 villages of 8 GPs (17630 population) and 25 villages of 12 GP (25070 population) respectively of three blocks namely, Chandbali, Tihidi and Bhadrak. The MHCUs provided healthcare services to 61580 patients during this year.
- 18964 patients were treated by the MHCU in Udupi, Karnataka. More than 500 camps were also organised by the MHCU staff to spread awareness about seasonal diseases as well as general health related issues.

ii) Medical support beyond treatment of ailments

Adani Foundation believes in adopting a holistic approach towards healthcare, which includes treatment of diseases, awareness generation, material and financial support and linkages to available Government schemes.

- In Udupi, Karnataka, 18 underprivileged persons were supported through grants for medical assistance. More than 9000 people were provided health insurance through Adani Arogya Health Card with support from ICICI Lombard General Insurance Company Limited. The insurance provides a cover of ₹ 50,000 for a family of 7 members.
- In Dhamra, Odisha, four Mega Multi specialised Health Camps were organised by Adani Foundation in collaboration with Apollo Hospital, Ashwini Hospital, Rotary Club Bhadrak and specialists from District Govt. Hospital. 3761 patients from Port periphery and Rail Corridor GPs received free consultancy from doctors, treatment, free medicines and blood test.
- Adani Foundation Dhamra, coordinated with the School Management Committee, District Education office and office of Chief District Medical Officer to organise an eye screening camp for school students. The Eye screening of 4013 students from 24 periphery school was conducted and 599 students were found with refractive error and selected for provision of spectacles.
- 601 people participated in a blood donation camp organised at Dhamra, Odisha. The camp was organised with support from Bhadrak Blood Bank.
- In Mundra, Gujarat, General health camps, Pediatric Camp, breast and cervical cancer screening camp and surgical health camps were organised periodically to meet the specific requirements of the community specially to check the spread of seasonal diseases. In the year of 2019-20, a total of 3137 people were impacted through these camps and referrals were made to Adani Hospital, Mundra for severe and emergency cases. Adani Foundation also facilitated people to avail government schemes like Ayushman Bharat, RSBY, Maa Amrutam and Maa Vatsalya Yojana and Bal Sakha Yojana.
- General Medical Health Camps were organised in the villages of Tiroda, Maharashtra, to provide quality healthcare services for the villagers. During the year, 39 camps were organised where 4410 patients received check-up, screening and treatment for various ailments.

iii) Health Cards to Senior Citizens and Medical Insurance

The Vadil Swasthya Yojana is a scheme under which health cards are provided to senior citizens from socio-economically marginalised sections. The main objective of this scheme is to make timely healthcare services available according to needs of these senior citizens. Under this scheme, senior citizens with family income of less than ₹ 2,00,000 per annum are provided with green cards through which they can avail free healthcare services amounting to ₹ 50,000 for a period of three years. Senior citizens with family income of more than ₹ 2,00,000 per annum are given blue cards, which allows them to avail healthcare services at the Adani Hospitals at highly subsidised rates. This scheme is currently offered in Mundra, Gujarat. During the year 2019-20, total 9860 transactions were done by 8672 card holders of 68 villages of Mundra Taluka. They received cashless medical services under this project.

Medical Support was provided to 2129 people from Mundra, Mandavi and Anjar Block at Adani Hospital, Mundra while the critical cases were referred to GKG Hospital, Bhuj.

Kutchh is an arid region and as a result water available in the region is high in salinity. urinary tract and kidney related ailments dominate the disease pattern in the area. Adani Foundation facilitates dialysis treatment for underprivileged patients every year in Kutch region. A total of 6 patients are being supported for regular dialysis (twice a week) this year.

iv) *Arogya Saptah*

Adani Foundation, Adani Hospital and GKG Hospital, Bhuj came together to organise "Arogya Saptah" from 8th to 14th August & 20th to 26th January in Mundra and Bhuj. During these two weeks, multi-specialty camps, workshops, health check-up for truckers, surgical camp and health camps for adolescent girls were organised.

More than 1500 people participated in these camps which encouraged villages and rural communities to inculcate timely health-seeking behaviour.

v) *Swachhagraha*

Swachhagraha which stands for Swachhata ka Satyagraha, is a Behavioural Change Education Programme. It draws inspiration from Satyagraha led by Mahatma Gandhi and aims at engaging people and bringing about a change, similar in scale to India's freedom movement, where people get involved to take action for creating a culture of cleanliness.

With a team of more than 1,00,000 Swachhagrahis across 19 states, Adani Foundation reaches out to 26,50,000 students every month. Through students and teachers from more than 5,500 schools, the Programme focuses on four key themes, namely, Waste Management and Littering, Sanitation, Personal Hygiene and Toilet Etiquettes.

3. SUSTAINABLE LIVELIHOOD DEVELOPMENT

Promoting inclusive growth of communities through livelihood security is one of Adani Foundation's most widespread initiative. It empowers lives and broadens people's scope for economic opportunities, driven by the belief that a society made of empowered individuals with a decent standard of living leads to overall prosperity and development of the nation. The Foundation builds social capital by promoting self-help groups, supporting initiatives towards preservation of traditional art and organising skill development training. Specific programmes are designed for fishermen communities, farmers and cattle owners, youth and women so that they can capitalise on their strengths and readily available resources to become self-reliant.

i) *Support to Fisherfolk: Expanding horizons through focused initiatives*

CSR projects focused on the betterment of fishing community include providing infrastructure support to fishermen like fixing LED street lights in villages, renovating shelters, facilitating potable water, improving infrastructure of Government Schools and so on. It has also helped in the capacity building of fishermen so they can adopt innovative practices and techniques to help them get more catch and hence, a better income.

<u>Vidya Deep Yojana:</u> To strengthen the standard of pre-primary education, Adani Foundation has constructed four balwadis at different fishermen settlements. These balwadis are benefitting 140 children by helping them to develop basic age-appropriate learning concepts, cultivate discipline, be aware of health, hygiene and cleanliness practices, and also get nutritious food.

<u>Scholarship & Book Support:</u> The Adani Foundation provided scholarship support to motivate children of fisher folk to go for higher education. Under this programme, 100% scholarship is provided to girls and 80% to boys. During the current year, a total of 78 students are being facilitated by Adani foundation. Further, book support is provided to 49 fisherman students from Higher Secondary standards (class 9 to 12) belonging to Juna Bandar, Zarpara, Navinal and Bhadreshwar.

<u>Transportation Support to Students:</u> Often, children of the fisher folk are unable to continue their schooling due to constant migration of their family between different settlements. To address this concern, Adani foundation started vehicle support to ensure that the kids can get to school from wherever they are based. A total of 120 students are benefitting from this initiative. Seven students studying in the 9th standard were provided cycles this year in order to help them commute to school and encourage the, to continue their higher education.

<u>Promoting Sports:</u> A cricket tournament called 'Adani Premiere League' was organised for the fishermen community in order to promote healthy sportsmanship and harmony amongst the fisher folk of Mundra, Anjar and Mandvi Taluka. A total 65 teams participated from 13 villages i.e. 750 youth from villages like Zarpara, Navinal, Shekhadia, Modhava, Salaya, Mundra, Tragadi, Luni, Gundiyali, Bhadreshwar, Vandi (Tuna), Layja and Kathada participated with

great enthusiasm. Further, a weeklong Ramotsav programme was organised at various settlements in which a total of 545 children between 1st and 10th standard participated.

Awareness Programmes: To create awareness about health, personal hygiene, child education and nutritional diet in fishermen community, various awareness programmes have been organised through the year. The teams also facilitated Government's fishermen welfare scheme 'Sarkar Apane Dwar'. More than 150 beneficiaries participated in these events.

Machhimar Ajivika Uparjan Yojana: Most of the fishermen borrow money to buy or rent fishing nets, usually at high amounts charged by the money lenders and renters. Also, as it is a recurring expense on buying, renting and maintaining the nets, they get caught in a vicious circle of debt. Their income is just enough to make ends meet, so they are unable to afford the costs of replacing the nets. To address this concern, fisher folk are provided fishing materials support like fishing nets, ropes, buoys, anchor, etc. according to their need. Further, 28 fishermen are engaged in various contract related jobs and 37 fishermen are employed after being training at Adani Skill Development Center.

Machhimar Shudhh Jal Yojana: Pure drinking water plays an important role in ensuring good health of communities. To facilitate potable water to fisher folk at nine different vasahat (settlements), water tankers were employed. This reduces the tension created by water scarcity and ultimately reduces the load on women to fetch water. A total of 1,17,500 liters of water per day was supplied to 1085 households on a daily basis.

ii) *Biodiversity Project: Growing Mangrove Species*

A bio diversity project to grow three mangrove spices, i.e. Rhizophora Mucronata , Ceripos Tagal and Ceriops Decandra is continuing swiftly at Luni Bandar. The mangrove biodiversity enrichment project in and around Adani Ports and Special Economic Zone (APSEZ) aimed to introduce select mangrove species on a pilot scale in suitable coastal belts and assess their survival. Because this project is the first of its kind, the expected survival rate is between 20-30%. The project is currently in its initial stages of establishing nurseries and sowing seeds of several species. These nurseries have been developed in tidal flats near the village of Luni, Kutchh, Gujarat.

The mangrove seeds/propagules for the establishment of the nursery were brought in from various locations in India, namely, Machilipatnam (Andhra Pradesh), Pondicherry (Tamil Nadu), Parangipettai (Pichavaram Mangroves, Tamil Nadu), Kandla (Gujarat) and Jamnagar (Gujarat).

In most of the above-mentioned locations, there is adequate fresh water supply available due to high/substantial rainfall and/or presence of major rivers. Also, river confluences and deltas that give rise to a thriving estuarine environment. Consequently, the mangrove species that successfully grow in those regions are adapted to a low-salinity environment (where salinity is approximately 20 ppt) against that of 37-44 ppt prevailing in Kutchh coastal waters. This creates a challenge for the team implementing this project in Kutchh as the region provides an extremely and harshly saline environment.

Considering the above-mentioned scenario, the site selection criteria, need for species of high salinity tolerance and studying their natural occurrence in Kutchh becomes critical in ensuring a substantial survival rate of the mangrove species selected to potentially successfully establish a diverse and resilient mangrove community in the Kutchh region. Furthermore, a highly diverse set of mangrove species will ensure resilience in the face of changing climate and could probably provide as a thriving gene pool and seed bank in the future for the Kutchh region.

iii) *Support to Farmers: Enhancing livelihoods through innovation*

Fodder Cultivation: Fodder is not easily available in the Kutch region as it receives scanty rainfall. The Adani Foundation provides fodder during the time of scarcity and the last three months of summer every year. This has given stability to the families who earn their livelihood through animal husbandry. In order to meet the demand of fodder, Adani Foundation purchases it from the regional farmers. This gives them fair rates in return. This year, a 22-acre land has been cultivated for producing better quality fodder.

Tissue Culture: In the villages at Mundra Taluka, several communities are economically side-lined – they either depend on a single source of income or are unemployed. Sustainable livelihood projects have been launched to help them gain financial independence by building local partnerships, providing diverse livelihood avenues, inculcating the attitude to establish savings, equipping to earn and encouraging self-reliant lifestyles. Participation is encouraged by launching specific projects for fishermen communities, farmers and cattle owners as well as youth and women.

A project to provide tissue culture plants of local elite varieties of date palm to the farmers of project area at an affordable price was initiated. In this regard, 4000 tissue cultured plants of Barhi date palm were distributed to the farmers in the project area. For this, best offshoots of the plants were selected from well-known laboratories, in coordination with farmers' groups, Vice Chancellor of Anand Krishi University, scientist Dr Murlidharan from the Date Research Center and Krishi Vigyan Kendra (KVK) Mundra. The selected tissues from laboratory will take 3 years to develop and bear fruit.

The whole program pivots around farmers' participation with co-ordination among four parties. The Tissue Culture (TC) laboratory develops TC plantlets of yellow varieties, the Adani foundation provides financial support, KVK provides technical support, and the farmers' committee provide support for selection of tissue plants and contribution in distribution as well as provide 50% cost of plants.

A Farmer's Producer Company (Kutchh Kalptaru Farmer's Producer Company) is registered in which 140 farmers are registered members of project area. It has been decided that 25 plants will be provided to each farmer in a phased manner. In the first phase, during financial year 2019-20, 70 farmers were provided this support. It is assumed 100 kg production of fresh fruits of date palm will be yielded per plant. Assuming that the total production is 4 lakh Kg and price is ₹ 80 per Kg, then total gross income generated will be ₹ 3.20 crore.

iv) *Women Empowerment Projects*

In Kutch, women are dependent on male members of the family for their requirements. To make women self-reliant by making them financially independent, Adani Foundation began training programmes with two women's group in villages near Adani Power and Adani Ports. Consequently, a total of 123 women completed their training for preparing washing powder, phenyl, liquid for cleaning utensils and hand wash etc.

They have also been trained as per their ability for different work i.e. accounting, banking, leadership, marketing, administration etc. Further, a shop "Saheli Mahila Gruh Udyog" has been set up at Shantivan Colony, Mundra. Here, the women are mainly involved in tailoring and stitching activities, handicraft and mud work making soft toys, paper products sanitary pads and food products.

Adani Foundation is also motivating and supporting rural women for appearing in SSC/ HSC board examinations, completing graduations and joining courses for skill enhancements. In the next step, it helps in creating livelihood opportunities with support from Bank Sakhi, Vima Sakhi, Gram Rakshak Dal and private companies to be hired as full-time employees. For instance, about 271 women are working in Britannia and earning upto ₹ 10,000 per month.

v) *Project Swavlamban*

Project Swavlamban was launched to address the challenges faced by the 'divyang' ie differently abled people of Mundra taluka. The objectives behind the initiative were to increase awareness about Government schemes for divyang people, widows and senior citizens and coordinate them with Social Welfare Department. They are also provided with income generating equipment support and proper training opportunities. This year 1,094 beneficiaries were linked up with pension scheme leveraging benefits worth ₹ 15.44 lakh from government schemes. A total of 533 people that included differently-abled widows and senior citizens received regular monthly income of ₹ 1.7 lakh.

vi) *Adani Skill Development Centre*

This year 1,094 beneficiaries were linked up with pension scheme leveraging the benefit worth ₹ 15.44 lakh from government schemes. A total of 533 people that included disabled, widows and senior citizen received regular monthly income of ₹ 1.7 lakh.

ASDC is also reviving handicrafts to preserve the culture of the area. It has played a crucial role in the revival of SUF & Namda handicrafts in Mundra, Gujarat, under the programme called Aarambh by training a group of women from the community. Marginalised groups like young widowed women in Bhuj, Gujarat, are being trained in Patient Care and Assistance (General Duty Assistant Course) and have been successfully placed in various reputed hospitals. It has also trained the marginalised sections like handicapped (Divyang) and widows. In its three and half years of operations, it has trained more than 55,000 people for various skills and generated 65% livelihood through 45+ courses in 10 states.

vii) *Farmers' Groups initiatives*

Swanirbhar Project at Dhamra aims to facilitate the engagement of women Self Help Groups (SHGs) of the port periphery in different income generation activities. Following activities were undertaken in 5 GPs. Adani Foundation has introduced the Paddy Straw Mushroom cultivation project among 15 SHG members of 13 SHGs from Kishore Prasad, Gourprasad, Sarat Prasad and Purna Prasad villages of Koithkhola GP. The number of SHG members that participated in exposure visit was 15 from 13 SHGs and a total of 227 SHG members were trained under the mushroom cultivation project, boosting their confidence and generating additional income for their families.

- The project enabled the 34 women SHG members in earning an additional income of ₹ 3000 per month to her family.

- Two Producer groups namely Maa Dhamari Utpadak Ghosti and Maa Sarala Utpadaka Ghosti were received funding of ₹ 2,04,000 each to promote the Mushroom farming.

Tissue Culture – As the part of the Farmers Field Support initiative, training on Rabi paddy cropping, piloting of Papaya and Tissue culture Banana cultivation was introduced using suitable packet of practices by using of different organic input like vermicomposting, vermin warm, organic pesticide etc. Rabi paddy was demonstrated in 3.75 acres of land, papaya and tissue culture banana was introduced in 1.65 acre and 3 acres respectively at Dosinga, Dhamra, Jagula, Karanpali and Karanjmal GP. The initiative directly benefitted 40 farmers and impacted over 200 beneficiaries.

viii) SuPoshan Vatika

To ensure proper nutrition supplementation to the most underprivileged section of the society, the kitchen garden concept (SuPoshan Vatika) was introduced among 100 families. With the handholding training support, the project enabled the beneficiary families to grow 14 types of nutritious vegetables in their backyard. This helps address the nutritional need among family members of all ages. The project benefitted 500 direct beneficiaries and 850 indirect beneficiaries.

ix) Supporting Aahaar Scheme

Aahaar is a food subsidisation programme run by the Government of Odisha which provides low-cost lunch to the poor people at five rupees. The actual cost of the food is around ₹ 20 but is subsidised to ₹ 5 due to financial assistance provided by Adani Dhamra Port. On an average around 500 people visit the Aahaar Center to take advantage of subsidised meals each day.

x) Nurturing communities through sports

a. *Inter GP Volleyball* Tournament – Every year the Adani Foundation organises Inter Gram Panchayat Volleyball Tournament in the project village. The ten teams from eight panchayats have participated in the 12th inter Gram Panchayat Adani Volleyball Tournament held on 25th and 26th December 2019 at Dosinga Market Ground. Team Amar nagar of Dosinga GP won the tournament by beating Karanpalli into 3:2 set in the final match. In this two-day event, many people representatives, senior dignitaries of Dhamra Port and Govt. officials encouraged the youth mass with their ideas and awarding trophy and cash prizes. The goodwill and support of villagers and particularly from youths could be sensed from the huge gathering during the time of the event.

b. *Interschool Girls Athletic Meet* – In the stride of promoting games and sports among the girl students two "Inter School Girls' Athletic Meets 2020" were organised, at port periphery and railway corridor. The students from 18 schools participated in this Athletic meet. It is important to promote sports amongst girls to inculcate in them the spirit of sportsmanship and enhance their overall fitness. At the end, many villages' community leaders, school students, Teachers, District Education Officer, local PRI members officials and Adani DPCL encouraged the organisers and participating students to hold such events in future as well.

c. *District Level Football Tournament* – As a part of CSR activity taken up by Adani Foundation in Dhamra Port and. to go beyond villages near the port's periphery, a district level foot ball tournament was organised in this year. Eight teams from whole Bhadrak District participated in the tournament which was a one day and night match and was conducted at district football ground at Basudevpur. Various dignitaries including District Sports Officer, delegates from District level Govt. Offices, Police, community, and DPCL participated in the program and witness the success of the programme.

d. *Inter GP Cricket Tournament* – To promote games and sports among the local Youths, "Inter GP Cricket Tournament' was organised in which the youths from eight panchayats participated. The main aim of the program is to promote the importance of sports activities and to overall community engagement. The teams were supported with Cricket Kits for their practice round the year.

4. COMMUNITY INFRASTRUCTURE DEVELOPMENT

Community infrastructure bears a direct impact on the standard of living. Access to resources, increase in the avenues for developing livelihoods, safe & clean sources of drinking water, and access to qualitative primary health care systems lead to better productivity, reduction in morbidity and adequate employment. Recognising this, the Foundation endeavors to make its activities more need specific and responsive to the grassroots' requirements.

In the geographies where Adani Foundation is present, it facilitates small scale basic structures, technical facilities and systems built at the community level that are critical for sustenance of lives and livelihoods of the population living in that community.

i) Water Conservation

Under the Government's Sujalam Sufalam Jal Abhiyan, Adani Foundation contributed towards preserving and replenishing the ground water in the Kutch region. More than 52 ponds were deepened, 18 check dams were built, 54 Rooftop Rainwater Harvesting structures and 75 Borewells recharge structure were prepared. 823 farmers were encouraged to adopt drip irrigation method covering 1958 Hac of farmland which help them get better yield for crops at low water usage.

ii) Drinking Water related projects

The construction of R.O. Plant Room with water cooler was carried out at Sadau Primary school in Mundra to make clean drinking water available to 380 students. An Overhead Tank with capacity of 40,000 Ltr and UG Tank in Luni will provide drinking water to 500 persons. The water connectivity facilitated by Adani Foundation from Mundra to Fishermen Vasahat OID Port, Juna bandar serves a population of 840. 34 hand pumps were installed in Port Periphery (26 nos) and Rail Corridor (8 nos) in Dhamra, which will benefit a population of 10,000.

iii) Home Bio-Gas

Home biogas is the Israel based company which was founded in 2012 and it manufactures dynamic biogas unit not only for farm waste but for kitchen waste too. Under Gram Utthan Project, Adani Foundation is supporting farmers to install home biogas in a phase wise manner. In the current year, 95 such installations were supported in Dhrub, Zarpara and Navinal Villages.

The transition to home biogas as a renewable energy source has multiple benefits – it reduces organic waste, motivates people to reduce the use of fertilizers and helps improving the health and living conditions for the millions of families that are still cooking on charcoal and wood.

The bacteria breaks down organic waste in a naturally occurring process, giving rise to biogas that is stored and harnessed for use in the kitchen. For acceptance of this new biogas, awareness programmes were held in which farmers (beneficiaries) were given information about the benefits of using of home biogas. Demonstration and training for smooth operation and maintenance is held in a timely manner once the beneficiary agrees and also contributes 10% of the cost ie ₹ 3,000 per home biogas.

iv) Miscellaneous

Adani Foundation takes up development works from time to time as per the needs of the community. One such example is the development of Community Training Hall – Goyersama, Mundra and community Centre at Shekadiya which is accessible to a population of 2200 people. Also, village approach roads (a total of 3,000 metre) were constructed at five villages in Dhamra area. In addition, installation of solar/ LED streetlights/ high mast was taken up at many public places.

5. **SUPPORT DURING CYCLONE FANI**

Cyclone FANI caused large-scale devastation in 14 Districts in Odisha –namely Angul, Balasore, Bhadrak, Cuttack, Dhenkanal, Ganjam, Jagatsinghpur, Jajpur, Kendrapara, Keonjhar, Khordha, Mayurbhanj, Nayagarh and Puri. In 2019, Puri, Cuttack, Kendrapara and Jagatsinpur were severely affected. Community infrastructure was a matter of grave concern – the electricity structures were devastated and uprooted. A team from Adani Foundation realised that people were bound to stay indoors in pitch darkness. As an immediate response, solar lanterns were provided to 1,000 villagers.

Health was another major concern after the cyclone, since the excessive flooding was a breeding ground for different insects and parasites. Malaria started spreading all over the district – to combat this, the Adani Foundation distributed medicated mosquito net to 1000 poor families of Puri District.

The fishermen of Puri coast were worst affected as they were acting as lifeguards and supporting the visitors. Support in the form of 1200 chairs was provided to 300 fishermen who earn their livelihood by renting out chairs. This support was aimed to help the fishermen community to revive their livelihood.

The Dhamra Port's peripheral region is surrounded by water bodies and being a coastal region, it is a disaster-prone area. In the monsoon period, the area witnessed heavy water logging, cutting off the habitants here from the outer world. Adani Foundation supported the villagers with 1300 dry food packets which were distributed overnight during the crisis.

Principle 5: Business should respect and promote human rights.

1. **Does the Company's policy on human rights cover only the Company or extend to the Group / Joint Ventures / Suppliers / Contractors / NGOs / others?**

APSEZ conduct its business in a manner that respects the rights and dignity of all people, complying with all legal requirements.

The Company has instituted and implemented a Group level policy on human rights which covers all direct employees, consultants (including fixed term appointees), associates, trainees, suppliers, vendors etc. in all companies/businesses of the Group.

2. **How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the Management?**
   No stakeholder complaints other than mentioned in the Corporate Governance Report were received during the financial year. The Company has implemented the web-based grievance mechanism for stakeholders. The web link is https://grievance.adaniports.com

Principle 6: Business should respect, protect, and make effort to restore the environment.

1. **Does the policy pertaining to this Principle cover only the Company or extends to the Group / Joint Ventures / Suppliers / Contractors / NGOs / others?**
   The Company has adopted an Occupational Health, Safety and Environment Policy as these aspects are integral to the Company's business values. The Policy covers only the Company.

2. **Does the Company have strategies / initiatives to address global environmental issues such as climate change, global warming, etc? Y / N. If yes, please give hyperlink for webpage etc.**
   Yes, the Company is continually doing several initiatives to address global environmental issues such as climate change and global warming in three different ways (i) through self-actions (ii) through awareness creation and (iii) through providing support for energy efficient services. The main objective behind all initiatives is to use and promote energy efficient technologies to reduce the energy consumption and related emission reduction. The Company has implemented number of initiatives, which has resulted in saving in fuel consumption and thereby avoided related emissions.

   The Company has also conducted carbon footprint assessment for all its operational ports - Dahej, Dhamra, Goa, Ennore, Kattupalli Hazira, Mundra, Tuna & Vizag, two joint ventures AICTPL & ACMTPL, Mundra, TAHSPL, SSIDPL, ALL and AALL. Based on the assessment, Company will focus on reduction in energy consumption and emissions through various technical and technological interventions. Energy conservation targets are also taken for respective ports and efforts are made to achieve the same. The web link is https://www.adaniports.com.

3. **Does the Company identify and assess potential environmental risks? Y/N**
   The Company has acquired International Standards ISO 9001:2015, ISO 14001:2004, OHSAS 45001:2018, ISO 28000:2007, ISO 50001 certifications specifying the requirements for an Integrated Management System (IMS) as part of its objective to improve quality, health, safety and environment in the work place.

   Yes, the Company regularly identifies and assesses environmental risk during all stages of its existing and planned projects being an integral part of IMS Certification. Additionally, the Company is also carrying out detailed environmental impact assessment studies to assess all the likely impacts due to project and also prepare environment management plan to mitigate those impacts.

   The Company is performing regular environmental monitoring of all the environmental parameters to assess the environmental status on a regular basis. Additionally, the Company is also carrying other scientific studies including marine modelling studies to assess the response of marine components and parameters to evaluate the marine operations safety.

4. **Does the Company have any project related to Clean Development Mechanism (CDM)? If so provide details thereof, in about 50 words or so. Also, If Yes, whether any environmental compliance report is filed?**
   No, the Company does not have any projects related to Clean Development Mechanism (CDM).

5. **Has the Company undertaken any other initiatives on - clean technology, energy efficiency, renewable energy etc.? Y/N. If yes, provide hyperlink to web page etc.**
   The Company has already taken several initiatives to improve energy efficiency either through improved operations or adoption of better technologies. The Company has converted all its diesel operated cranes into electric mode. Additionally, the Company has also installed and operating regenerative crane system which reduces the demand for energy consumption. Golf carts are also used which in comparison to diesel driven cars, generate less emission. Solar lighting and solar water heaters are also installed at various locations within the port. The Company has installed roof top solar panels of 9.3 MW capacities at Mundra and thereby reduce the consumption & related emissions of conventional energy. The web link is https://www.adaniports.com.

6. **Are the Emissions / Waste generated by the Company within the permissible limits given by CPCB / SPCB for the financial year being reported?**
   Yes, the Company has adopted and implemented adequate pollution control measures to maintain the norms under desired levels and accordingly emissions / waste generated are within the permissible limits given by CPCB/SPCB and the Environment Monitoring data including emissions and Waste generation and disposal details are regularly submitted to statutory authorities. Six Monthly Compliance Reports of Environment & CRZ Clearance and annual Environment Statement submitted to regulatory authorities are kept on Company's website.

   As part of vision for Zero Waste, APSEZ has taken several initiatives in the handling and management of hazardous and non-hazardous waste at all operating port locations by focusing on 5R principles of waste management i.e. Reduce, Reuse, Reprocess, Recycle and Recover. As part of the initiative Mundra Port has achieved Zero Waste to Landfill Assurance Statement.

Major initiatives include, Reuse of treated sewage, Recycling of paper, plastic, metal, E-waste, used oil etc., Reprocess of food waste, STP & ETP sludge, Oily cotton waste etc.

- Various initiatives are implemented for reduction in water and energy consumption footprint. Such initiatives have not only resulted in net environmental benefits but have also reduced the operational costs. To meet the freshwater demand, other industries treated wastewater and sea water is utilised through desalination plant at Mundra.
- Developing greenbelt and conservation as well as enhancement of marine biodiversity are given equal importance along with the development. Total cumulative terrestrial greenbelt development done till date is about 673.40 hectares across all port locations. Total cumulative mangrove afforestation is done in an area 2,889 hectares (Approx.) along with conservation of 2,340 hectares at Mundra and a unique pilot project of development of bio-shield for protection of coastal areas is in progress at Jambusar, Gujarat.

In order to keep continuous track of impacts on environment, real time measurements of ambient air quality at Goa, Vizhinjam and Kattupalli ports & sea water turbidity at Vizhinjam port are carried out by installation of latest technological instruments.

7. **Number of show cause / legal notices received from CPCB / SPCB which are pending as of end of financial year.**
There are no show cause / legal notices received from CPCB/SPCB, which are pending as of end of financial year.

Principle 7: Business, when engaged in influencing public and regulatory policy, should do so in a responsible manner.

1. **Is your Company a member of any trade and chambers of association? If yes, name only those major ones that your business deals with.**
Yes, the Company is a member of the following key associations:

- Confederation of Indian Industry (CII)
- World Economic Forum (WEF)
- Federation of Indian Export Organizations (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
- Hazira Area Industries Association
- Southern Gujarat Chamber of Commerce & Industries
- Gujarat Safety Council, Vadodara
- National Safety Council, Mumbai
- Industrial Waste Management Association, Chennai

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

2. **Have you advocated / lobbied through above associations for the advancement or improvement of public good? Yes/No; If yes specify the broad areas (Governance and Administration, Economic Reform, Inclusive Development Polices, Energy security, Water, Food Security, Sustainable Business Principles, Others).**
Yes, through its membership in the above bodies, the Company has advocated on the key areas of improving the logistics and rail connectivity of ports. The Company has also advocated regarding notification of ports under export promotion schemes. This enables EXIM players to take benefit of export promotion schemes when they handle cargo at notified ports.

Principle 8: Business should support inclusive growth and equitable development

1. **Does the Company have specified programme / initiatives/ projects in pursuit of the policy related to principle 8? If yes details thereof.**
Adani Foundation works with a bottom-up approach with the community with an inclusive agenda. Adani Foundation has always endeavored to work in with the focus on sustainability, transparency and replicability.

The Company has been pursuing and promoting the societal mission of equitable development and inclusive growth through Adani Foundation, the CSR and sustainability arm of the Adani Group of Companies. Adani Foundation, since its formation in year 1996, has been working in numerous strategic human development areas, benefitting the most deserving members of the society.

Adani Foundation has been working across 2,315 villages in 18 states of India, creating meaningful impact in the lives of 3.4 million individuals a year. Its core areas of focus have been on Education, Community Health, Sustainable Livelihoods Development and Community Infrastructure Development.

2. **Are the programmes/projects undertaken through in-house team / own foundation /external NGO/ Govt. structure /any other organisation?**
Adani Foundation is the CSR, sustainability and community outreach arm of Adani Group. Established in 1996, Adani Foundation aligns its mission with the

group philosophy of Growth with Goodness. Adani Foundation is committed to the cause of the deprived and underprivileged with a multi-faceted approach of development.

Adani Foundation has proper operational and functional structures in place. At various strategic project locations across India, the organisation has got both human resource and operational infrastructure for efficient functioning.

In addition, Adani Foundation has partnerships and collaborations with organisations of relevant expertise that include government departments & institutions, non-government think-tanks & agencies, community-based knowledge, among others.

3. **Have you done any impact assessment of your initiative?**
   Yes, impact assessments of the ongoing CSR programs and need/ outcome assessment at grass root level through participatory rural appraisals are conducted at regular intervals to evaluate and continually improve the program implementation and outcomes.

4. **What is the Company's direct monetary contribution to community development projects and details of projects undertaken?**
   The Company's monetary contribution to community development projects in financial year 2019-20 was ₹ 69.50 crore. The focus areas of the Company's community development projects are outlined in response to Question 5 under Section B.

5. **Have you taken steps to ensure that community development initiative is successfully adopted by the community? Please explain in 50 words.**
   The Community members are included in the process of need assessment, inception, execution and utilisation of services related to any development initiative. In addition, efforts are made to involve relevant govt. agencies and suitable non-govt. organisations. These inclusive approach help make our initiatives become more sustainable and being adopted by the community.

Principle 9: Business should engage with and provide value to their customers and consumers in a responsible manner.

The customers have always been pivotal in shaping our strategies and developing business. In order to enhance our customer centricity levels way ahead of the marketplace, we have established a dedicated Customer Service Cell (CSC). The CSC would be single point of contact for all the customers trying to reach out and interact with us.

1. **What Percentage of customer complaints / consumer cases are pending as on the end of financial year 2019-20?**
   There are no customer complaints / consumer cases pending as of end of financial year 2019-20.

2. **Does the Company display product information on the product label, over and above what is mandated as per local laws? Yes/No/N.A. /Remarks (additional information)**
   The Company does not manufacture any product; hence this is not applicable.

3. **Is there any case filed by any stakeholder against the Company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behavior during the last five years and pending as of end of financial year 2019-20?**
   There are no such cases against the Company in the Court of law.

4. **Did your Company carry out any consumer survey / consumer satisfaction trends?**
   The Company actively seeks function-wise feedback from various stakeholders. For example, vessel feedback is collected from vessel masters for each and every vessel handled at the port.

   The Company carries out customer satisfaction survey through deployment of internal resources. The survey is normally conducted on an annual basis and covers feedback of customers across all port business verticals.

   Similarly, transporters and port users' feedback is sought by security function. The output of the survey is in form of concise actionable points and the same helped to improvise the services and infrastructure provided by the port to various port users.

Independent Auditor's Report

To the Members of Adani Ports and Special Economic Zone Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **Adani Ports and Special Economic Zone Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2020, 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, 2020, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Standalone Financial Statements Section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Emphasis of Matter

We draw attention to:

(i) Note 4(b)(ii) to the standalone financial statements regarding the management's assessment of investments of ₹ 115.89 crore and outstanding loan aggregating ₹ 440.30 crore (including accrued interest of ₹ 59.35 crore) in Adani Murmugao Port Terminal Private Limited ("AMPTPL") and investments of ₹ 120.05 crore and loans aggregating ₹ 1,313.49 crore (including interest accrued ₹ 78.87 crore) in Adani Kandla Bulk Terminal Private Limited ("AKBTPL"), as at March 31, 2020 being considered recoverable based on the various judgements and estimates related to cargo traffic, port tariffs, inflation, discount rates, implications expected to arise from COVID-19 pandemic, and operational benefits over the balance concession period to determine the cash flows for AMPTPL and AKBTPL and receipt of future relaxation of revenue share on storage charges in case of AMPTPL. Accordingly, for the reasons stated therein in the said Note, no provision towards impairment is considered necessary at this stage.

(ii) Note 40 to the standalone financial statements which describes a matter relating to delay in compliance of Commercial Operational Date (COD) in terms of the Concession Agreement for the development of international deep-water multipurpose seaport being constructed by a wholly-owned subsidiary, Adani Vizhinjam Port Private Limited, at Vizhinjam, Kerala and status thereof as at reporting date, detailed in the said note.

Our report is not modified in respect of these matters.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Impairment of Non-current Investment and Loans to Adani Murmugao Port Terminal Private Limited ("AMPTPL") and Adani Kandla Bulk Terminal Private Limited ("AKBTPL") — Refer to Note 4(b)(ii) to the standalone financial statements

Key Audit Matter Description

The Company has made equity investments of ₹ 115.89 crore and ₹ 120.05 crore in AMPTPL and AKBTPL respectively. Further the Company has also provided loans of ₹ 440.30 crore (including interest accrued ₹ 59.35 crore) and ₹ 1,313.49 crore (including interest accrued ₹ 78.87 crore) to these entities respectively.

The Company's evaluation of impairment of its equity investments in and loan to these companies involves the comparison of 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 operating margins, and discount rates. Changes in these assumptions could have a significant impact on either the recoverable value, the amount of any impairment charge, or both.

We focused on this area as Key Audit Matter due to the size/materiality of the balances of equity investment in and loans to these companies, and because the Company's assessment of the 'recoverable 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 evaluated the reasonableness of management's revenue and operating margin forecasts by comparing the forecasts to:
  - Historical revenues and operating margins.
  - Internal communications to management, 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 Director's Report of even date and annexure thereof, but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon.
- Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements 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, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164(2) of the Act.

   f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our Report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

   g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of Section 197 of the Act.

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements;

ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Kartikeya Raval
Partner
(Membership No. 106189)
(UDIN: 20106189AAAACQ2710)

Place : Ahmedabad
Date : May 05, 2020

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, 2020 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, 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: 20106189AAAACQ2710)

Place : Ahmedabad
Date : May 05, 2020

Annexure "B" to the Independent Auditor's Report

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' Section of our report of even date)

(i) In respect of property, plant and equipment

a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

b) Some of the property, plant and equipment 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 at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

According to the information and explanations given to us and the records examined by us and based on the examination of the registered sale deed/ transfer deed/ conveyance deed provided to us, we report that, the title deeds, comprising all the immovable properties of land and acquired buildings which are freehold, are held in the name of the Company as at the balance sheet date, except the following:

Particulars of the land and building	Gross Block as at Balance sheet Date (₹ in crore)	Net Block as at Balance sheet Date (₹ in crore)	Remarks
Reclaimed land measuring 1093.53 Hectares	180.18	134.67	The said land pertains to reclaimed land at the Mundra Port, which are pending to be registered in the name of the Company. (Refer note 3(a)(vi)&(vii) of standalone financial statements)
612 Residential Flats and a Hostel Building	130.75	117.57	The said flats and building are located at Samundra Township, Mundra and are pending to be registered in the name of the Company. (Refer note 3 (a)(iv) of the standalone financial statements)

In respect of immovable properties of land and building that have been taken on lease and disclosed as Right of Use Assets in the standalone financial statements, the lease agreements are in the name of the Company, where the Company is the lessee in the agreement.

(ii) As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals and no material discrepancies were noticed on physical verification.

(iii) The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Companies Act, 2013.

(iv) In our opinion and according to the information and explanations given to us, and considering the legal opinion taken by the Company on applicability of Section 185 of the Companies Act, 2013, in respect of certain loan transactions and that the same have been given in the ordinary course of business, the Company has complied with the provisions of the Section 185 of the Companies Act, 2013 in respect of grant of loans and providing guarantees and securities, as applicable. Further, based on the information and explanations given to us, the Company has complied with the provisions of Section 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities, as applicable.

(v) According to the information and explanations given to us, the Company has not accepted any deposits from the public to which the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2014, as amended, would apply. Accordingly, paragraph 3(v) of the Order is not applicable to the Company.

(vi) To the best of our knowledge and according to the information and explanations given to us, the Company is not required to maintain cost records pursuant to Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government under Section 148(1) of the Companies Act, 2013.

(vii) According to the information and explanations given to us, in respect of statutory dues:

(a) The Company has generally been regular in depositing undisputed statutory dues of Provident Fund, Employees' State Insurance, Income Tax, customs duty, Goods and Services Tax, Cess and Other material statutory dues applicable to it to the appropriate authorities.

(b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, customs duty, Goods and Services Tax, Cess and Other material statutory dues in arrears as at March 31, 2020 for a period of more than six months from the date they became payable.

(c) Details of dues of Income Tax, Service Tax and customs duty which have not been deposited as on March 31, 2020 on account of disputes are given below:

Name of Statute	Nature of Dues	Forum where Dispute is Pending	Period to which the Amount Relates	Amount Involved (₹ in crore)	Amount Unpaid (₹ in crore)
Customs Act, 1962	Customs Duty	Commissioner of Customs & Excise, Ahmedabad	June, 2008	2.00	2.00
		Assistant Commissioner of Customs, Mundra	July, 2003	0.14	0.14
		Deputy Commissioner of Customs, Mundra	August, 2007	0.25	0.25
Finance Act, 1994	Service Tax	Supreme Court	December, 2004 to March, 2006	11.22	6.72
		High Court of Gujarat	April, 2004 to September, 2011	173.63	173.63
		Commissioner of Service Tax, Ahmedabad	September, 2009 to March, 2010	0.61	0.61
		Commissioner/ Additional Commissioner of Service Tax, Ahmedabad	April, 2011 to March, 2017	500.34	500.34
		High Court of Gujarat	April, 2004 to August, 2009	6.72	6.72
		Commissioner of Service Tax, Ahmedabad	April, 2009 to March, 2011	0.17	0.17
Income Tax Act, 1961	Income Tax	Income Tax Appellate Tribunal	AY 2011-12	43.57	43.57
		Commissioner of Income Tax (Appeal)	AY 2012-13 to AY 2016-17	82.24	58.69

There are no dues of Sales Tax, Excise Duty, Value Added Tax and Goods & Services Tax as on March 31, 2020 on account of disputes.

(viii) In our opinion and according to the information and explanations given to us, as at the reporting date, the Company has not defaulted in the repayment of loans or borrowings to financial institutions, banks and dues to debenture holders. The Company has not taken any loans from the government.

(ix) In our opinion and according to the information and explanations given to us, and overall examination of the balance sheet, monies raised by way of term loans have been applied by the Company during the year for the purposes for which they were raised, other than temporary deployment pending application of proceeds. The Company has not raised monies by way of initial public offer or further public offer (including debt instruments) during the year.

(x) To the best of our knowledge and according to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.

(xi) In our opinion and according to the information and explanations given to us, the Company has paid/ provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Companies Act, 2013.

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of paragraph 3 of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us and considering the legal opinion taken by the Company on applicability of Section 188(1)(d) of the Companies Act, 2013, in respect of loans given by the Company to its subsidiary companies, the Company is in compliance with Sections 188 and 177 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements etc. as required by the applicable accounting standards.

(xiv) During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of paragraph 3 of the Order is not applicable to the Company.

(xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or persons connected with him and hence provisions of Section 192 of the Companies Act, 2013 are not applicable.

(xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Kartikeya Raval
Partner
(Membership No. 106189)
(UDIN: 20106189AAAACQ2710)

Place : Ahmedabad
Date : May 05, 2020

Balance Sheet

as at March 31, 2020

₹ in crore

Particulars	Notes	As at March 31, 2020	As at March 31, 2019
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	3 (a)	10,182.22	8,985.37
Right-of-Use Assets	3 (b)	318.08	-
Capital Work-in-Progress		675.36	774.77
Goodwill	3 (c)	44.86	44.86
Other Intangible Assets	3 (d)	37.60	43.99
Financial Assets			
(i) Investments	4	15,603.89	13,455.48
(ii) Loans	6	10,094.50	8,116.87
(iii) Other Financial Assets	7	2,516.16	2,090.97
Deferred Tax Assets (net)	26	954.39	804.66
Other Non-Current Assets	8	967.44	832.30
		41,394.50	**35,149.27**
Current Assets			
Inventories	9	86.92	625.45
Financial Assets			
(i) Investments	10	11.89	501.11
(ii) Trade Receivables	5	1,519.62	1,552.31
(iii) Customers' Bill Discounted	5	613.05	357.75
(iv) Cash and Cash Equivalents	11	4,408.39	3,850.53
(v) Bank Balances other than (iv) above	11	35.78	18.95
(vi) Loans	6	1,571.00	3,056.98
(vii) Other Financial Assets	7	1,655.30	1,858.99
Other Current Assets	8	516.19	453.08
		10,418.14	**12,275.15**
Total Assets		**51,812.64**	**47,424.42**
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	12	406.35	414.19
Other Equity	13	19,458.82	20,077.48
Total Equity		**19,865.17**	**20,491.67**
Liabilities			
Non-Current Liabilities			
Financial Liabilities			
(i) Borrowings	14	24,637.75	18,082.13
(ii) Other Financial Liabilities	15	136.40	30.05
Other Non-Current Liabilities	16	625.52	688.27
		25,399.67	**18,800.45**
Current Liabilities			
Financial Liabilities			
(i) Borrowings	17	2,202.12	5,851.06
(ii) Customers' Bill Discounted	17	613.05	357.75
(iii) Trade and Other Payables	18		
- total outstanding dues of micro enterprises and small enterprises		0.58	0.15
- total outstanding dues of creditors other than micro enterprises and small enterprises		217.07	194.17
(iv) Other Financial Liabilities	15	2,334.00	1,297.29
Other Current Liabilities	16	1,136.49	383.84
Provisions	19	44.49	44.22
Current Tax Liabilities (net)	26	-	3.82
		6,547.80	**8,132.30**
Total Liabilities		**31,947.47**	**26,932.75**
Total Equity And Liabilities		**51,812.64**	**47,424.42**

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 05, 2020

For and on behalf of the Board of Directors

Gautam S. Adani
Chairman and Managing Director
DIN : 00006273

Rajesh S. Adani
Director
DIN : 00006322

Karan Adani
Wholetime Director and CEO
DIN: 03088095

Deepak Maheshwari
Chief Financial Officer
Place : Mumbai

Kamlesh Bhagia
Company Secretary

Place : Ahmedabad
Date : May 05, 2020

Statement of Profit and Loss

for the year ended March 31, 2020

₹ in crore

Particulars	Notes	For the year ended March 31, 2020	For the year ended March 31, 2019
INCOME			
Revenue from Operations	20	4,643.28	5,336.38
Other Income	21	2,902.97	2,342.90
Total Income		**7,546.25**	**7,679.28**
EXPENSES			
Operating Expenses	22	1,067.44	995.87
Employee Benefits Expense	23	224.61	230.89
Finance Costs	24		
Interest and Bank Charges		1,878.55	1,477.22
Derivative (Gain) (net)		(126.67)	(55.38)
Depreciation and Amortisation Expense	3	553.29	474.21
Foreign Exchange Loss (net)		1,581.71	445.35
Other Expenses	25	335.59	325.58
Total Expenses		**5,514.52**	**3,893.74**
Profit Before Exceptional Item and Tax		2,031.73	3,785.54
Exceptional Item	38	-	(121.90)
Profit Before Tax		**2,031.73**	**3,663.64**
Tax Expense:	26		
Current tax		367.25	779.57
Deferred tax		(269.77)	246.35
Total Tax Expense		**97.48**	**1,025.92**
Profit for the year	(A)	**1,934.25**	**2,637.72**
Other Comprehensive Income			
Items that will not be reclassified to profit or loss in subsequent periods:			
Re-measurement loss on defined benefit plans		(1.43)	(1.16)
Income tax impact		0.50	0.41
		(0.93)	**(0.75)**
Net Gains on FVTOCI Equity Investments		15.00	25.00
Income tax impact		(2.76)	(5.43)
		12.24	**19.57**
Total Other Comprehensive Income (net of tax)	(B)	**11.31**	**18.82**
Total Comprehensive Income for the year (net of tax)	(A)+(B)	**1,945.56**	**2,656.54**
Earnings per Share – (Face value of ₹ 2 each) Basic and Diluted (in ₹)	27	9.43	12.74

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 05, 2020

For and on behalf of the Board of Directors

Gautam S. Adani
Chairman and Managing Director
DIN : 00006273

Rajesh S. Adani
Director
DIN : 00006322

Karan Adani
Wholetime Director and CEO
DIN: 03088095

Deepak Maheshwari
Chief Financial Officer
Place : Mumbai

Kamlesh Bhagia
Company Secretary

Place : Ahmedabad
Date : May 05, 2020

Statement of Changes in Equity

for the year ended March 31, 2020

₹ in crore

Particulars	Equity Share Capital	Other Equity								Total
		Equity Component of Non-Cumulative Redeemable Preference shares	Reserve and Surplus						Other Comprehensive Income	
			Securities Premium	Foreign Currency Monetary item Translation Difference Account	Debenture Redemption Reserve	General Reserve	Capital Redemption Reserve	Retained Earnings		
Balance as at April 01, 2018	**414.19**	**165.88**	**2,535.70**	**(37.13)**	**661.71**	**2,260.87**	**-**	**12,138.35**	**143.69**	**18,283.26**
Profit for the year	-	-	-	-	-	-	-	2,637.72	-	2,637.72
Other Comprehensive income										
Re-measurement Loss on defined benefit plans (net of tax)	-	-	-	-	-	-	-	(0.75)	-	(0.75)
Net Gains on FVTOCI Equity Investments (net of tax)	-	-	-	-	-	-	-	-	19.57	19.57
Total Comprehensive income for the year	**-**	**-**	**-**	**-**	**-**	**-**		**2,636.97**	**19.57**	**2,656.54**
Foreign exchange gain / (loss) during the year	-	-	-	(153.47)	-	-	-	-	-	(153.47)
Amortised in statement of profit and loss	-	-	-	119.53	-	-	-	-	-	119.53
Dividend	-	-	-	-	-	-	-	(414.19)	-	(414.19)
Transfer to General Reserve	-	-	-	-	(315.00)	315.50	-	-	-	-
Transfer to Debenture Redemption Reserve	-	-	-	-	167.33	-	-	(167.33)	-	-
Balance as at March 31, 2019	**414.19**	**165.88**	**2,535.70**	**(71.07)**	**514.04**	**2,575.87**	**-**	**14,193.80**	**163.26**	**20,491.67**
Profit for the year	-	-	-	-	-	-	-	1,934.25	-	1,934.25
Other Comprehensive income										
Re-measurement loss on defined benefit plans (net of tax)	-	-	-	-	-	-	-	(0.93)	-	(0.93)
Net Gains on FVTOCI Equity Investments (net of tax)	-	-	-	-	-	-	-	-	12.24	12.24
Total Comprehensive income for the year	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**1,933.32**	**12.24**	**1,945.56**
Foreign exchange gain/ (loss) during the year	-	-	-	(16.79)	-	-	-	-	-	(16.79)
Amortised in statement of profit and loss	-	-	-	87.86	-	-	-	-	-	87.86
Dividend	-	-	-	-	-	-	-	(691.58)	-	(691.58)
Buyback of equity Shares (refer note 12(a)(ii))	(7.84)	-	(1,952.16)	-	-	-	-	-	-	(1,960.00)
Transaction costs for buyback	-	-	-	-	-	(10.72)	-	-	-	(10.72)
Transfer to Capital Redemption Reserve upon buyback (refer note 12(a)(ii))	-	-	-	-	-	(7.84)	7.84	-	-	-
Transfer to General Reserve	-	-	-	-	(162.49)	162.49	-	-	-	-
Pre-mature redemption of Preference Shares (refer note 12(b)(iii))	-	(14.17)	-	-	-	-	-	-	-	(14.17)
Gain on Pre-mature redemption of Preference Shares	-	-	-	-	-	-	-	18.52	-	18.52
Transfer to Debenture Redemption Reserve	-	-	-	-	125.65	-	-	(125.65)	-	-
Impact due to remeasurement of Deferred Tax (refer note 12(b)(ii))	-	14.82	-	-	-	-	-	-	-	14.82
Balance as at March 31, 2020	**406.35**	**166.53**	**583.54**	**-**	**477.20**	**2,719.80**	**7.84**	**15,328.41**	**175.50**	**19,865.17**

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 05, 2020

For and on behalf of the Board of Directors

Gautam S. Adani
Chairman and Managing Director
DIN : 00006273

Rajesh S. Adani
Director
DIN : 00006322

Karan Adani
Wholetime Director and CEO
DIN: 03088095

Deepak Maheshwari
Chief Financial Officer
Place : Mumbai

Kamlesh Bhagia
Company Secretary

Place: Ahmedabad
Date : May 05, 2020

Statement of Cash Flows

for the year ended March 31, 2020

₹ in crore

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
A. Cash Flows from Operating Activities		
Net profit before Tax	2,031.73	3,663.64
Adjustments for:		
Depreciation and Amortisation Expense	553.29	474.21
Unclaimed Liabilities / Excess Provision Written Back	(0.11)	(8.90)
Cost of assets transferred under Finance Lease	0.51	28.06
Recognition of Deferred Income under Long-Term Land Lease / Infrastructure Usage Agreements	(62.24)	(62.24)
Financial Guarantees	(2.71)	(6.96)
Amortisation of Government Grant	(0.09)	(0.10)
Finance Costs	1,878.55	1,477.22
Derivative (Gain) (net)	(126.67)	(55.38)
Effect of exchange rate change	1,650.76	405.65
De-recognition of accrued revenue (refer note 38)	-	121.90
Diminution in value of Investment (net)	-	0.41
Interest Income (Including for change in fair valuation)	(2,075.03)	(1,811.28)
Dividend Income	(702.84)	(423.65)
Net gain on sale of Current Investment	(27.11)	(28.67)
Amortisation of fair valuation adjustment on Security Deposit	1.72	7.49
(Gain)/ Loss on Sale/ Discard of Property, Plant and Equipment (net)	(8.36)	2.52
Operating Profit before Working Capital Changes	**3,111.40**	**3,783.92**
Adjustments for:		
Decrease in Trade Receivables	32.92	1,103.21
(Increase)/Decrease in Inventories	(24.36)	3.78
(Increase) in Financial Assets	(169.18)	(567.57)
(Increase) in Other Assets	(77.80)	(391.37)
(Decrease) in Provisions	(1.64)	(2.26)
Increase/(Decrease) in Trade and Other Payables	18.80	(19.23)
Increase in Financial Liabilities	55.46	41.13
Increase in Other Liabilities	752.34	62.34
Cash Generated from Operations	**3,697.94**	**4,013.95**
Direct Taxes (paid) (Net of Refunds)	(527.99)	(799.54)
Net Cash generated from Operating Activities	**3,169.95**	**3,214.41**
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)	(863.25)	(991.18)
Proceeds from Sale of Property, Plant and Equipment	77.40	14.64
Investments made in Subsidiaries/ Associates/Joint ventures	(2,623.45)	(4,972.19)
Redemption of investment in Subsidiary	500.20	950.00
Proceeds from sale of Investments	78.47	-
Redemption of Non-Convertible Redeemable Debentures	-	317.00
Deposit given against Commitments	(60.00)	(423.38)
Loans given	(36,842.70)	(23,838.72)
Loans received back	36,464.68	24,064.88
(Deposits in)/Proceeds from Bank Deposits (net) (including margin money deposits)	(17.03)	807.65
Proceeds from sale of Investments in Mutual Fund (net)	29.03	15.11
Sale of Investments in short-term Debentures and Commercial Papers (net)	492.00	48.00
Dividend Received	702.84	423.65
Interest Received	2,030.46	1,181.42
Net Cash (used in) Investing Activities	**(31.35)**	**(2,403.12)**

Statement of Cash Flows

for the year ended March 31, 2020

₹ in crore

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
C. Cash Flows from Financing Activities		
Proceeds from Non-Current Borrowings	11,427.07	11.41
Repayment of Non-Current Borrowings	(5,740.79)	(1,398.17)
Proceeds from Current Borrowings	6,772.41	2,645.86
Repayment of Current Borrowings	(6,833.05)	(1,537.72)
Net movement in Other Current Borrowings (maturity period less than 3 months)	(3,652.29)	4,807.05
Payment on buy-back of equity shares	(1,960.00)	-
Payment on redemption of preference shares (refer note 12 (b)(iii))	(12.40)	-
Transaction costs for buyback of equity shares	(10.72)	-
Interest & Finance Charges Paid	(1,858.37)	(1,535.74)
Repayment of lease liabilities	(1.20)	-
Loss on settlement/cancellation of derivative contracts	(20.47)	(23.46)
Payment of Dividend on Equity and Preference Shares	(690.93)	(413.99)
Net Cash (used in)/generated from Financing Activities	**(2,580.74)**	**2,555.24**
D. Net Increase in Cash and Cash Equivalents (A+B+C)	557.86	3,366.53
E. Cash and Cash Equivalents at the Beginning of the Year	3,850.53	484.00
F. Cash and Cash Equivalents at the End of the Year (refer note 11)	4,408.39	3,850.53
Components of Cash & Cash Equivalents (refer note 11)		
Cash on Hand	0.16	0.14
Balances with Scheduled Banks		
- In Current Accounts	4,408.23	3,735.39
- In Fixed Deposit Accounts	-	115.00
Cash and Cash Equivalents at the end of the year	**4,408.39**	**3,850.53**

Summary of significant accounting policies refer note 2.2

Notes:

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 (15) (c).

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 05, 2020

For and on behalf of the Board of Directors

Gautam S. Adani
Chairman and Managing Director
DIN : 00006273

Rajesh S. Adani
Director
DIN : 00006322

Karan Adani
Wholetime Director and CEO
DIN: 03088095

Deepak Maheshwari
Chief Financial Officer
Place : Mumbai

Kamlesh Bhagia
Company Secretary

Place: Ahmedabad
Date : May 05, 2020

Notes to the Standalone Financial Statements

for the year ended March 31, 2020

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, 2020. The Company is a public Company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. Its shares are listed on two recognised stock exchanges in India. The registered office of the Company is located at "Adani House", Mithakhali Six Roads, Navrangpura, Ahmedabad-380009.

The Company is in the business of development, operations and maintenance of port infrastructure (port services and related infrastructure development) and has linked multi product Special Economic Zone (SEZ) and related infrastructure contiguous to Port at Mundra. The initial port infrastructure facilities at Mundra including expansion thereof through development of additional port terminals and south port terminal infrastructure facilities are developed pursuant to the concession agreement with Government of Gujarat (GoG) and Gujarat Maritime Board (GMB) for 30 years period effective from February 17, 2001. At Mundra, the Company has expanded port infrastructure facilities through approved supplementary concession agreement (pending to be concluded) which will be effective till the year 2040, whereby port infrastructure has been developed at Wandh at Mundra to handle coal cargo. The said agreement is in the process of getting signed with GoG and GMB although Coal terminal at Wandh is recognised as commercially operational w.e.f February 01, 2011.

The first Container terminal facilities (CT-1) developed at Mundra, was transferred under sub-concession agreement entered into on January 07, 2003 between Mundra International Container Terminal Limited (MICTL) and the Company wherein the Company has given rights to MICTL to handle the container cargo for a period of 28 years i.e. up to February 17, 2031. The container terminal facilities developed at South Port location (CT-3) has been leased under approved sub concession agreement dated October 17, 2011 to (50:50) joint venture Company, Adani International Container Terminal Private Limited (AICTPL), co-terminate with main concession agreement with GMB. During the financial year 2017-18, the Company has entered into an arrangement with the Adani International Container Terminal Private Limited (AICTPL), a Joint Venture, to sub lease new terminal CT-3 Extension besides CT-3. The said terminal commenced operations w.e.f November 01, 2017. The said sub-concession agreement is pending to be concluded with GOG and GMB. Another container terminal facilities developed at South Port location (CT-4) has been leased to (50:50) joint venture Company, Adani CMA Mundra Terminal Private Limited (ACMTPL) (joint venture arrangement with CMA Terminals, France since July 30, 2014). The execution of sub-concession agreement between the Company, ACMTPL and GMB is pending as on date.

The Multi Product Special Economic Zone developed at Mundra by the Company along with port infrastructure facilities is approved by the Government of India vide their letter no. F-2/11/2003/EPZ dated April 12, 2006 and subsequently amended from time to time till date. The Company has also set up Free Trade and Warehousing Zone at Mundra based on approval of Ministry of Commerce and Industry vide letter no. F.1/16/2011-SEZ dated January 04, 2012. The Company has also set up additional Multi Product Special Economic Zone at Mundra Taluka over an area of 1,856 hectares as per approval from Ministry of Commerce and Industry vide approval letter dated April 24, 2015. The Company has received single notification consolidating all three notified SEZ in Mundra vide letter dated March 15, 2016 of Ministry of Commerce and Industry, Department of Commerce (SEZ Section).

The financial statements were authorised for issue in accordance with a resolution of the directors on May 05, 2020.

2 Basis of Preparation

2.1 The financial statements of the Company has been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.

Accounting policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in accounting policy as mentioned in note 2.2 (u) hitherto in use.

The financial statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value or revalued amount:

- Derivative financial instruments,
- Defined Benefit Plans – Plan Assets measured at fair value; and
- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments).

In addition, the financial statements are presented in INR and all values are rounded to the nearest crore (INR 00,00,000), except when otherwise indicated.

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

2.2 Summary of significant accounting policies

a) Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle; or
- Held primarily for the purpose of trading; or
- Expected to be realised within twelve months after the reporting period; or
- Cash and cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle; or
- It is held primarily for the purpose of trading; or
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities respectively.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash 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 recognised in profit or loss with the exceptions for which below treatment is given as per the option availed under Ind AS 101:

i. Exchange differences arising on long-term foreign currency monetary items related to acquisition of a property, plant and equipment (including funds used for projects work-in-progress) recognised in the Indian GAAP financial statements for the period ending immediately before the beginning of the first Ind AS financial reporting period i.e. March 31, 2016 are capitalised / decapitalised to cost of Property, Plant and Equipment and depreciated over the remaining useful life of the asset.

ii. Exchange differences arising on other outstanding Long-Term foreign currency monetary items recognised in the Indian GAAP financial statements for the period ending immediately before the beginning of the first Ind AS financial reporting period i.e. March 31, 2016 are accumulated in the "Foreign Currency Monetary Item Translation Difference Account" (FCMITDA) and amortised over the remaining life of the concerned monetary item or financial year 2019-20, whichever is earlier.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

c) Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data is available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Company's Management determines the policies and procedures for both recurring fair value measurement, such as derivative financial instruments and unquoted financial assets measured at fair value and for non-recurring fair value measurement, such as an assets under the scheme of business undertaking.

External valuers are involved for valuation of significant assets, such as business undertaking for transfer under the scheme and unquoted financial assets and financial liabilities, Involvement of external valuers is decided upon annually by the Management and in specific cases after discussion with and approval by the Company's Audit Committee. Selection criteria includes market knowledge, reputation, independence and whether professional standards are maintained. The Management decides, after discussions with the Company's external valuers, which valuation techniques and inputs to use for each case.

At each reporting date, the Management analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Company's accounting policies. For this analysis, the Management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The Management, in conjunction with the Company's external valuers, also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- Disclosures for valuation methods, significant estimates and assumptions (refer note 32.2 and 2.3)
- Quantitative disclosures of fair value measurement hierarchy (refer note 32.2)
- Investment in unquoted equity shares (refer note 4)
- Financial instruments (including those carried at amortised cost) (refer note 32.1)

d) Revenue recognition

Revenue 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 recognised.

Port Operation Services

Revenue from port operation services including cargo handling, storage, rail infrastructure and other ancillary port services are recognised in the accounting period in which the services are 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 recognised for the quantity that is the difference between annual agreed tonnage and actual quantity of cargo handled. The amount recognised as revenue is exclusive of goods & services tax where applicable.

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

Income in the nature of license fees / waterfront royalty and revenue share is recognised in accordance with terms and conditions of relevant service agreement with customers/sub-concessionaire.

Income towards infrastructure premium is recognised as revenue in the year in which the Company provides access to its common infrastructure.

Income from long-term leases
As a part of its business activity, the Company leases/ sub-leases of 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 recognises 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 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 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 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 recognised on completion of relevant activities under the contract and the transfer of control of the infrastructure when all significant risks and rewards of ownership in the infrastructure assets are transferred to the customer.

Income from SEIS
Income from Services Exports from India Scheme ('SEIS') incentives under Government's Foreign Trade Policy 2015-20 on the port services income is recognised based on effective rate of incentive under the scheme, provided no significant uncertainty exists for the measurability, realisation and utilisation of the credit under the scheme. The receivables related to SEIS licenses are classified as 'Other Non-Financial Assets'.

Interest income
For all financial assets measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit and loss.

Dividends
Revenue is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

Rental income
Rental income arising from operating leases on investment properties is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit and loss due to its operating nature.

e) Government Grants
Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised 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.

Notes to the Standalone Financial Statements

for the year ended March 31, 2020

f) Taxes

Tax expense comprises of current income tax and deferred tax.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax(including Minimum Alternate Tax (MAT)) is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantially enacted, at the reporting date.

Current income tax relating to items recognised outside the statement of profit and loss is recognised outside the statement of profit and loss (either in other comprehensive income (OCI) or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the balance sheet approach on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

In respect of taxable temporary differences associated with investments In subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient future taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is 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 the statement of profit and loss is recognised outside the statement of profit and loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

The Company recognises tax credits in the nature of Minimum Alternate Tax (MAT) credit as an asset only to the extent that there is sufficient taxable temporary difference /convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which tax credit is allowed to be carried forward. In the year in which the Company recognises tax credits as an asset, the said asset is created by way of tax credit to the statement of profit and loss. The Company reviews the such tax credit asset at each reporting date and writes down the asset to the extent the Company does not have sufficient taxable temporary difference /convincing evidence that it will pay normal tax during the specified period. Deferred tax includes MAT tax credit.

g) Property, Plant and Equipment (PPE)

Under the previous GAAP (Indian GAAP), fixed assets are stated at cost net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises the purchase price, borrowing costs (if capitalisation criteria are met) and other cost

Notes to the Standalone Financial Statements

for the year ended March 31, 2020

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 as deemed cost at the date of transition to Ind AS.

Property, Plant and Equipment and Capital work-in-progress are stated at cost. Such cost includes the cost of replacing parts of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in statement of profit 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.(as mentioned in note 1)
Marine Structure, Dredged Channel, Building RCC Frame Structure	50 Years as per concession agreement
Dredging Pipes – Plant and Machinery	1.5 Years
Nylon and Steel coated belt on Conveyor – Plant and 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

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 recognised is derecognised upon disposal or when no future economic benefits

Notes to the Standalone Financial Statements

for the year ended March 31, 2020

are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

h) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles are not capitalised and the related expenditure is reflected in statement of profit and loss in the period in which the expenditure is incurred.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

A summary of the policies applied to the Company's intangible assets is as follows:

Intangible Assets	Method of Amortisation	Estimated Useful life
Software applications	on straight-line basis	5 Years based on management estimate
Railway License	on straight-line basis	35 Years based on validity of license

i) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

j) Leases

The 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 transfers 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.

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

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 because 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. Lease liabilities has been presented under the head "Other Financial Liabilities". Lease liabilities has been presented under the head "Other Financial Liabilities".

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.

Company as a lessor

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

k) Inventories

Inventories are valued at lower of cost and net realisable value.

Stores and Spares: Valued at lower of cost and net realisable value. Cost is determined on a moving weighted average basis. Cost of stores and spares lying in bonded warehouse includes customs 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.

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year.

Impairment losses including impairment on inventories, are recognised in the statement of profit and loss.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

Goodwill is tested for impairment annually as at every year end and when circumstances indicate that the carrying value may be impaired.

Impairment is determined for goodwill by assessing the recoverable amount of CGU to which the goodwill relates. When the recoverable amount of the CGU is less than its carrying amount, an impairment loss is recognised. Impairment losses relating to goodwill cannot be reversed in future periods.

Intangible assets with indefinite useful lives are tested for impairment annually as at year end at the CGU level, as appropriate, and when circumstances indicate that the carrying value may be impaired.

m) Provisions, Contingent Liabilities and Contingent Assets

General

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the statement of profit and loss. Contingent liabilities are not recognised but disclosed unless the probability of an outflow of resources is remote. Contingent assets are disclosed where inflow of economic benefits is probable.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Operational Claim provisions

Provisions for operational claims are recognised when the service is provided to the customer. Further recognition is based on historical experience. The initial estimate of operational claim related cost is revised annually.

n) Retirement and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognises contribution payable to the provident fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid.

The Company operates a defined benefit gratuity plan in India, which requires contributions to be made to a separately administered fund. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to statement of profit and loss in subsequent periods.

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income.

Accumulated leave, which is expected to be utilised within the next twelve months, is treated as short-term employee benefits. The Company measures the expected cost of such absence as the additional amount that is expected to pay as a result of the unused estimate that has accumulated at the reporting date. The Company treats accumulated leave expected to be carried forward beyond twelve months as Long-Term compensated absences which are provided for based on actuarial valuation as at the end of the period. The actuarial valuation is done as per projected unit credit method. The Company presents the entire leave as a current liability in the balance sheet, since it does not have an unconditional right to defer it's settlement for twelve months after the reporting date.

o) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus in case of financial asset not recorded at fair 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 categorisation as at amortised cost or as FVTOCI, is classified as at FVTPL.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognised in the statement of profit and loss.

Equity investments

All equity investments in scope of Ind AS 109 are measured at fair value. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to 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 recognised 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 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.

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

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). This amount is reflected under the head " Other Expenses" in the P&L.

The balance sheet presentation for various financial instruments is described below:

Financial assets measured 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.

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

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 recognised in OCI. These gains/ loss are not subsequently transferred to P&L. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit 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.

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.

Notes to the Standalone Financial Statements

for the year ended March 31, 2020

p) Derivative financial instruments

Initial recognition and subsequent measurement

The Company uses derivative financial instruments, such as forward currency contracts, cross currency swaps, options, interest rate futures and interest rate swaps to hedge its foreign currency risks and interest rate risks, respectively. Such derivative financial instruments are initially recognised at fair value through profit or loss (FVTPL) on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivative financial instrument or on settlement of such derivative financial instruments are recognised in statement of profit and loss and are classified as Foreign Exchange (Gain) / Loss except those relating to borrowings, which are separately classified under Finance Cost.

q) Redeemable preference shares

Redeemable preference shares are separated into liability and equity component based on the terms of the contract.

On issuance of the redeemable preference shares, the fair value of the liability component is determined using a market rate for an equivalent non-convertible instrument. This amount is classified as a financial liability measured at amortised cost (net of transaction costs) until it is extinguished on redemption.

Transaction costs are apportioned between the liability and equity component of the redeemable preference shares based on the allocation of proceeds to the liability and equity 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.

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) New and amended standards adopted by the Company

The Company has applied the following standards and amendments for the first time for annual reporting period commencing from April 01, 2019.

i) Ind AS 116 Leases

Nature of the effect of adoption of Ind AS 116

Ind AS 116 supersedes Ind AS 17 Leases including its appendices (Appendix C of Ind AS 17 Determining whether an Arrangement contains a Lease, Appendix A of Ind AS 17 Operating Leases-Incentives and Appendix B of Ind AS 17 Evaluating the Substance of Transactions Involving the Legal Form of a Lease). The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases.

Lessor accounting under Ind AS 116 is substantially unchanged from Ind AS 17. Lessors will continue to classify leases as either operating or finance leases using similar principles as in Ind AS 17. Therefore, Ind AS 116 did not have an impact for leases where the Company is the lessor.

The Company adopted Ind AS 116 retrospectively with the cumulative effect of initially applying the standard at the date of initial application and applied the Standard to its leases on a prospective basis. The adoption of the standard did not have any material impact to the financial statements. The Company elected to use the transition practical expedient allowing the standard to be applied only to contracts that were previously identified as leases applying Ind AS 17 and Appendix C to Ind AS 17 at the date of initial application. The Company also elected to use the recognition exemptions for lease contracts that, at the commencement date, have a lease term of 12 months or less and do not contain a purchase option ('short-term leases') and lease contracts for which the underlying asset is of low value (low-value assets).

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

Nature of the effect of adoption of Ind AS 116
The Company has lease contracts for Land and Building. Before the adoption of Ind AS 116, the Company classified each of its leases (as lessee) at the inception date as either a finance lease or an operating lease. A lease was classified as a finance lease if it transferred substantially all of the risks and rewards incidental to ownership of the leased asset to the Company; otherwise it was classified as an operating lease. Finance leases were capitalised at the commencement of the lease at the inception date at fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments were apportioned between interest (recognised as finance costs) and reduction of the lease liability.

In an operating lease, the leased property was not capitalised and the lease payments were recognised as rent expense in profit or loss on a straight-line basis over the lease term. Any prepaid rent and accrued rent were recognised under Prepayments and Trade and other payables, respectively.

Upon adoption of Ind AS 116, the Company applied a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The standard provides specific transition requirements and practical expedients, which has been applied by the Company.

Leases previously classified as finance leases
The Company did not change the initial carrying amounts of recognised assets and liabilities at the date of initial application for leases previously classified as finance leases (i.e., the right-of-use assets and lease liabilities equal the lease assets and liabilities recognised under Ind AS 17). The requirements of Ind AS 116 was applied to these leases from April 01, 2019 and accordingly carrying amount of lease assets has been reclassified as RoU assets.

Leases previously accounted for as operating leases
The Company recognised right-of-use assets and lease liabilities for those leases previously classified as operating leases, except for short-term leases and leases of low-value assets. Lease liabilities were recognised based on the present value of the remaining lease payments, discounted using the incremental borrowing rate at the date of initial application. The right-of-use assets were recognised at amount equal to the lease liabilities, adjusted for any related prepaid and accrued lease payments previously recognised.

The operating lease commitments as of March 31, 2019 reconciled with lease liabilities as at April 01, 2019 as follows:

₹ in crore

Particulars	Amount
Operating lease commitments as at March 31, 2019	172.85
Weighted average incremental borrowing rate as at April 01, 2019	8.25%
Discounted operating lease commitments at April 01, 2019	94.85
Add:	
Commitments relating to leases previously classified as finance leases	6.86
Lease liabilities as at April 01, 2019	101.71

The difference between the future minimum lease rental commitments towards non-cancellable operating leases and finance leases reported as at March 31, 2019 compared to the lease liability as accounted as at April 01, 2019 is primarily due to inclusion of lease commitments for the cancellable term of the leases and reduction due to discounting of lease liabilities as per the requirement of Ind AS 116.

The Company has applied the following practical expedients on initial application:

- Applied a single discount rate to a portfolio of leases with reasonably similar characteristics
- Applied the exemption not to recognize right-of-use assets and liabilities for leases with less than 12 months of lease term on the date of initial application
- Excluded the initial direct costs from the measurement of the right-of-use asset at the date of initial application
- Applied the practical expedient provided by the standard when applying Ind AS 116 to leases previously classified as operating leases under Ind AS 17 and therefore, has not reassessed whether a contract, is or contains a lease, at the date of initial application.

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

The effect of adoption Ind AS 116 as at April 01, 2019 (increase/(decrease)) is as follows:

₹ in crore

Particulars	Amount
Assets	
Right-of-use assets	214.38
Reclassification*	
- To Right of use assets	56.60
- From Property, Plant and Equipment	(56.60)
Other Assets – Prepaid Expenses	(119.53)
Increase in total Assets	**94.85**
Liabilities	
Financial Liabilities – Lease Liabilities (Current + Non-Current)	94.85
Increase in total Liabilities	**94.85**

*Carrying amount of leases previously classified as finance lease under Ind AS 17 has been reclassified to RoU Assets.

Following is the movement in lease liabilities during the year:

₹ in crore

Particulars	Amount
As at April 01, 2019	**6.86**
Addition on account of adoption of Ind AS 116	94.85
Addition during the year	23.97
Interest Expenses	9.53
Payments	(10.73)
As at March 31, 2020	**124.48**

Following are the amounts recognised in statement of profit or loss:

₹ in crore

Particulars	For the year March 31, 2020
Depreciation expense of right-of-use assets	19.78
Interest expense on lease liabilities	9.53
Rent expense – short-term leases and leases of low value assets	4.29
Total amounts recognised in profit or loss	**33.60**

ii) **Ind AS 12 – Income Taxes – Appendix C, Uncertainty over Income Tax Treatments:-**

The amendment to Appendix C of Ind AS 12 specifies that the amendment is to be applied to the determination of taxable profit (or loss), tax bases, unused tax losses, unused tax credits and tax rates, when there is uncertainty over income tax treatments under Ind AS 12. According to the appendix, companies need to determine the probability of the relevant tax authority accepting each tax treatment, or group of tax treatments, that the companies have used or plan to use in their income tax filing which has to be considered to compute the most likely amount or the expected value of the tax treatment when determining taxable profit/loss, tax bases, unused tax losses, unused tax credits and tax rates. The standard permits two possible methods of transition – i) Full retrospective approach – Under this approach, Appendix C will be applied retrospectively to each prior reporting period presented in accordance with Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors, without using hindsight and ii) Retrospectively with cumulative effect of initially applying Appendix C recognised by adjusting equity on initial application, without adjusting comparatives. The standard became effective from April 01, 2019. The Company has adopted the standard on April 01, 2019 and has decided to adjust the cumulative effect in equity on the date of initial application i.e. April 01, 2019 if any without adjusting comparatives. The effect on adoption of Ind AS 12 Appendix C is insignificant in the standalone financial statements.

iii) **Amendment to Ind AS 12 – Income taxes**

The amendment relating to income tax consequences of dividend clarify that an entity shall recognise the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events. The adoption of the standard did not have any material impact to the financial statements. It is relevant to note that the amendment does not amend situations where the entity pays a tax on dividend which is effectively a portion of dividends paid to taxation authorities on behalf of shareholders. Such amount paid or payable to taxation authorities continues to be charged to equity as part of dividend in accordance with Ind AS 12.

Notes to the Standalone Financial Statements

for the year ended March 31, 2020

iv) **Amendment to Ind AS 19 – Employee benefit – plan amendment, curtailment or settlement**

The amendments require an entity to use updated assumptions to determine current service cost and net interest for the remainder of the period after a plan amendment, curtailment or settlement; and to recognise in profit or loss as part of past service cost, or a gain or loss on settlement, any reduction in a surplus, even if that surplus was not previously recognised because of the impact of the asset ceiling. The adoption of the standard did not have any material impact to the financial statements.

2.3 Significant accounting judgements, estimates and assumptions

The preparation of the Company's Ind AS 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.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Impairment of 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).

Taxes

Deferred tax (including MAT Credits) assets are recognised for unused tax credits to the extent that it is probable that taxable profit will be available against which the credits can be utilised. Significant management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies. Further details on taxes are disclosed in note 26.

Defined benefit plans (gratuity benefits)

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. The underlying bonds are further reviewed for quality. Those having excessive credit spreads are excluded from the analysis of bonds on which the discount rate is based, on the basis that they do not represent high quality corporate bonds.

The mortality rate is based on publicly available mortality tables for the specific countries. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates for the respective countries. Further details about gratuity obligations are given in note 28.

Fair value measurement

In measuring the fair value of certain assets and liabilities for financial reporting purpose, the Company uses market observable data to the extent available. Where such Level 1 inputs are not available, the Company engages third party qualified valuers to establish appropriate valuation techniques and inputs to the model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. Refer note 32 for further disclosures.

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

Provision for Decommissioning Liabilities

The management of the Company has estimated that there is no contractual and probable decommissioning liability under the condition / terms of the concession agreement with the GMB.

Depreciation/ amortisation and useful lives of property plant and equipment/ intangible assets

Property, plant and equipment/ intangible assets are depreciated/ amortised over their estimated useful lives, after taking into account estimated residual value. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation / amortisation to be recorded during any reporting period. The useful lives and residual values are based on the Company's historical experience with similar assets and take into account anticipated technological changes. The depreciation / amortisation for future periods is revised if there are significant changes from previous estimates.

3. Property, Plant and Equipment, Right-of-Use Assets, Other Intangible Assets and Goodwill

Note 3(a) Property, Plant and Equipment

₹ in crore

Particulars	Freehold Land	Buildings, Roads and Civil Infrastructure	Computer Hardware	Leasehold land	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 01, 2018	**426.95**	**1,578.92**	**34.19**	**65.36**	**304.37**	**35.68**	**2,167.98**	**31.76**	**17.85**	**2,240.08**	**1,324.32**	**277.21**	**-**	**23.07**	**896.89**	**9,424.63**
Additions	121.23	486.52	20.90	-	6.77	24.65	453.31	100.78	3.41	240.15	0.58	8.86	-	-	2.55	1,469.71
Deductions/Adjustment	-	(10.72)	-	-	(2.78)	(0.08)	(5.77)	-	(0.54)	-	(29.22)	-	-	(5.05)	(0.02)	(54.18)
Exchange difference	-	30.11	-	-	1.03	0.17	48.40	0.30	-	8.06	44.04	7.34	-	-	15.21	154.66
As at March 31, 2019	**548.18**	**2,084.83**	**55.09**	**65.36**	**309.39**	**60.42**	**2,663.92**	**132.84**	**20.72**	**2,488.29**	**1,339.72**	**293.41**	**-**	**18.02**	**914.63**	**10,994.82**
Additions	26.24	124.21	26.10	-	18.16	23.90	777.97	49.13	2.32	77.21	566.32	2.08	233.56	-	73.12	2,000.32
Deductions/Adjustment	(0.51)	-	(0.80)	-	-	-	(90.39)	-	(0.80)	-	-	-	(211.26)	-	(17.14)	(320.90)
Reclassified on account of adoption of Ind AS 116 (refer note (3)(b))	-	-	-	(65.36)	-	-	-	-	-	-	-	-	-	-	-	(65.36)
Exchange difference	-	13.56	-	-	-	-	30.15	-	-	5.83	22.12	3.32	-	-	13.59	88.57
As at March 31, 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**
Accumulated Depreciation																
As at April 01, 2018	**-**	**328.85**	**21.61**	**5.44**	**48.63**	**15.33**	**532.47**	**7.34**	**9.71**	**103.62**	**90.35**	**94.98**	**-**	**6.41**	**263.21**	**1,527.95**
Depreciation for the year	-	83.39	6.18	3.32	15.85	7.89	176.62	5.45	2.80	45.30	32.19	20.99	-	1.74	89.43	491.15
Deductions/(Adjustment)	-	(1.14)	-	-	-	(0.04)	(1.86)	-	(0.46)	-	(4.65)	-	-	(1.49)	(0.01)	(9.65)
As at March 31, 2019	**-**	**411.10**	**27.79**	**8.76**	**64.48**	**23.18**	**707.23**	**12.79**	**12.05**	**148.92**	**117.89**	**115.97**	**-**	**6.66**	**352.63**	**2,009.45**
Depreciation for the year	-	86.23	10.51	-	16.41	12.55	216.81	15.29	2.66	50.69	32.36	21.42	0.05	1.62	88.01	554.61
Reclassified on account of adoption of Ind AS 116 (refer note (3)(b))	-	-	-	(8.76)	-	-	-	-	-	-	-	-	-	-	-	(8.76)
Deductions/(Adjustment)	-	-	(0.73)	-	-	-	(29.44)	-	(0.70)	-	-	-	-	-	(9.20)	(40.07)
As at March 31, 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**
Net Block																
As at March 31, 2019	548.18	1,673.73	27.30	56.60	244.91	37.24	1,956.69	120.05	8.67	2,339.37	1,221.83	177.44	-	11.36	562.00	8,985.37
As at March 31, 2020	**573.91**	**1,725.27**	**42.82**	**-**	**246.66**	**48.59**	**2,487.05**	**153.89**	**8.23**	**2,371.72**	**1,777.91**	**161.42**	**22.25**	**9.74**	**552.76**	**10,182.22**

i) Depreciation of ₹ 37.59 crore (previous year ₹ 31.46 crore) relating to the project assets has been allocated to Capitalisation / Capital Work-in-Progress.

ii) Freehold Land includes land development cost of ₹ 12.56 crore (previous year ₹ 12.56 crore).

iii) Plant and Equipment includes cost of Water Pipeline amounting to ₹ 3.37 crore (Gross) (previous year ₹ 3.37 crore), accumulated depreciation ₹ 1.98 crore (previous year ₹ 1.59 crore) which is constructed on land not owned by the Company.

iv) Buildings includes 612 residential flats (previous year 612 flats) and a hostel building valuing ₹ 130.75 crore (Gross) (previous year ₹ 130.75 crore), accumulated depreciation ₹ 13.18 crore (previous year ₹ 10.49 crore) at Samudra Township, Mundra, which are pending to be registered in Company's name.

v) As a part of concession agreement for development of port and related infrastructure at Mundra the Company has been allotted land on lease basis by Gujarat Maritime Board (GMB). The Company has recorded rights in the GMB Land at present value of future annual lease payments in the books and classified the same as lease hold land. On adoption of Ind AS 116 same has been classified to Right-of-Use Assets.

vi) Land development cost on leasehold land includes costs incurred towards reclaimed land of ₹ 180.18 crore (Gross) (previous year ₹ 180.18 crore), accumulated depreciation ₹ 45.51 crore (previous year ₹ 36.83 crore). The cost has been estimated by the management, being cost allocated out of the dredging activities approximate the actual cost.

vii) Reclaimed land measuring 1,093.53 hectare are pending to be registered in the name of the Company.

viii) Project Assets includes dredgers and earth moving equipments.

ix) Freehold and Lease Hold Land includes Land given on Operating Lease Basis:

Gross Block as at March 31, 2020 : ₹ 6.71 crore (previous year : ₹ 6.71 crore) Accumulated Depreciation as at March 31, 2020 : ₹ 0.30 crore (previous year : ₹ 0.24 crore)
Net Block as at March 31, 2020 : ₹ 6.41 crore (previous year : ₹ 6.47 crore)

x) Refer footnote to notes 14 and 17 for security / charges created on property, plant and equipment.

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

Note 3(b) Right-of-Use Assets

₹ in crore

Particulars	Land	Building	Total
Cost			
Recognition on Initial application of Ind AS 116 as at April 01, 2019 (refer note 2.2 (u)(i))	153.96	60.42	214.38
Reclassified on account of adoption of Ind AS 116	56.60	-	56.60
Addition during the year	66.88	-	66.88
As at March 31, 2020	**277.44**	**60.42**	**337.86**
Accumulated Depreciation			
Depreciation for the year	14.12	5.66	19.78
As at March 31, 2020	**14.12**	**5.66**	**19.78**
Net Block			
As at March 31, 2020	**263.32**	**54.76**	**318.08**

Note 3(c) Other Intangible Assets

₹ in crore

Particulars	Software	Railway License	Total
Cost			
As at April 01, 2018	**29.55**	**-**	**29.55**
Additions	38.39	5.00	43.39
Transfer / Capitalised from CWIP	-	-	-
As at March 31, 2019	**67.94**	**5.00**	**72.94**
Additions	10.10	-	10.10
Transfer / Capitalised from CWIP	-	-	-
As at March 31, 2020	**78.04**	**5.00**	**83.04**
Accumulated Amortisation			
As at April 01, 2018	**14.43**	**-**	**14.43**
Amortisation for the year	14.49	0.03	14.52
As at March 31, 2019	**28.92**	**0.03**	**28.95**
Amortisation for the year	16.35	0.14	16.49
As at March 31, 2020	**45.27**	**0.17**	**45.44**
Net Block			
As at March 31, 2019	39.02	4.97	43.99
As at March 31, 2020	**32.77**	**4.83**	**37.60**

Note 3(d) Goodwill

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Carrying value at the beginning	44.86	44.86
Carrying value at the end	44.86	44.86

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

4 Non-Current Investments

₹ in crore

Particulars	March 31, 2020	March 31, 2019
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	250.00	235.00
5,50,000 (previous year 5,50,000) fully paid Equity Shares of ₹ 10 each of Mundra Solar Technopark Private Limited	0.94	0.94
50,000 (previous year 50,000) fully paid Equity Shares of ₹ 10 each of Mundra LPG Terminal Private Limited (refer note (g) below)	0.05	0.05
50,000 (previous year 50,000) fully paid Equity Shares of ₹ 10 each of Adani Dhamra LPG Terminal Private Limited (refer note (g) below)	0.05	0.05
1,000 (previous year 1,000) fully paid Equity Shares of AUD 1 each of Mundra Port Pty. Limited	*-	*-
Total FVTOCI Investment	**251.04**	**236.04**
In Equity Shares of subsidiaries (valued at cost)		
65,50,00,000 (previous year 32,50,00,000) fully paid Equity Shares of ₹ 10 each of Adani Logistics Limited (refer note (e) below)	722.33	384.91
25,61,53,846 (previous year 25,61,53,846) fully paid Equity Shares of ₹ 10 each of Adani Petronet (Dahej) Port Private Limited	256.15	256.15
24,50,000 (previous year 24,50,000) fully paid Equity Shares of ₹ 10 each of Mundra SEZ Textile and Apparel Park Private Limited	2.45	2.45
4,50,00,000 (previous year 4,50,00,000) fully paid Equity Shares of ₹ 10 each of Karnavati Aviation Private Limited (refer note (e) below)	62.95	62.95
1,31,35,000 (previous year 1,31,35,000) fully paid Equity Shares of ₹ 10 each of MPSEZ Utilities Private Limited (refer note (e) below)	52.53	52.53
11,58,88,500 (previous year 11,58,88,500) fully paid Equity Shares of ₹ 10 each of Adani Murmugao Port Terminal Private Limited (refer note b (ii) below)	115.89	115.89
35,00,000 (previous year 35,00,000) fully paid Equity Shares of ₹ 10 each of Mundra International Airport Private Limited (refer note (e) below)	3.86	3.86
71,54,70,000 (previous year 71,54,70,000) fully paid Equity Shares of ₹ 10 each of Adani Hazira Port Private Limited (refer note (a) below)	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)	0.69	0.65
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 Private Limited	0.05	0.05
19,99,56,250 (previous year 19,99,56,250) fully paid Equity Shares of ₹ 10 each of Adani Vizhinjam Port Private Limited	199.96	199.96
13,50,50,000 (previous year 13,50,50,000) fully paid Equity Shares of ₹ 10 each of Shanti Sagar International Dredging Private Limited (refer note (e) below)	142.40	142.40
114,80,00,000 (previous year 114,80,00,000) fully paid Equity Shares of ₹ 10 each of The Dhamra Port Company Limited (refer note (a) and (e) below)	2,808.44	2,808.44
1,01,000 (previous year 1,01,000) fully paid Equity Shares of AUD 1 each of Abbot Point Operations Pty. Limited (refer note (e) below)	12.85	12.85

Notes to the Standalone Financial Statements

for the year ended March 31, 2020

₹ in crore

Particulars	March 31, 2020	March 31, 2019
5,76,92,155 (previous year 5,76,92,155) Equity Shares of ₹ 10 each of The Adani Harbour Services Private Limited	106.26	106.26
Nil (previous year 2,00,000) Equity Shares of ₹ 10 each of Adani Total Private Limited (Formerly known as Adani Petroleum Terminal Private Limited)	-	0.20
50,000 (previous year 50,000) Equity Shares of ₹ 10 each of Madurai Infrastructure Private Limited (Formerly know as Mundra LPG Infrastructure Private Limited)	0.05	0.05
11,850 (previous year 11,850) fully paid Equity Shares of ₹ 100 each of Adinath Polyfills Private Limited (Acquisition of Controlling Interest in Equity Shares of Company)	38.51	38.51
4,900 (previous year 4,900) fully paid Equity Shares of ₹ 10 each of Dholera Infrastructure Private Limited	*-	*-
50,000 (previous year 50,000) Equity Shares of ₹ 10 each of Mundra International Gateway Terminal Private Limited	0.05	0.05
38,80,00,000 (previous year 38,80,00,000) Equity Shares of ₹ 10 each of Marine Infrastructure Developer Private Limited (refer note (i) below)	388.00	388.00
50,000 (previous year 50,000) Equity Shares of ₹ 10 each of Adani Bhavanapadu Port Private Limited (refer note (j) below)	0.05	0.05
50,000 (previous year Nil) Equity Shares of ₹ 10 each of Adani Tracks Management Services Private Limited (refer note (k) below)	0.05	-
1,000 (previous year 1,000) Equity Shares of SGD 1 each of Adani International Terminals Pte Limited (refer note (e) below)	6.36	3.68
50,000 (previous year Nil) Equity Shares of ₹ 10 each of Adani Pipelines Private Limited (refer note (k) below)	0.05	-
5,50,000 (previous year Nil) Equity Shares of BDT 10 each of Adani Bangladesh Ports Private Limited (refer note (k) below)	0.47	-
6,000 (previous year 6,000) Equity Shares of USD 1 each of Adani Mundra Port Holding Pte Limited (refer note (e) and (j) below)	0.06	0.04
	6,049.31	**5,708.78**
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 (a) and (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**
Investment in Cumulative Convertible Debentures of subsidiary (valued at cost)		
245,70,00,000 (previous year 245,70,00,000) 7.5% Cumulative Convertible Debentures of ₹ 10 each of The Dhamra Port Company Limited	2,457.00	2,457.00
Investment in Perpetual Non-Cumulative Non-convertible Debentures of subsidiaries (valued at cost) (refer note (f) below)		
Nil (previous year 50,00,00,000) 7.5% Unsecured Perpetual Non-Cumulative Non-Convertible Debentures of ₹ 10 each of Adani Kattupalli Port Private Limited	-	500.00
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

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Investment in Perpetual Debt of subsidiaries (valued at cost) (refer note (f) below)		
Adani Logistics Limited	2,820.00	1,261.05
Madurai Infrastructure Private Limited (formerly known as Mundra LPG Infrastructure Private Limited)	233.93	-
Marine Infrastructure Developer Private Limited	500.00	-
	15,712.17	**13,563.76**
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)
	15,603.89	**13,455.48**

* Figures being nullified on conversion to ₹ in crore.

Notes:

a) Number of Shares pledged with banks against borrowings by the respective companies are as per below.

Particulars	No. of Shares Pledged	
	March 31, 2020	March 31, 2019
Subsidiary Companies		
(i) Adani Hazira Port Private Limited	19,50,00,000	19,50,00,000
(ii) The Dhamra Port Company Limited	34,44,00,000	34,44,00,000
Joint Venture		
(i) Adani International Container Terminal Private Limited	16,13,04,540	16,13,04,540
(ii) Adani CMA Mundra Terminal Private Limited	3,02,82,922	3,02,82,922
Others		
(i) Mundra Port Pty. Limited	-	1,000
	73,09,87,462	**73,09,88,462**

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 previous financial year, on account of certain positive developments resulting into improved efficiency, the Consultation Notice issued by port authority was withdrawn. 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) The carrying amounts of long-term investments in equity shares of wholly-owned subsidiary companies viz. Adani Kandla Bulk Terminal Private Limited ("AKBTPL") and Adani Murmugao Port Terminal Private Limited ("AMPTPL") aggregates to ₹ 235.94 crore as at March 31, 2020 and Long-Term loans include loans given to AKBTPL and AMPTPL aggregating to ₹ 1,753.79 crore (including interest accrued ₹ 138.22 crore) as at March 31, 2020. The said individual subsidiary Company have incurred losses in the recent years and individually have negative net worth which aggregate ₹ 671.55 crore as at March 31, 2020. The Company has been providing financial support to these entities to meet its financial obligations, as and when required in the form of loans, which are recoverable at the end of the concession period associated with these subsidiaries. AKBTPL has received relaxation in the form of rationalisation on revenue share on storage income from the Port Trust in accordance with guidelines from Ministry of Shipping ("MoS"). AMPTPL has applied for similar rationalisation as it believes that the project meets the criteria prescribed in the guidelines and anticipates a positive outcome to its application.

The Company has determined the recoverable amounts of its investments and loans in these subsidiaries as at March 31, 2020 by considering a discounted cash flow model. This valuation is based on significant estimates & judgements to be made by the management as regards the benefits of the rationalisation on revenue received on one subsidiary and the relaxation expected for the other subsidiary, the short-term implication expected to arise from the COVID-19 event, as well as with respect to cargo traffic, port tariffs, inflation, discount rates, revenue share on income which have

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

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

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Opening Balance	236.04	210.94
Add: Loss of control of subsidiary	-	0.10
Fair value Gain recognised in Other Comprehensive Income	15.00	25.00
Closing Balance	**251.04**	**236.04**

e) Value of Deemed Investment accounted in subsidiaries and joint ventures in terms of fair valuation under Ind AS 109

₹ in crore

Particulars	March 31, 2020	March 31, 2019
i) Adani Logistics Limited	67.24	59.82
ii) Karnavati Aviation Private Limited	17.95	17.95
iii) MPSEZ Utilities Private Limited	0.02	0.02
iv) Mundra International Airport Private Limited	0.36	0.36
v) Adani Hospitals Mundra Private Limited	0.39	0.35
vi) Shanti Sagar International Dredging Private Limited	7.35	7.35
vii) The Dhamra Port Company Limited	65.76	65.76
viii) Abbot Point Operations Pty. Limited	12.34	12.34
ix) Adani International Terminals Pte Limited	6.36	3.68
x) Adani Mundra Port Holdings Pte Limited	0.02	-
xi) Adani International Container Terminal Private Limited	11.57	11.57
xii) Adani CMA Mundra Terminal Private Limited	4.48	4.48
	193.84	**183.68**

f) Investment in Perpetual Non-Cumulative Non-convertible Debenture/ Perpetual Debt is redeemable/ payable at issuer's option and can be deferred indefinitely.

g) During the previous year, pursuant to issuance of new equity shares by Adani Dhamra LPG Terminal Private Limited ("ADLTPL") and Mundra LPG Terminal Private Limited ("MLTPL") to Adani Trading Services LLP on a private placement basis on December 29, 2018, these companies (ADLTPL & MLTPL) had ceased to be subsidiaries of the Company. With regards to loss of control of the subsidiary subsequently, the investment has since been classified at Fair Value through OCI.

h) Aggregate amount of unquoted investments as at March 31, 2020 ₹ 15,603.89 crore (previous year ₹ 13,455.48 crore).

i) During the previous year, Company had acquired 97% stake in equity shares of Marine Infrastructure Developer Private Limited ("MIDPL"). MIDPL is in the business of development, operations and maintenance of port infrastructure (port services and related infrastructure development) and related infrastructure contiguous to port. Consequent to the said transaction, MIDPL had become a subsidiary of the Company w.e.f. June 28, 2018.

j) During the previous year, Adani Bhavanapadu Port Private Limited and Adani Mundra Port Holding Pte Limited had been incorporated as wholly-owned subsidiary of the Company as on May 21, 2018 and October 30, 2018 respectively.

k) Adani Tracks Management Services Private Limited, Adani Pipelines Private Limited and Adani Bangladesh Ports Private Limited have been incorporated as a wholly-owned subsidiaries of the Company on July 31, 2019, December 12, 2019 and February 17, 2020 respectively.

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

5 Trade Receivables

(Unsecured, unless otherwise stated)

₹ in crore

Particulars	Current portion	
	March 31, 2020	March 31, 2019
Trade Receivables		
- Considered Good	2,176.11	1,943.79
Less: Allowances for expected credit loss due to increase in credit risk	(43.44)	(33.73)
	2,132.67	**1,910.06**
Customers' Bill Discounted (refer note (c) below)	613.05	357.75
Other Trade Receivable	1,519.62	1,552.31
Total Receivables	**2,132.67**	**1,910.06**

Refer note 30 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 30-180 days although the Company provide extended credit period with interest between 8% to 15% considering business and commercial arrangements with the customers including with the related parties. Receivable of ₹ Nil (previous year ₹ 0.43 crore) are contractually collectable on deferred basis.

c) The Carrying amounts of the trade receivables include receivables amounting to ₹ 613.05 crore (previous year ₹ 357.75 crore) which are subject to a bills discounting arrangement. Under this arrangement, the Company has transferred the relevant receivables to the bank / financial institution in exchange of cash and is prevented from selling or pledging the receivables. The Cost of bill discounting is to the customer's account as per the arrangement. However, the Company has retained late payment and credit risk. The Company therefore continues to recognise the transferred assets in their entirety in its balance sheet. The amount repayable under the bills discounting arrangement is presented as unsecured borrowing in note 17.

6 Loans

(Unsecured, unless otherwise stated)

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Loans to Related Parties				
Considered Good (refer note 4 (b)(ii))	10,094.50	8,116.87	336.86	2,148.81
Credit impaired (refer note 4 (b)(i))	196.10	-	8.92	205.02
Loan to others				
Considered Good (refer note below)	-	-	1,234.14	908.17
Credit impaired	-	-	0.05	0.05
	10,290.60	**8,116.87**	**1,579.97**	**3,262.05**
Less: Allowances for doubtful loans	(196.10)	-	(8.97)	(205.07)
	10,094.50	**8,116.87**	**1,571.00**	**3,056.98**

Note:

Loans to others include inter-corporate deposits aggregating ₹ 1,234.14 crore (previous year ₹ 732.10 crore) (Including renewals on due dates) to third parties. These deposits are given at prevailing market interest rates. The inter-corporate deposits have been approved by the Finance committee of the Board of Directors and subsequently noted by the Board of Directors of the Company.

Repayment of loans given to these parties along with interest thereon have been guaranteed by way of undertaking obtained from one of the promoter owned entity, in the event of default by the said companies to pay the dues.

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

7 Other Financial Assets

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Security deposit (refer note 34 (i))				
Considered good	761.16	666.13	113.58	115.04
Considered doubtful	-	-	7.27	7.27
	761.16	**666.13**	**120.85**	**122.31**
Less: Allowances for Doubtful Deposit	-	-	(7.27)	(7.27)
	761.16	**666.13**	**113.58**	**115.04**
Loans and advances to Employees	1.97	1.77	1.96	2.08
Lease Receivable (refer note below)	1,577.07	1,397.23	40.77	52.52
Margin money deposits (refer note 11)	0.20	-	-	-
Interest Accrued	95.16	25.84	1,450.42	1,542.01
Receivable against Sale of Investment	-	-	5.26	84.17
Non-Trade receivable	-	-	1.74	3.62
Derivatives instruments / Forward Contracts Receivable	80.60	-	39.21	57.67
Gratuity Assets (refer note 28)	-	-	2.36	1.88
	2,516.16	**2,090.97**	**1,655.30**	**1,858.99**

Note: 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, 2020		March 31, 2019	
	Gross Investment in the lease	Present Value of MLPR	Gross Investment in the lease	Present Value of MLPR
Within one year	148.74	124.23	176.01	166.76
After one year but not later than five years	623.23	441.28	513.16	389.40
More than five years	3,221.64	1,052.33	3,015.90	893.59
Total minimum lease receivables	**3,993.61**	**1,617.84**	**3,705.07**	**1,449.75**
Less: Amounts representing finance charges	(2,375.77)	-	(2,255.32)	-
Present value of minimum lease receivables	**1,617.84**	**1,617.84**	**1,449.75**	**1,449.75**

8 Other Assets

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Capital advances (refer note (a) & (b) below)				
Secured, considered good	21.69	34.35	-	-
Unsecured, considered good	239.78	279.94	-	-
Unsecured, doubtful	10.59	10.59	-	-
	272.06	**324.88**	**-**	**-**
Less: Allowances for doubtful advance	(10.59)	(10.59)	-	-
	261.47	**314.29**	**-**	**-**
Balance with Government Authorities	4.50	4.50	88.11	41.67
Prepaid Expenses	11.36	132.61	16.17	4.21
Accrued Income	-	-	53.77	63.48
Contract Assets (refer note (c) below)	-	-	51.13	50.05
Advances recoverable other than in cash				
To related party	237.10	237.10	119.86	120.20
To others	-	-	38.90	28.25
Export benefit and other receivables	120.56	105.87	148.25	145.22
Taxes recoverable (net of provision) (refer note 26)	332.45	37.93	-	-
	967.44	**832.30**	**516.19**	**453.08**

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

Notes:

a) Capital advance includes ₹ 100.78 crore (previous year ₹ 97.10 crore) paid to various private parties and government authorities towards purchase of land.

b) The Company has received bank guarantees of ₹ 21.69 crore (previous year ₹ 34.35 crore) against capital advances.

c) Contract assets are the right to receive consideration in exchange for services transferred to the customer. Contract assets are initially recognised for revenue earned from port operation services as receipt of consideration is conditional on successful completion of services. Upon completion of services and acceptance by the customer, the amounts recognised as contract assets are reclassified to financial assets.

9 Inventories

(At lower of Cost and Net realisable value)

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Stores and Spares, Fuel and Lubricants	86.92	62.56
Project work-in-progress	-	562.89
	86.92	**625.45**

10 Current Investments

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Unquoted mutual funds (valued at fair value through profit and loss)		
2,50,000 units (previous year 2,50,000 units) of ₹ 10 each in HDFC Mutual Fund	0.25	0.25
Nil (previous year 8,781 units) of ₹ 2,929 each in SBI Mutual Fund	-	2.57
48,465 units (previous year 48,465 units) of ₹ 2,402 (previous year ₹ 2,267) each in IDFC Cash Fund	11.64	10.99
Investment in Commercial Papers (CP) (valued at amortised cost)		
Commercial Papers of ECAP Equities Limited (refer note below)	-	432.30
Investment in Debentures (valued at amortised cost)		
Nil (previous year 550) 9.55 % Non-Convertible Redeemable Debentures of ₹ 10,00,000 each of J M Financial Products Limited	-	55.00
	11.89	**501.11**
Aggregate carrying value of unquoted Mutual Funds	11.89	13.81
Aggregate net assets value of unquoted Mutual Funds	11.89	13.81
Aggregate carrying value of unquoted investment in Commercial Papers and Debentures	-	487.30

Note: Investments in commercial papers of ECAP Equities Limited was rated A1+ during the previous year.

11 Cash and Bank Balances

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Cash and Cash Equivalents				
Balances with banks:				
Balance in current accounts	-	-	4,408.23	3,735.39
Deposits with original maturity of less than three months	-	-	-	115.00
Cash on hand	-	-	0.16	0.14
	-	**-**	**4,408.39**	**3,850.53**
Other Bank Balances				
Deposits with maturity over 3 months but less than 12 months	-	-	-	3.88
In Current Accounts (earmarked for Unpaid Dividend)	-	-	1.73	1.08
Margin Money Deposits (refer note below)	0.20	-	34.05	13.99
	0.20	**-**	**35.78**	**18.95**
Amount disclosed under Non-Current Financial Assets (refer note 7)	(0.20)	-	-	-
	-	**-**	**4,444.17**	**3,869.48**

Note: Margin Money Deposits aggregating to ₹ 34.25 crore (previous year ₹ 13.99 crore) are pledged / lien against bank guarantees, letter of credit and other credit facilities.

Notes to the Standalone Financial Statements

for the year ended March 31, 2020

12 Equity Share Capital

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Equity share capital		
Authorised share capital		
4,97,50,00,000 (previous year 4,97,50,00,000) Equity Shares of ₹ 2 each	995.00	995.00
	995.00	**995.00**
Issued, subscribed and fully paid-up share capital		
2,03,17,51,761 (previous year 2,07,09,51,761) fully paid up Equity Shares of ₹ 2 each	406.35	414.19
	406.35	**414.19**

a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting year

Equity Shares	March 31, 2020		March 31, 2019	
	No.	₹ in crore	No.	₹ in crore
At the beginning of the year	2,07,09,51,761	414.19	2,07,09,51,761	414.19
(Less): Shares bought back (refer note (ii)below)	(3,92,00,000)	(7.84)	-	-
Outstanding at the end of the year	**2,03,17,51,761**	**406.35**	**2,07,09,51,761**	**414.19**

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) During the year, the Company has bought-back of 3,92,00,000 Equity Shares at a price of ₹ 500 per equity share from eligible shareholders of the Company on a proportionate basis through Tender Offer route in accordance with the provisions of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 and the Companies Act, 2013 and rules made thereunder.

b) Equity Component of Non-Cumulative Redeemable Preference shares

Particulars	March 31, 2020		March 31, 2019	
	No.	₹ in crore	No.	₹ in crore
At the beginning of the year	28,11,037	165.88	28,11,037	165.88
Less: Pre-mature redemption of Preference shares (refer note iii below)	(3,09,213)	(14.17)	-	-
Add: Impact due to remeasurement of Deferred Tax (refer note ii below)	-	14.82	-	-
Outstanding at the end of the year	**25,01,824**	**166.53**	**28,11,037**	**165.88**

i) Terms of Non-Cumulative Redeemable Preference shares
The Company has outstanding 25,01,824 (previous year 28,11,037) 0.01 % Non-Cumulative Redeemable Preference Shares ('NCRPS') of ₹ 10 each issued at a premium of ₹ 990 per share. Each holder of preference shares has a right to vote only on resolutions placed before the Company which directly affects the right attached to preference share holders. These shares are redeemable on March 28, 2024 at an aggregate premium of ₹ 247.68 crore (previous year ₹ 278.29 crore) (equivalent to ₹ 990.00 per share).

In the event of liquidation of the Company, the holder of NCRPS (before redemption) will have priority over equity shares in the payment of dividend and repayment of capital. The preference shares carry fixed dividend which is non-discretionary.

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

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 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.

(ii) Pursuant to the Taxation Law (Amendment) Ordinance, 2019 ("Ordinance") issued by Ministry of Law and Justice (Legislative Department) on September 20, 2019 effective from April 01, 2019, Company has re-measured the outstanding deferred tax liability that is expected to be reversed in future. Accordingly, an amount ₹ 14.82 crore have been adjusted in Other Equity.

iii) Company has redeemed 3,09,213 Non-Cumulative Redeemable Preference Shares of ₹ 10 each issued at premium of ₹ 990 per share prior to its maturity at net present value discounted @ 8%.

c) Details of shareholders holding more than 5% shares in the Company

Equity Shares	March 31, 2020		March 31, 2019	
	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	39.34%	81,27,65,189	39.25%
ii) Adani Tradeline LLP (Formerly, known as Parsa Kente Rail Infra LLP)	13,81,93,549	6.80%	14,05,12,153	6.78%
Non-Cumulative Redeemable Preference Shares of ₹ 10 each fully paid up				
Gujarat Ports Infrastructure and Development Co. Limited (refer note 12 (b) iii)	-	-	3,09,213	11.00%
Priti G. Adani	5,00,365	20.00%	5,00,365	17.80%
Shilin R. Adani	5,00,364	20.00%	5,00,364	17.80%
Pushpa V. Adani	5,00,365	20.00%	5,00,365	17.80%
Ranjan V. Adani	5,00,455	20.00%	5,00,455	17.80%
Suvarna M. Adani	5,00,275	20.00%	5,00,275	17.80%
	25,01,824	**100.00%**	**28,11,037**	**100.00%**

13 Other Equity

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Equity Component of Non-Cumulative Redeemable Preference shares		
Opening Balance	165.88	165.88
Add: Impact due to remeasurement of Deferred Tax (refer note 12 (b) (ii))	14.82	-
Less: Pre-mature redemption of Preference Share	(14.17)	-
Closing Balance	**166.53**	**165.88**

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Securities Premium		
Opening Balance	2,535.70	2,535.70
Less: Premium paid on buyback of equity shares	(1,952.16)	-
Closing Balance	**583.54**	**2,535.70**

Note:- Securities premium represents the premium received on issue of shares over and above the face value of equity shares. Such amount is available for utilisation in accordance with the provisions of the Companies Act, 2013.

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

₹ in crore

Particulars	March 31, 2020	March 31, 2019
General Reserve		
Opening Balance	2,575.87	2,260.87
Add: Transfer from Debenture Redemption Reserve	162.49	315.00
Less: Transaction costs for buyback	(10.72)	-
Less: Transfer to Capital Redemption Reserve upon buyback	(7.84)	-
Closing Balance	**2,719.80**	**2,575.87**

Note: The general reserve is used from time to time to transfer profit from retained earnings for apportion purposes. As the general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve will not be reclassified subsequently to statement of profit and loss.

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Debenture Redemption Reserve (DRR)		
Opening Balance	514.04	661.71
Add: transferred from retained earnings	125.65	167.33
Less: transferred to General Reserve	(162.49)	(315.00)
Closing Balance	**477.20**	**514.04**

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.

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Capital Redemption Reserve (CRR)		
Opening Balance	-	-
Add: Transferred from General Reserve on account of buyback of shares	7.84	-
	7.84	**-**

Note: As per Companies Act, 2013, Capital redemption reserve is created when Company purchases its own shared 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.

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Foreign Currency Monetary Item Translation Difference Account		
Opening Balance	(71.07)	(37.13)
Add: Foreign exchange Gain/(Loss) during the year	(16.79)	(153.47)
Less: Amortised in statement of profit and loss	87.86	119.53
Closing Balance	**-**	**(71.07)**

Note: Exchange differences arising on outstanding Long-Term foreign currency monetary items applied towards Long-Term assets (other than depreciable assets) recognised in the Indian GAAP financial statements for the period ending immediately before the beginning of the first Ind AS financial reporting period i.e. March 31, 2016 are accumulated in the "Foreign Currency Monetary Item Translation Difference Account" (FCMITDA) and amortised over the remaining life of the concerned monetary item or financial year 2019-20 whichever is earlier.

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Retained Earnings		
Opening Balance	14,193.80	12,138.35
Add: Profit for the year	1,934.25	2,637.72
Less: Dividend on Shares	(691.58)	(414.19)
Less: Transfer to Debenture Redemption Reserve	(125.65)	(167.33)
Add: Gain on pre-mature redemption of Preference Share	18.52	-
(Less): Re-measurement (losses) on defined benefit plans (net of tax)	(0.93)	(0.75)
Closing Balance	**15,328.41**	**14,193.80**

Note: The portion of profits not distributed among the shareholders are termed as retained earnings. The Company may utilise 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.

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Other Comprehensive Income		
Opening Balance	163.26	143.69
Add: Change in fair value of FVTOCI Equity Investments (net of tax)	12.24	19.57
Closing Balance	**175.50**	**163.26**

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	**19,458.82**	**20,077.48**

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Distribution made and proposed		
Cash Dividend on Equity Share declared and paid		
Final Dividend for the year ended March 31, 2019 and March 31, 2018 (₹ 0.20 per share and ₹ 2 per share)	41.42	414.19
Interim Dividend for the year ended March 31, 2020 and March 31, 2019 (₹ 3.20 per share and ₹ Nil)	650.16	-
Dividend Distribution Tax*	-	-
	691.58	**414.19**

* The Company declared a final dividend of ₹ 0.20 per share amounting to ₹ 41.42 crore and Interim dividend of ₹ 3.20 per share amounting to ₹ 650.16 crore. During the year Company has also received dividend of ₹ 694.84 crore from two of its Subsidiary Companies. Hence the liability of payment of Dividend Distribution Tax (DDT) does not arise on the Company as the Company had entitlement of credit of Dividend Distribution Tax paid by its subsidiaries.

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Proposed Dividend on Equity Shares		
Final Dividend for the year ended March 31, 2020 ₹ Nil (Final Dividend for the previous year was decided ₹ 0.20 per share in the board meeting scheduled on June 04, 2019)	-	41.42
Dividend Distribution Tax	-	8.51
	-	**49.93**
Cash Dividend on Preference Share declared and paid		
Dividend @ 0.01 % on Non-Cumulative Redeemable Preference Shares	*-	*-
Dividend Distribution Tax	*-	*-
Proposed Dividend on Preference Shares		
Dividend @ 0.01 % on Non-Cumulative Redeemable Preference Shares	*-	*-
Dividend Distribution Tax	*-	*-

*- Figure nullified in conversion of ₹ in crore.

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

Proposed dividend on equity shares are subject to approval at Annual General Meeting and are not recognised as a liability (including dividend distribution tax thereon).

14 Non-Current Borrowings

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Debentures				
2,520 (previous year 2,520) 9.35% Non-Convertible Redeemable Debentures of ₹ 10,00,000 each Secured (Redeemable on July 04, 2026) (refer note (c) below)	251.39	251.32	-	-
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)	1,585.88	1,584.36	-	-
10,000 (previous year 10,000) 8.22% Non-Convertible Redeemable Debentures of ₹ 10,00,000 each Secured (Redeemable ₹ 333.30 crore on March 07, 2025, ₹ 333.30 crore on March 07, 2026 and ₹ 333.40 crore on March 08, 2027) (refer note (c) below)	1,000.00	1,000.00	-	-
13,000 (previous year 13,000) 8.24% Non-Convertible Redeemable Debentures of ₹ 10,00,000 each Secured (Redeemable ₹ 433.30 crore on November 29, 2024, ₹ 433.30 crore on November 29, 2025 and ₹ 433.40 crore on November 27, 2026) (refer note (d) below)	1,300.00	1,300.00	-	-
2,000 (previous year 2,000) 9.35% Non-Convertible Redeemable Debentures of ₹ 10,00,000 each Secured. (Redeemable ₹ 100 crore on May 26, 2023 and ₹ 100 crore on May 27, 2026) (refer note (a) below)	198.49	198.25	-	-
4,940 (previous year 4,940) 10.50% Non-Convertible Redeemable Debentures of ₹ 10,00,000 each Secured (Redeemable at three annual equal instalments commencing from February 25, 2021) (refer note (a) below)	329.33	494.00	164.67	-
400 (previous year 400) 10.50% Non-Convertible Redeemable Debentures of ₹ 10,00,000 each Secured (Redeemable in 4 quarterly equal instalments on December 27, 2020, March 27, 2021, June 27, 2021, and September 27, 2021) (refer note (b) below)	19.82	39.40	19.83	-
Nil (previous year 1,500) 9.05% Non-Convertible Redeemable Debentures of ₹ 10,00,000 each Secured (Redeemed on May 22, 2019) (refer note (a) below)	-	-	-	150.00
Nil (previous year 5,000) 9.05% Non-Convertible Redeemable Debentures of ₹ 10,00,000 each Secured. (Redeemed on April 10, 2019) (refer note (a) below)	-	-	-	499.96
2,800 (previous year Nil) 7.5% Non-Convertible Redeemable Debentures of ₹ 10,00,000 each Secured. (Redeemable ₹ 70 crore on April 23, 2021 and ₹ 210 crore on June 15, 2021) (refer note (f) below)	280.00	-	-	-
Preference Shares Liability Component of Compound Financial Instrument - 0.01% Non-Cumulative Redeemable Preference shares (unsecured) (refer note 12 (b))	97.09	99.94	-	-

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Term loans				
Foreign currency loans:				
From banks (secured) (refer note (g) and (h))	72.59	119.33	54.57	51.20
From banks (unsecured) (refer note (j) (vi))	-	1,098.52	1,204.82	-
4.375% Foreign Currency Bond priced at 238 basis points over the 10 years US Treasury Note (unsecured) (refer note (j) (iv))	5,620.14	-	-	-
4.00 % Foreign Currency Bond priced at 195 basis points over the 10 years US Treasury Note (unsecured) (refer note (j) (iii))	3,740.27	3,407.75	-	-
3.375% Foreign Currency Bond priced at 150 basis points over the 5 years US Treasury Note (unsecured) (refer note (j) (v))	4,883.40	-	-	-
3.95% Foreign Currency Bond priced at 189 basis points over the 5 years US Treasury Note (unsecured) (refer note (j) (ii))	3,771.82	3,436.93	-	-
3.50% Foreign Currency Bond priced at 195 basis points over the 5 years US Treasury Note (unsecured) (refer note (j) (i))	-	4,495.08	-	-
Rupee Loan				
Term Loan from Financial institutions (unsecured) (refer note (j) (viii))	1.20	3.64	2.44	2.30
Rupee Term loan from Bank (Secured) (refer note (i))	1,486.33	-	-	-
Foreign currency letters of credit				
From banks (unsecured) (refer note (j) (vii))	-	553.61	-	-
	24,637.75	**18,082.13**	**1,446.33**	**703.46**
The above amount includes				
Secured borrowings	6,523.83	4,986.66	239.07	701.16
Unsecured borrowings	18,113.92	13,095.47	1,207.26	2.30
Amount disclosed under the head Other Current Financial Liabilities (refer note 15)	-	-	(1,446.33)	(703.46)
	24,637.75	**18,082.13**	**-**	**-**

Notes:

a) Debentures include Secured Non-Convertible Redeemable Debentures amounting to ₹ 692.49 crore (previous year ₹ 1,342.21 crore) which are secured by first pari passu charge on all the immovable and movable assets of Multi-purpose Terminal, Terminal-II and Container Terminal – II project assets. ₹ 750 crore (7,500 debentures of ₹ 10,00,000/- each) were bought back on March 29, 2019 based on the resolution passed by the board at its meeting held on March 18, 2019.

b) Debentures include Secured Non-Convertible Redeemable Debentures aggregating to ₹ 39.65 crore (previous year ₹ 39.40 crore) which are secured by exclusive mortgage and charge on entire Single Point Mooring (SPM) facilities serving Indian Oil Corporation Limited - Mundra and the first charge over receivables from Indian Oil Corporation Limited.

c) Debentures include Secured Non-Convertible Redeemable Debentures aggregating to ₹ 1,251.39 crore (previous year ₹ 1,251.32 crore) which are secured by first pari passu charge on all the movable and immovable assets pertaining to coal terminal project assets at Wandh.

d) Debentures include Secured Non-Convertible Redeemable Debentures aggregating to ₹ 1,300.00 crore (previous year ₹ 1,300.00 crore) which are secured by first pari passu charge on specified assets of certain subsidiary companies' arrangements as per Debenture Trust Deed.

e) Debentures include Secured Non-Convertible Redeemable Debentures aggregating to ₹ 1,585.88 crore (previous year ₹ 1,584.36) are secured by first pari passu charge on specified assets of one of the subsidiary companies' arrangements as per Debenture Trust Deed.

f) Debentures include Secured Non-Convertible Redeemable Debentures aggregating to ₹ 280.00 crore (previous year ₹ Nil) are secured by first pari

Notes to the Standalone Financial Statements

for the year ended March 31, 2020

passu charge on all the movable and immovable assets pertaining to coal terminal project assets at Mundra.

g) Foreign currency loans aggregating to ₹ 91.42 crore (previous year ₹ 120.11 crore) carries interest @ 6 months Euribor plus 95 basis point. The above loan is repayable in 5 Semi-annually equal instalment from the balance sheet date. The loan is secured by exclusive charge on the Dredgers procured under the facility.

h) Foreign currency loans aggregating to ₹ 35.74 crore (previous year ₹ 50.43 crore) carries interest @ 6 months Euribor plus 75 basis point. The loan is repayable in 4 semi annually equal instalments from the balance sheet date. The loan is secured by exclusive charge on the Cranes purchased under the facility.

i) Rupee term loan amounting to ₹ 1,486.33 crore (previous year ₹ Nil) carries interest @ 1 month Treasury Bill Rate plus spread of 2.58% with floor of 7.65%, with Bullet repayment in the year 2022, Rupee Loan to be secured by exclusive charge on identified assets. The Company is in process of creating charge on the same

j) Unsecured Loan:

  i) 5 years Foreign Currency Bond of USD 650 million equivalent to ₹ Nil (previous year ₹ 4,495.08 crore) carried interest @ 3.50 % p.a. and same has been pre paid during the current year.

  ii) 5 years Foreign Currency Bond of USD 500 million equivalent to ₹ 3,771.82 crore (previous year ₹ 3,436.93 crore) carries interest rate at 3.95% p.a. with bullet repayment in the year 2022.

  iii) 10 years Foreign Currency Bond of USD 500 million equivalent to ₹ 3,740.27 crore (previous year ₹ 3,407.75) carries interest rate at 4.00% p.a. with bullet repayment in the year 2027.

  iv) 10 years Foreign Currency Bond of USD 750 million equivalent to ₹ 5,620.14 crore (previous year ₹ Nil) carries interest rate at 4.375% p.a. with bullet repayment in the year 2029.

  v) 5 years Foreign Currency Bond of USD 650 million equivalent to ₹ 4,883.40 crore (previous year ₹ Nil) carries interest rate at 3.375% p.a. with bullet repayment in the year 2024.

  vi) Foreign Currency Loan aggregating to ₹ 1,204.82 crore (previous year ₹ 1,098.52 crore) carries interest at 3 months Libor plus 1.25%. With bullet repayment in the year 2021.

  vii) Foreign currency letters of credit aggregating to ₹ Nil (previous year ₹ 553.61 crore) carries interest at 3 months Libor plus basis point in range of 50 to 65 and 3 to 12 months Euribor plus basis point in range of 65 to 75. Same has been repaid during the current year.

  viii) Rupee Term Loan aggregating to ₹ 3.64 crore (previous year ₹ 5.94 crore) carries interest ranging from 4.56 % p.a. to 7.95 % p.a. repayment beginning from May 2018 and having last repayment date on November 2021.

15 Other financial liabilities

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Current maturities of Long-Term borrowings (refer note 14)	-	-	1,446.33	703.46
Derivatives Instruments	-	10.88	-	18.10
Capital creditors and retention money	3.51	4.87	368.02	162.16
Other payables (including discounts etc)	-	-	168.41	126.07
Lease liabilities (refer note (a), (b) below and 2.2 (u)(i))	121.54	6.71	2.94	0.15
Unpaid Dividends#	-	-	1.03	1.08
Interim Dividend Payable	-	-	0.70	-
Interest accrued but not due on borrowings	-	-	319.90	273.72
Deposit from Customers	1.49	1.41	23.93	10.84
Financial Guarantees	9.86	6.18	2.74	1.71
	136.40	**30.05**	**2,334.00**	**1,297.29**

Not due for credit to "Investors Education & Protection Fund".

Notes:

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.

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

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, 2020						
Minimum Lease Payments	10.32	52.23	156.01	218.56	(94.08)	124.48
Finance charge allocated to future periods	7.38	36.52	50.18	94.08	-	-
Present Value of MLP	2.94	15.71	105.83	124.48	-	124.48
March 31, 2019						
Minimum Lease Payments	0.71	3.27	7.50	11.48	(4.62)	6.86
Finance charge allocated to future periods	0.56	2.10	1.96	4.62	-	-
Present Value of MLP	0.15	1.17	5.54	6.86	-	6.86

c) 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

Particular	Borrowings (including Current Maturities) and Interest accrued but not due	Lease Liabilities	Unpaid Dividend on Equity (including Interim dividend) and Preference Shares	Derivative Contract	Buyback of equity shares and expense upon buyback	Pre-mature redemption of Preference Shares	Total
April 01, 2018	**20,423.02**	**-**	**0.88**	**106.17**	**-**	**-**	**20,530.07**
Cash Flows	2,992.69	-	(413.99)	(23.46)	-	-	2,555.24
Foreign Exchange Movement	735.79	-	-	-	-	-	735.79
Change in Fair Value	(4.37)	-	-	-	-	-	(4.37)
Charged to P&L during the period	1,477.22	-	-	(55.38)	-	-	1,421.84
Dividend recognised during the period	-	-	414.19	-	-	-	414.19
Customer Bills discounted during the period	(356.22)	-	-	-	-	-	(356.22)
March 31, 2019	**25,268.13**	**-**	**1.08**	**27.33**	**-**	**-**	**25,296.54**
Adjustment due to adoption of Ind AS 116 -Leases	-	125.68	-	-	-	-	125.68
Cash Flows	114.98	(1.20)	(690.93)	(20.47)	(1,970.72)	(12.40)	(2,580.74)
Foreign Exchange Movement	1,714.09	-	-	-	-	-	1,714.09
Change in Fair Value	(11.90)	-	-	-	-	-	(11.90)
Charged to P&L during the period	1,878.55	-	-	(126.67)	-	-	1,751.88
Charged to other equity	-	-	-	-	1,970.72	12.40	1,983.12
Dividend recognised during the period	-	-	691.58	-	-	-	691.58
Customer Bills discounted during the period	255.30	-	-	-	-	-	255.30
March 31, 2020	**29,219.15**	**124.48**	**1.73**	**(119.81)**	**-**	**-**	**29,225.55**

Notes to the Standalone Financial Statements

for the year ended March 31, 2020

16 Other Liabilities

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Advance from customers (refer note 38)	-	-	731.91	65.90
Deposits from customers	-	-	11.34	15.43
Statutory liability	-	-	43.58	60.41
Unearned Income under land lease/ Infrastructure usage agreements	623.66	685.90	62.24	62.24
Deferred Income on fair valuation of Deposit taken	1.15	1.26	-	-
Deferred Government Grant (refer note (i) below)	0.71	0.80	-	-
Unearned revenue – others	-	-	65.91	65.88
Contract Liabilities (refer note (ii) below)	-	0.31	221.51	113.98
	625.52	**688.27**	**1,136.49**	**383.84**

Notes:

i) Movement in Deferred Government Grant

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Opening Balance	0.80	0.90
Amortisation during the year	(0.09)	(0.10)
Closing Balance	**0.71**	**0.80**

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.

17 Current Borrowings

₹ in crore

	March 31, 2020	March 31, 2019
Short-term borrowings from banks (unsecured) (refer note (f) and (g))	800.00	-
Suppliers credit from bank (unsecured) (refer note (a))	-	95.35
Packing Credit Foreign Currency Loan from bank (unsecured) (refer note (b))	-	172.89
Packing Credit Rupee Loan from bank (unsecured) (refer note (e))	400.00	-
Commercial paper (unsecured) (refer note (c))	294.12	5,496.82
Inter Company deposit from a subsidiary (unsecured) (refer note (d) below and 30)	708.00	86.00
	2,202.12	**5,851.06**
Customers' Bill Discounted (unsecured) (refer note 5(c))	613.05	357.75
	2,815.17	**6,208.81**

Notes:

a) Suppliers bills accepted under letters of credit aggregating to ₹ Nil (previous year ₹ 95.35 crore) carries interest @ 8.22% p.a.

b) Packing Credit foreign currency Loan aggregating to ₹ Nil (previous year ₹ 172.89 crore) carries interest at 1 Month Libor plus 75 basis point is repaid in August 2019.

c) Commercial Paper (CP) aggregating ₹ 294.12 crore (previous year ₹ 5,496.82 crore) carries interest rate in range of 6.60% to 8.50 % p.a. The CP has maturity period of 1 to 6 months.

d) Short-term borrowing from subsidiary ₹ 708 crore (previous year ₹ 86 crore) carries interest rate @ 7.50 % is repayable in March, 2021.

e) Packing Credit rupee currency Loan aggregating to ₹ 400 crore (previous year ₹ Nil) carries interest rate @ 6.25% monthly payable is repayable in July 2020.

Notes to the Standalone Financial Statements

for the year ended March 31, 2020

f) Short-term loan borrowing (STL) amounting to ₹ 400 crore (previous year ₹ Nil) carrying interest rate @ 9% monthly payable is repayable in June 2020.

g) Short-term loan borrowing (STL) amounting to ₹ 400 crore (previous year ₹ Nil) carrying interest rate @ 7.25% monthly payable linked to repo rate is repayable in July 2020.

h) Factored receivables of ₹ 613.05 crore (previous year ₹ 357.75 crore) have recourse to the Company and interest liability on amount of bill discounted is borne by the customer. The maturity period of the transfer is 1 to 12 months period.

18 Trade and other payables

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Total outstanding dues of micro enterprises and small enterprises (refer note 33)	0.58	0.15
Total outstanding dues of creditors other than micro enterprises and small enterprises	217.07	194.17
	217.65	**194.32**
Dues to related parties included in above		
Trade payables	57.94	50.57

19 Provisions

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Provision for Employee Benefits		
Provision for Compensated Absences	15.06	14.79
	15.06	**14.79**
Other Provision		
Provision for operational claims (refer note below)	29.43	29.43
	29.43	**29.43**
	44.49	**44.22**

Note:

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Opening Balance	29.43	33.67
Less : Utilised / (Settled) during the year	-	(4.24)
Closing Balance	**29.43**	**29.43**

Note: Operational Claims are the expected claims against outstanding receivables made/to be made by the customers towards shortages of stock, handling losses, damages to the cargo, storage and other disputes. The probability and the timing of the outflow/adjustment with regard to above depends on the ultimate settlement / conclusion with the respective customer.

20 Revenue from Operations

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Revenue from Contract with Customers (refer note (a) below)		
Income from Port Operations (Including Port Infrastructure Services)	4,312.74	4,367.18
	4,312.74	**4,367.18**
Lease, Upfront Premium and Deferred Infrastructure Income (refer note (b) and (c) below)	135.84	780.40
Income from Export Incentives (Service Export from India Scheme)	163.84	139.24
Other Operating Income	30.86	49.56
	4,643.28	**5,336.38**

Notes to the Standalone Financial Statements

for the year ended March 31, 2020

Notes:

a) Reconciliation of revenue recognised with contract price:

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Contract Price	4,532.70	4,497.14
Adjustment for:		
Refund Liabilities	(211.73)	(158.82)
Change in value of Contract Assets	1.08	29.40
Change in value of Contract Liabilities	(9.31)	(0.54)
Revenue from Contract with Customers	**4,312.74**	**4,367.18**

b) The Company has given various assets on finance lease to various parties. These leases have terms end between 11 and 30 years. The lease agreements entered are non-cancellable. There is no contingent rent, no sub-leases and no restrictions imposed by the lease arrangements. All land leases include a clause to enable upward revision of the rental charge every three to five years upto 20%. The Company has also received one-time income of upfront premium ranging from ₹ 1,500 to ₹ 5,500 per sq. mtr for use of common infrastructure by the parties. Such one-time income of upfront premium is non-refundable. Income of ₹ 42.87 crore (previous year ₹ 718.16 crore) including upfront premium of ₹ 21.80 crore (previous year ₹ 86.38 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. These lease arrangements range for a period between 5 and 60 years. Most of the leases are renewable for further period on mutually agreeable terms.

The total future minimum lease rentals receivable at the Balance Sheet date is as under:

₹ in crore

Particulars	March 31, 2020	March 31, 2019
i) Not later than one year	18.98	18.47
ii) Later than one year and not later than five years	81.15	79.08
iii) Later than five years	391.68	412.76

Company has recognised income from operating leases of ₹ 19.58 crore (previous year ₹ 18.54 crore)

21 Other Income

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Interest Income on		
Bank Deposits, Inter Corporate Deposits, Security Deposit, Finance Lease etc.	2,041.23	1,726.96
Customers dues	33.80	84.32
Dividend income on non-current Investments	702.84	423.65
Unclaimed liabilities / excess provision written back	0.11	8.90
Scrap sale	3.62	17.46
Net gain on Sale of Current Investments	27.11	28.67
Profit on sale / discard of Property, Plant and Equipment (net)	8.36	-
Financial Guarantee Income	2.71	6.96
Amortisation of Government Grant (refer note 16 (i))	0.09	0.10
Miscellaneous Income	83.10	45.88
	2,902.97	**2,342.90**

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

22 Operating Expenses

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Cargo handling / other charges to Contractors (net of reimbursements)	359.42	326.08
Customer Claims (including Expected Credit Loss)	9.71	32.13
Railway Service Charges	162.45	121.56
Tug and Pilotage Charges	5.57	3.36
Maintenance Dredging	35.88	34.87
Other expenses including Customs Establishment Charges	1.99	2.43
Repairs to Plant & Equipment	89.00	88.11
Stores & Spares consumed	67.25	78.61
Repairs to Buildings	6.30	5.88
Power & Fuel	94.16	93.32
Waterfront Charges	220.61	181.46
Cost of assets transferred under Finance Lease	15.10	28.06
	1,067.44	**995.87**

23 Employee Benefits Expense

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Salaries, Wages and Bonus	197.14	206.39
Contribution to Provident and Other Funds	9.88	8.77
Gratuity Expenses (refer note 28)	2.84	2.48
Staff Welfare Expenses	14.75	13.25
	224.61	**230.89**

24 Finance Costs

₹ in crore

Particulars	March 31, 2020	March 31, 2019
a) Interest and Bank Charges		
Interest on		
Debentures and Bonds	1,167.90	1,048.89
Loans, Buyer's Credit etc.	675.75	419.31
Lease Liabilities (refer note 2.2 (u) (i))	9.53	-
Others	-	7.42
Bank and other Finance Charges	25.37	1.60
	1,878.55	**1,477.22**
b) (Gain) on Derivatives / Swap Contracts (net)	(126.67)	(55.38)
	1,751.88	**1,421.84**

25 Other Expenses

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Rent Expenses (refer note 2.2 (u) (i))	4.29	13.26
Rates and Taxes	2.64	4.47
Insurance	7.85	5.88
Advertisement and Publicity	3.10	4.48
Other Repairs and Maintenance	17.96	15.78
Legal and Professional Expenses	61.29	52.05
Corporate Support Service Fee	53.14	57.22
IT Support Services	11.97	9.01
Payment to Auditors (refer note (a) below)	1.39	1.15
Security Service Charges	17.75	17.96
Communication Expenses	17.78	9.47
Electric Power Expenses	3.85	3.90
Travelling and Conveyance	44.28	53.33

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Directors Sitting Fee	0.38	0.27
Commission to Non-executive Directors	0.63	0.36
Charity & Donations (refer note (b) below)	75.61	72.50
Loss on sale / discard of Property, Plant and Equipment (net)	-	2.52
Miscellaneous Expenses	11.68	1.97
	335.59	**325.58**

Notes:

a) Payment to Auditors

₹ in crore

Particulars	March 31, 2020	March 31, 2019
As auditor:		
Audit fee	0.76	0.75
Limited review	0.35	0.22
In other capacity:		
Certification fees	0.08	0.09
Other services*	1.20	0.07
Reimbursement of expenses	-	0.02
	2.39	**1.15**

***Note:** Professional fee of ₹ 1.00 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 for the year ended March 31, 2020 .

b) Details of Expenditure on Corporate Social Responsibilities

As per Section 135 of the Companies Act, 2013, a Company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are eradication of hunger and malnutrition, promoting education, art and culture, healthcare, destitute care and rehabilitation, environment sustainability, disaster relief and rural development projects. A CSR committee has been formed by the Company as per the Act. The funds were primarily allocated to a corpus and utilised through the year on these activities which are specified in Schedule VII of the Companies Act, 2013.

(i) Gross amount required to Spent during the year ₹ 69.27 crore (previous year ₹ 68.37 crore)

(ii) Amount spent during the year ended:

₹ in crore

Particulars	In cash	Yet to be paid in cash	Total
March 31, 2020			
i) Construction/acquisition of any asset	-	-	-
ii) On purposes other than (i) above	69.50	-	69.50
Total	**69.50**	**-**	**69.50**
March 31, 2019			
i) Construction/acquisition of any asset	-	-	-
ii) On purposes other than (i) above	68.37	-	68.37
Total	**68.37**	**-**	**68.37**

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

26 Income Tax

The major component of income tax expenses for the year ended March 31, 2020 and March 31, 2019 are as under:

a) Tax Expense reported in the Statement of Profit and Loss

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Current Income tax		
Current tax charges	367.25	779.57
Deferred Tax		
Relating to origination and reversal of temporary differences	(269.77)	246.35
Tax Expense reported in the Statement of Profit and Loss	**97.48**	**1,025.92**
Tax on Other Comprehensive Income ('OCI')		
Deferred tax related to items recognised in OCI during the year		
Tax impact on re-measurement (loss) / gain on defined benefit plans	(0.50)	(0.41)
Tax impact on unrealised gain on FVTOCI Equity Investment	2.76	5.43
	2.26	**5.02**

b) Balance Sheet Section

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Current Tax Liabilities (net)	-	(3.82)
Taxes Recoverable (net) (refer note 8)	332.45	37.93
	332.45	**34.11**

Notes:

i) Current Tax liabilities (net) and Taxes Recoverable (net) are presented based on a year-wise tax balances, as the case may be.

ii) During the previous year, the Company has received the refund of income tax for AY 2017-18 amounting to ₹ 22.71 crore which was adjusted by the department against demand for AY 2012-13 (₹ 3.74 crore), AY 2013-14 (₹ 4.74 crore), AY 2014-15 (₹ 8.17 crore), AY 2015-16 (₹ 6.06 crore). The same has been shown under taxes recoverable.

c) Reconciliation of tax expenses and the accounting profit multiplied by India's domestic tax rate for March 31, 2020 and March 31, 2019

Particulars	March 31, 2020		March 31, 2019	
	%	₹ in crore	%	₹ in crore
Profit Before tax		2,031.73		3,663.64
Tax using the Company's domestic rate	34.94	709.97	34.94	1,280.22
Tax Effect of:				
Effect of change in Tax rates (refer footnote to 26 (d))	(15.68)	(318.60)	-	-
Effect due to lower Tax rate	(1.25)	(25.41)	-	-
Expenses not allowable under Tax laws	1.43	29.11	0.81	29.52
Deduction under chapter VI-A	(0.81)	(16.49)	(0.45)	(16.32)
Exempt income	(12.09)	(245.60)	(4.04)	(148.04)
Adjustment in respect of previous years	(1.56)	(31.68)	5.05	185.08
Reversal of excess provision of earlier years (refer note below)	-	-	(8.31)	(304.41)
Others Adjustments	(0.19)	(3.82)	(0.00)	(0.13)
Effective tax rate	**4.79**	**97.48**	**28.00**	**1,025.92**
Tax expenses as per Books	**-**	**97.48**	**-**	**1,025.92**

Note: During the previous year, the Company filed its return of income for the Assessment Year 2018-19. Based on the opinion obtained by the Company with regard to certain tax positions, the Company has determined it's self-assessment tax. Consequently, the tax expense for the year ended March 31, 2019 is adjusted to the tune of ₹ 304.41 crore to give effect of self-assessment tax determined by the Company vis-a-vis tax provision made by the Company for the year ended March 31, 2018.

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

d) Deferred Tax Liability (net)

₹ in crore

Particulars	Balance Sheet as at		Statement of Profit and Loss	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Deferred Tax (liabilities) / assets in relation to:				
(Liability) on Accelerated depreciation for tax purpose	(862.79)	(1,135.18)	272.39	(272.12)
Asset on unrealised exchange variation	47.39	70.14	(22.75)	43.83
Assets on Provision for Gratuity and Leave encashment	3.88	3.54	0.34	0.12
Assets on Bond issue expenses amortisation	-	5.53	(5.53)	(4.16)
(Liability) on Preference Share debt component	(39.73)	(62.66)	*3.11	2.89
(Liability) on Deemed Investment	(45.16)	(64.18)	19.02	101.64
Asset on fair valuation of Inter Corporate Deposit / Corporate / Bank Guarantee	4.70	3.51	1.19	(111.65)
(Liability) on Equity Investment FVTOCI	(34.72)	(31.96)	(2.76)	(5.43)
Asset on provision for doubtful debt and loans	63.97	79.76	(15.79)	11.23
(Liability) on Mark to Market on Forward Sales	-	(19.59)	19.59	(19.59)
Assets on other adjustments	4.88	6.18	(1.30)	1.87
	(857.58)	**(1,144.91)**	**267.51**	**(251.37)**

* Reversal of Deferred Tax liability on deemed equity of preference share of ₹ 14.82 crore on account of change in tax rates as per note below and ₹ 5 crore on account of premature redemption of preference shares is adjusted to other equity.

Note:

Pursuant to the Taxation Law (Amendment) Ordinance, 2019 ("Ordinance") issued by Ministry of Law and Justice (Legislative Department) on September 20, 2019 effective from April 01, 2019, domestic companies have an option to pay Corporate income tax rate at 22% plus applicable surcharge and cess ("New tax rate") subject to certain conditions. The Company has made an assessment of the impact of the Ordinance and decided to continue with existing tax structure until utilisation of accumulated Minimum Alternate Tax (MAT) credit.

Further, Ind-AS 12 requires deferred tax assets and liabilities to be measured using the enacted (or substantively enacted) tax rates expected to apply to taxable income in the years in which the temporary differences are expected to reverse. The Company has made estimates, based on its budget, regarding income anticipated in foreseeable future year when those temporary differences are expected to reverse and measured the same at New tax rate. Accordingly, the Company has re-measured the outstanding deferred tax balances that is expected to be reversed in future at New tax rate and an amount of ₹ 318.60 crore and ₹ 14.82 crore have been written back in the Statement of Profit and Loss and Other Equity respectively during the current financial year.

e) Deferred Tax Assets reflected in the Balance Sheet as follows

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Tax Credit Entitlement under MAT	1,811.97	1,949.57
Less: Deferred tax liabilities (net)	(857.58)	(1,144.91)
	954.39	**804.66**

f) Reconciliation of Deferred tax liabilities (net)

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Tax expenses during the period recognised in Statement of Profit and Loss	(269.77)	246.35
Tax expenses during the period recognised in OCI	2.26	5.02
	(267.51)	**251.37**

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

g) The Company has following unutilised MAT credit under the Income Tax Act, 1961 for which deferred tax assets has been recognised in the Balance Sheet at

₹ in crore

Financial Year	Amount	Expiry Date
2013-14	355.22	2028-29
2014-15	441.57	2029-30
2015-16	608.26	2030-31
2016-17	406.92	2031-32
Total	**1,811.97**	

27 Earnings Per Share (EPS)

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Profit after tax	1,934.25	2,637.72
Less: Dividends on Non-Cumulative Redeemable Preference Shares & tax thereon	*-	*-
	1,934.25	**2,637.72**

* Figures being nullified on conversion to ₹ in crore.

Particulars	No.	No.
Weighted average number of equity shares in calculating basic and diluted EPS	2,05,12,44,657	2,07,09,51,761
Basic and Diluted Earnings per Share (in ₹)	**9.43**	**12.74**

28 Disclosures as required by Ind AS – 19 Employee Benefits

a) The Company has recognised, in the Statement of Profit and Loss for the current year, an amount of ₹ 9.47 crore (previous year ₹ 8.42 crore) as expenses under the following defined contribution plan.

₹ in crore

Contribution to	March 31, 2020	March 31, 2019
Provident Fund	9.38	8.30
Superannuation Fund	0.09	0.12
Total	**9.47**	**8.42**

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 recognised in the balance sheet for the respective plan.

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

c) Gratuity

(i) Changes in present value of the defined benefit obligation are as follows:

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Present value of the defined benefit obligation at the beginning of the year	23.24	18.55
Current service cost	3.09	2.65
Interest cost	1.68	1.49
Re-measurement (or Actuarial) (gain) / loss arising from and including in OCI:		
- change in demographic assumptions	0.22	(0.45)
- change in financial assumptions	1.73	2.97
- experience variance	(0.52)	(1.78)
Benefits paid	(0.72)	(0.73)
Liability Transfer In	0.49	2.07
Liability Transfer Out	(1.75)	(1.53)
Present value of the defined benefit obligation at the end of the year	27.46	23.24

(ii) Changes in fair value of plan assets are as follows:

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Fair value of plan assets at the beginning of the year	25.12	21.19
Investment income	1.91	1.65
Contributions by employer	2.79	2.75
Benefits paid	-	(0.05)
Return on plan assets, excluding amount recognised in net interest expense	-	(0.42)
Fair value of plan assets at the end of the year	29.82	25.12

(iii) Net asset/(liability) recognised in the balance sheet

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Present value of the defined benefit obligation at the end of the year	27.46	23.24
Fair value of plan assets at the end of the year	29.82	25.12
Amount recognised assets / (liability) (refer note 7)	2.36	1.88
Net asset / (liability) – Current	2.36	1.88

(iv) Expense recognised in the Statement of Profit and Loss for the year

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Current service cost	3.09	2.65
Net Interest on benefit obligation	(0.25)	(0.17)
Total Expense included in Employee Benefits Expense (refer note 23)	2.84	2.48

(v) Recognised in the other comprehensive income for the year

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Actuarial (gain)/losses arising from		
- change in demographic assumptions	0.22	(0.45)
- change in financial assumptions	1.73	2.97
- experience variance	(0.52)	(1.78)
Return on plan assets, excluding amount recognised in net interest expense	-	0.42
Recognised in the other comprehensive income	1.43	1.16

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

(vi) The principle assumptions used in determining gratuity obligations are as follows:

Particulars	March 31, 2020	March 31, 2019
Discount rate	6.70%	7.60%
Rate of escalation in salary (per annum)	8.00%	8.00%
Mortality	India Assured Lives Mortality (2012-14)	India Assured Lives Mortality (2006-08)
Attrition rate	6.71%	7.75%

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, 2020	March 31, 2019
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, 2020		March 31, 2019	
Assumptions	Discount rate		Discount rate	
Sensitivity level	1 % Increase	1 % Decrease	1 % Increase	1 % Decrease
Impact on defined benefit obligations	(₹ in crore)	(₹ in crore)	(₹ in crore)	(₹ in crore)
	(2.05)	**2.36**	**(1.57)**	**1.78**

Particulars	March 31, 2020		March 31, 2019	
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)
	2.30	**(2.05)**	**1.75**	**(1.58)**

Particulars	March 31, 2020		March 31, 2019	
Assumptions	Attrition rate		Attrition rate	
Sensitivity level	50% Increase	50% Decrease	50% Increase	50% Decrease
Impact on defined benefit obligations	(₹ in crore)	(₹ in crore)	(₹ in crore)	(₹ in crore)
	(0.62)	**0.86**	**(0.29)**	**0.36**

Particulars	March 31, 2020		March 31, 2019	
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)
	*-	*-	*-	*-

* Figures being nullified on conversion to ₹ in crore.

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

(ix) Maturity profile of Defined Benefit Obligation

Particulars	March 31, 2020	March 31, 2019
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, 2020	March 31, 2019
Within the next 12 months (next annual reporting period)	2.76	2.73
Between 2 and 5 years	10.92	10.93
Between 5 and 10 years	10.63	9.78
Beyond 10 years	28.61	22.42
Total Expected Payments	**52.92**	**45.86**

The Company expect to contribute ₹ 3.91 crore to the gratuity fund in the financial year 2020-21 (previous year ₹ 1.23 crore).

(xi) Asset – Liability Matching Strategies

The Company has purchased insurance policy, which is basically a year-on-year cash accumulation plan in which the interest rate is declared on yearly basis and is guaranteed for a period of one year. The insurance Company, as part of the policy rules, makes payment of all gratuity outgoes happening during the year (subject to sufficiency of funds under the policy). The policy, thus, mitigates the liquidity risk.

However, being a cash accumulation plan, the duration of assets is shorter compared to the duration of liabilities. Thus, the Company is exposed to movement in interest rate (in particular, the significant fall in interest rates, which should result in a increase in liability without corresponding increase in the asset).

29 Segment Information

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".

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.

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

30 Related Party Disclosures

Related parties where control exists.

Wholly-owned Subsidiary Companies	Adani Ennore Container Terminal Private Limited
	Adani Hazira Port Private Limited
	Adani Hospitals Mundra Private Limited
	Adani Logistics Limited
	Adani Vizag Coal Terminal Private Limited
	Adani Warehousing Services Private Limited
	Karnavati Aviation Private Limited
	MPSEZ Utilities Private Limited
	Mundra International Airport Private Limited
	The Dhamra Port Company Limited
	Adani Vizhinjam Port Private Limited
	Mundra International Gateway Terminal Private Limited
	Madurai Infrastructure Private Limited (formerly known as Mundra LPG Infrastructure Private Limited)
	Adani Kattupalli Port Private Limited
	Adani International Terminals Pte Limited, Singapore
	Adani Kandla Bulk Terminal Private Limited
	Adani Murmugao Port Terminal Private Limited
	Shanti Sagar International Dredging Private Limited
	Abbot Point Operations Pty. Limited, Australia
	Adani Petroleum Terminal Private Limited [upto December 28, 2018]
	The Adani Harbour Services Private Limited
	Adani Bhavanapadu Port Private Limited [incorporated on May 21, 2018]
	Adinath Polyfills Private Limited
	Adani Tracks Management Services Private Limited [incorporated on July 31, 2019]
	Adani Pipelines Private Limited [incorporated on December 12, 2019]
	Adani Bangladesh Port Private Limited [incorporated on February 17, 2020]
	Adani Mundra Port Holding Pte. Limited, Singapore [incorporated on October 30, 2018]
Other Subsidiary Companies	Dholera Infrastructure Private Limited (Controlling interest)
	Adani Petronet (Dahej) Port Private Limited
	Mundra SEZ Textile And Apparel Park Private Limited
	Marine Infrastructure Developer Private Limited [acquired on June 28, 2018]
Step down Subsidiary	Hazira Infrastructure Private Limited
	Mundra LPG Terminal Private Limited (formerly known as Adani LPG terminal Private Limited) (upto December 28, 2018)
	Adani Dhamra LPG Terminal Private Limited (upto December 28, 2018)
	Dholera Port and Special Economic Zone Limited (Controlling Interest)
	Dhamra LNG Terminal Private Limited [w.e.f. March 16, 2019 to December 30, 2019]
	Dhamra Infrastructure Private Limited (formerly known as Welspun Orissa Steel Private Limited) [acquired on April 22, 2019]
	Abbot Point BulkCoal Pty. Limited, Australia
	Blue Star Realtors Private Limited [acquired on April 26, 2018]
	Adani Mundra Port Pte. Limited, Singapore [incorporated on January 03, 2019]
	Bowen Rail Operations Pte Ltd., Singapore
	Bowen Rail Company Pty. Ltd., Australia
	Dermot Infracon Private Limited [acquired on March 25, 2019]
	Adani Abbot Port Pte. Limited, Singapore [incorporated on January 03, 2019]
	Adani Total Private Limited (formerly known as Adani Petroleum Terminal Private Limited) [w.e.f. March 16, 2019 to December 30, 2019]

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

Step down Subsidiary	Adani Logistics Services Private Limited (formerly known as Innovative B2B Logistics Solutions Private Limited) [acquired on August 06, 2019]
	Adani Forwarding Agent Private Limited [acquired on August 06, 2019]
	Adani Noble Private Limited [acquired on August 06, 2019]
	Adani Cargo Logistics Private Limited [acquired on August 06, 2019]
	Adani Logistics Infrastructure Private Limited [acquired on August 06, 2019]
	Adani Yangon International Terminal Company Limited, Myanmar [incorporated on October 30, 2018]
	Adani Agri Logistics (Samastipur) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Darbhanga) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Dahod) Limited [acquired on March 29, 2019]
	Adani Agri Logistics Limited [acquired on March 29, 2019]
	Adani Agri Logistics (MP) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Dewas) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Harda) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Hoshangabad) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Satna) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Ujjain) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Panipat) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Kannauj) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Katihar) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Kotkapura) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Mansa) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Bathinda) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Moga) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Barnala) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Nakodar) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Raman) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Dhamora) Limited [acquired on March 29, 2019]
	Adani Agri Logistics (Borivali) Limited [acquired on March 29, 2019]
Other related parties with whom transaction have been taken place during the year.	
Joint Venture Entities	Adani CMA Mundra Terminal Private Limited
	Adani International Container Terminal Private Limited
	Adani NYK Auto Logistics Solutions Private Limited [incorporated on September 17, 2018]
	Dhamra LNG Terminal Private Limited [w.e.f. December 31, 2019]
	Adani Total Private Limited (formerly known as Adani Petroleum Terminal Private Limited) [w.e.f. December 31, 2019]
	Total Adani Fuels Marketing Private Limited [w.e.f. December 31, 2019]
Key Management Personnel and their relatives	Mr. Gautam S. Adani – Chairman and Managing Director
	Mr. Rajesh S. Adani – Director and Brother of Mr. Gautam S. Adani
	Dr. Malay Mahadevia – Wholetime Director
	Mr. Karan G. Adani – Chief Executive Officer and son of Mr. Gautam S. Adani
	Prof. G. Raghuram – Non-Executive Director
	Mr. Sanjay S. Lalbhai – Non-Executive Director (upto August 08, 2019)
	Ms. Radhika Haribhakti – Non-Executive Director (upto March 31, 2020)
	Mr. Gopal Krishna Pillai – Non-Executive Director
	Mr. Mukesh Kumar – Non-Executive Director (w.e.f. October 23, 2018)
	Ms. Nirupama Rao – Non-Executive Director (w.e.f. April 22, 2019)
	Mr. Bharat Sheth – Non-Executive Director (w.e.f. October 15, 2019)
	Mr. Deepak Maheshwari – Chief Financial Officer (w.e.f. May 03, 2018)
	Ms. Dipti Shah – Company Secretary (upto July 31, 2018)
	Mr. Kamlesh Bhagia – Company Secretary (w.e.f. August 06, 2018)

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

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
	Adani Renewable Energy (RJ) Limited
	Udupi Power Corporation Limited
	Adani Mundra SEZ Infrastructure Private Limited
	Adani Township And Real Estate Company Private Limited
	Abbot Point Port Holdings Pte Limited, Singapore
	Mundra Port Pty. Limited, Australia
	Shanti Builders
	Adani Bunkering Private Limited
	Adani Enterprises Limited
	Mundra Solar PV Limited
	Adani Cementation Limited
	Adani Road Transport Limited
	Adani Finserve Private Limited
	Adani Capital Private Limited
	Mundra Solar Technopark Private Limited
	Adani Green Energy Limited
	Adani Gas Limited
	Adani Global F.Z.E.
	Adani Global PTE Limited
	Adani Infra (India) Limited
	Belvedere Golf and Country Club Private Limited
	Sunanda Agri Trade Private Limited
	Adani Skill Development Center
	Adani-Elbit Advanced Systems India Limited
	Shantigram Utility Services Private Limited
	Mundra LPG Terminal Private Limited (formerly known as Adani LPG terminal Private Limited) (w.e.f.. December 29, 2018)
	Adani Dhamra LPG Terminal Private Limited (w.e.f. December 29, 2018)
	Adani Power Dahej Limited
	Adani Power (Mundra) Limited
	Adani Power Maharashtra Limited
	Adani Power Limited
	Adani Power Rajasthan Limited
	Adani Wilmar Limited
	Kutch Power Generation Limited
	Vishakha Solar Films Private Limited
	Parampujya Solar Energy Private Limited
	Maharashtra Eastern Grid Power Transmission Company Limited
	Golden Valley Agrotech Private Limited
	Vishakha Renewables Private Limited

Terms and conditions of transactions with related parties

(i) Outstanding balances of related parties at the year end are unsecured and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables. The Company has not recorded any impairment of receivables relating to amounts owed by related parties except provision made in earlier year for loans given to a subsidiary of ₹ 205.02 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.

Notes to the Standalone Financial Statements

for the year ended March 31, 2020

(ii) All Rupee loans are given on interest bearing within the range of 7.50% p.a. to 11.75% p.a. except loan to Dholera Infrastructure Private Limited, Dholera Port & Special Economic Zone Limited, Karnavati Aviation Private Limited, Adani Hospitals Mundra Private Limited, Mundra International Airport Private Limited, Abbot Point Operations Pty. Limited and Adani Mundra Port Holding Pte Limited whereby loan transaction aggregating to ₹ 151.87 crore (previous year ₹ 191.12 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.

(A) Transactions with Related Parties

₹ in crore

Sr. No.	Particulars	For the Year Ended	With Subsidiaries	With Joint Ventures	With Other Entities#	Key Management Personnel and their relatives
1	Income from Port Services / Other Operating Income	**March 31, 2020**	**40.22**	**438.44**	**790.90**	**-**
		March 31, 2019	31.44	428.65	598.48	-
2	Lease & Infrastructure Usage Income/ Upfront Premium (Includes Reversal)	**March 31, 2020**	**15.90**	**11.90**	**94.86**	**-**
		March 31, 2019	8.38	11.44	165.21	-
3	Sale of Non-Financial Asset	**March 31, 2020**	**-**	**-**	**146.11**	**-**
		March 31, 2019	-	-	91.74	-
4	Interest Income on loans/ deposits/deferred accounts receivable	**March 31, 2020**	**932.75**	**100.40**	**77.69**	**-**
		March 31, 2019	739.72	133.16	91.85	-
5	Interest Expenses	**March 31, 2020**	**28.11**	**-**	**-**	**-**
		March 31, 2019	19.62	-	-	-
6	Purchase of Spares and consumables, Power & Fuel	**March 31, 2020**	**73.82**	**0.02**	**91.33**	**-**
		March 31, 2019	57.20	-	57.95	-
7	Recovery of expenses (Reimbursement)	**March 31, 2020**	**0.30**	**78.94**	**-**	**-**
		March 31, 2019	0.37	73.81	-	-
8	Services Availed (including reimbursement of expenses)	**March 31, 2020**	**166.73**	**4.71**	**99.68**	**-**
		March 31, 2019	146.44	5.37	91.47	-
9	Rent charges paid	**March 31, 2020**	**-**	**-**	**8.21**	**-**
		March 31, 2019	-	-	8.17	-
10	Sales of Scrap and other Miscellaneous Income	**March 31, 2020**	**25.86**	**2.85**	**48.16**	**-**
		March 31, 2019	23.88	0.26	15.28	-
11	Loans Given	**March 31, 2020**	**5,750.86**	**100.00**	**-**	**-**
		March 31, 2019	6,111.41	280.50	-	-
12	Loans Received back	**March 31, 2020**	**4,859.81**	**368.00**	**571.00**	**-**
		March 31, 2019	6,076.96	31.31	-	-
13	Loan taken	**March 31, 2020**	**3,295.73**	**-**	**-**	**-**
		March 31, 2019	811.00	-	-	-
14	Loan Repaid	**March 31, 2020**	**2,673.73**	**-**	**-**	**-**
		March 31, 2019	725.00	-	-	-
15	Advance / Deposit given	**March 31, 2020**	**-**	**-**	**51.60**	**-**
		March 31, 2019	-	-	125.75	-
16	Advance / Deposit Received back	**March 31, 2020**	**-**	**-**	**-**	**-**
		March 31, 2019	-	-	10.00	-
17	Share Application Money Paid / Investment	**March 31, 2020**	**330.57**	**-**	**-**	**-**
		March 31, 2019	327.04	-	-	-
18	Purchase of Investment	**March 31, 2020**	**-**	**-**	**-**	**-**
		March 31, 2019	0.10	-	-	-
19	Sale of Investment	**March 31, 2020**	**0.20**	**-**	**-**	**-**
		March 31, 2019	-	-	-	-

Notes to the Standalone Financial Statements

for the year ended March 31, 2020

₹ in crore

Sr. No.	Particulars	For the Year Ended	With Subsidiaries	With Joint Ventures	With Other Entities#	Key Management Personnel and their relatives
20	Donation	**March 31, 2020**	**-**	**-**	**37.42**	**-**
		March 31, 2019	-	-	39.00	-
21	Purchase of Property/ Assets/ Land use rights	**March 31, 2020**	**132.59**	**-**	**20.12**	**-**
		March 31, 2019	1.76	-	-	-
22	Sale of Assets	**March 31, 2020**	**59.44**	**-**	**-**	**-**
		March 31, 2019	70.07	-	-	-
23	Investment in perpetual debt	**March 31, 2020**	**2,292.88**	**-**	**-**	**-**
		March 31, 2019	4,257.05	-	-	-
24	Redemption of perpetual debt	**March 31, 2020**	**500.00**	**-**	**-**	**-**
		March 31, 2019	950.00	-	-	-
25	Remuneration	**March 31, 2020**	**-**	**-**	**-**	**22.38**
		March 31, 2019	-	-	-	19.19
26	Commission to Directors	**March 31, 2020**	**-**	**-**	**-**	**1.00**
		March 31, 2019	-	-	-	1.00
27	Commission to Non-Executive Directors	**March 31, 2020**	**-**	**-**	**-**	**0.63**
		March 31, 2019	-	-	-	0.36
28	Sitting Fees	**March 31, 2020**	**-**	**-**	**-**	**0.38**
		March 31, 2019	-	-	-	0.27
29	Corporate Guarantee Given	**March 31, 2020**	**USD 420 Mn**	**USD 120.35 Mn**	**-**	**-**
		March 31, 2020	**1,085.95**			
		March 31, 2019	USD 270 Mn			
		March 31, 2019	47.46			

(B) Balances with Related Parties

₹ in crore

Sr. No.	Particulars	As at	With Subsidiaries	With Joint Ventures	With Other Entities#	Key Management Personnel and their relatives
1	Trade Receivables (net of bills discounted)	**March 31, 2020**	**25.54**	**148.53**	**700.23**	**-**
		March 31, 2019	19.99	75.53	708.33	-
2	Loans (Net of provision)	**March 31, 2020**	**9,099.06**	**1,332.37**	**1.85**	
		March 31, 2019	8,211.99	1,489.04	572.85	-
3	Capital Advances	**March 31, 2020**	**-**	**0.09**	**8.19**	**-**
		March 31, 2019	-	0.09	8.19	-
4	Trade Payables (including provisions)	**March 31, 2020**	**13.83**	**2.61**	**41.50**	
		March 31, 2019	30.43	3.17	16.97	-
5	Advances and Deposits from Customer/ Sale of Assets	**March 31, 2020**	**0.23**	**3.95**	**11.10**	**-**
		March 31, 2019	0.30	3.68	9.74	-
6	Other Financial & Non-Financial Assets	**March 31, 2020**	**828.84**	**70.29**	**872.92**	**-**
		March 31, 2019	454.27	65.38	1,032.25	-
7	Borrowings	**March 31, 2020**	**708.00**	**-**	**-**	**-**
		March 31, 2019	86.00	-	-	-
8	Other Financial & Non-Financial Liabilities	**March 31, 2020**	**171.41**	**-**	**43.29**	**-**
		March 31, 2019	11.87	-	72.72	-
9	Corporate Guarantee	**March 31, 2020**	**USD 14.69 Mn**	**USD 102.40 Mn**	**-**	**-**
		March 31, 2020	**EUR 77.37 Mn**	**-**	**-**	**-**
		March 31, 2020	**818.62**	**-**	**-**	**-**
		March 31, 2019	USD 13.07 Mn	USD 21.45 Mn	-	-
		March 31, 2019	EUR 87.04 Mn	-	-	-
		March 31, 2019	316.93	-	-	-

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 to the Standalone Financial Statements

for the year ended March 31, 2020

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 ₹ 1,941.46 crore (previous year ₹ 2,375.02 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) Other Financial & Non-Financial Assets does not include present value of future lease receivable amounting to ₹ 1,229.09 crore (previous year ₹ 1,077.60 crore) accounted as per Ind AS 116 / IND AS 17 - Leases.

31 a) The Company takes various types of derivative instruments. The category-wise outstanding position of derivative instruments is as under:

Nature	Particulars of Derivatives		Purpose
	As at March 31, 2020	As at March 31, 2019	
INR – Foreign Currency Swap	-	USD 30.00 Million (₹ 207.47 crore)	Hedging of equivalent INR borrowing to mitigate higher interest rate of INR borrowings as against the foreign currency loans with possible risk of principal currency losses
Forward Contract	-	USD 113.50 Million	Hedging of expected future billing based on foreign currency denominated tariff
	USD 139 Million	USD 72.24 Million	Hedging of interest liability on foreign currency borrowing
	-	USD 61.65 Million	Hedging of foreign currency Buyer's Credit Facility
	-	EURO 3.30 Million	Hedging of foreign currency borrowing principal & interest liability
	USD 46.00 Million	USD 56.00 Million	Hedging of foreign currency borrowing principal liability of USD against JPY
Foreign Currency – INR Full Currency Swap	USD 111.38 Million	USD 111.38 Million	Hedging of currency and interest rate risk of foreign currency borrowing

b) The details of foreign currency exposures those are not hedged by a derivative instrument or otherwise are as under:

Nature	As at March 31, 2020		As at March 31, 2019	
	Amount (₹ in crore)	Foreign Currency (in Million)	Amount (₹ in crore)	Foreign Currency (in Million)
Foreign Currency Loan	155.49	USD 20.55	1,276.26	USD 184.55
	127.17	EUR 15.36	144.94	EUR 18.66
Foreign Currency Bond	17,316.88	USD 2288.63	10,640.36	USD 1538.63
Buyer's Credit	-	-	125.08	USD 18.09
	-	-	2.18	EUR 0.28
Trade Payables and Other Current Liabilities	72.77	USD 9.62	3.44	USD 0.50
	2.66	EUR 0.32	0.23	EUR 0.03
	0.26	SGD 0.05	1.83	SGD 0.36
	-	-	0.01	GBP *
Interest accrued but not due	137.63	USD 18.19	3.27	USD 0.47
	0.37	EUR 0.04	0.55	EUR 0.07
Balances with Bank	0.30	USD 0.04	-	-
Trade Receivable	-	-	39.00	USD 5.64
Other Receivable	5.26	AUD 1.14	84.17	AUD 17.17
	0.03	JPY 0.40	-	-
	69.89	USD 9.24	26.17	USD 3.78
Loan given	92.15	AUD 20.00	98.04	AUD 20.00
	1,462.86	USD 193.33	526.06	USD 76.07

* Figures being nullified on conversion to foreign currency in million.

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

Closing rates as at:	March 31, 2020	March 31, 2019
INR / USD	75.67	69.15
INR / EUR	82.77	77.67
INR / GBP	93.50	90.53
INR / JPY	0.70	0.62
INR / AUD	46.08	49.02
INR / SGD	53.03	51.04

32 Financial Instruments, Fair Value Measurements, Financial Risk and Capital Management

32.1 Category-wise Classification of Financial Instruments:

₹ in crore

Particulars	Refer Note	As at March 31, 2020			
		Fair Value through other Comprehensive income	Fair Value through profit or loss	Amortised cost	Carrying Value
Financial Assets					
Cash and cash equivalents	11	-	-	4,408.39	4,408.39
Bank balances other than cash and cash equivalents	7 & 11	-	-	35.98	35.98
Investments in unquoted Equity Shares (other than investment in subsidiaries and joint ventures)	4	251.04	-	-	251.04
Investments in unquoted Mutual Funds	10	-	11.89	-	11.89
Trade Receivables (including bills discounted)	5	-	-	2,132.67	2,132.67
Loans	6	-	-	11,665.50	11,665.50
Derivatives instruments	7	-	119.81	-	119.81
Other Financial Assets	7	-	-	4,051.45	4,051.45
Total		**251.04**	**131.70**	**22,293.99**	**22,676.73**
Financial Liabilities					
Borrowings (including the bills discounted and current maturities)	14, 15 & 17	-	-	28,899.25	28,899.25
Trade Payables	18	-	-	217.65	217.65
Lease Liabilities	15	-	-	124.48	124.48
Other Financial Liabilities	15	-	-	899.59	899.59
Total		**-**	**-**	**30,140.97**	**30,140.97**

Notes to the Standalone Financial Statements

for the year ended March 31, 2020

₹ in crore

Particulars	Refer Note	As at March 31, 2019			
		Fair Value through other Comprehensive income	Fair Value through profit or loss	Amortised cost	Carrying Value
Financial Assets					
Cash and cash equivalents	11	-	-	3,850.53	3,850.53
Bank balances other than cash and cash equivalents	7 & 11	-	-	18.95	18.95
Investments in unquoted Equity Shares (other than investment in subsidiaries and joint ventures)	4	236.04	-	-	236.04
Investments in unquoted Mutual Funds	10	-	13.81	-	13.81
Investments in unquoted Debentures and Commercial Papers	10	-	-	487.30	487.30
Trade Receivables (including bills discounted)	5	-	-	1,910.06	1,910.06
Loans	6	-	-	11,173.85	11,173.85
Derivatives instruments	7	-	57.67	-	57.67
Other Financial Assets	7	-	-	3,892.29	3,892.29
Total		**236.04**	**71.48**	**21,332.98**	**21,640.50**
Financial Liabilities					
Borrowings (including the bills discounted and current maturities)	14, 15 & 17	-	-	24,994.40	24,994.40
Trade Payables	18	-	-	194.32	194.32
Derivatives instruments	15	-	28.98	-	28.98
Lease Liabilities	15	-	-	6.86	6.86
Other Financial Liabilities	15	-	-	588.04	588.04
Total		**-**	**28.98**	**25,783.62**	**25,812.60**

Note: Group Company investment amounting to ₹ 15,352.85 crore (previous year ₹ 13,219.44 crore) are measured at cost hence not included in above tables.

32.2 Fair Value Measurements:

a) Quantitative disclosures of fair value measurement hierarchy for financial assets and financial liabilities

The following table provides the fair value measurement hierarchy of the Company's financial assets and liabilities:

₹ in crore

Particulars	As at March 31, 2020			As at March 31, 2019		
	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)	-	251.04	251.04	-	236.04	236.04
Investments in unquoted Mutual Funds measured at FVTPL (refer note 10)	11.89	-	11.89	13.81	-	13.81
Derivatives instruments (refer note 7)	119.81	-	119.81	57.67	-	57.67
Total	**131.70**	**251.04**	**382.74**	**71.48**	**236.04**	**307.52**
Financial Liabilities						
Derivatives instruments (refer note15)	-	-	-	28.98	-	28.98
Total	**-**	**-**	**-**	**28.98**	**-**	**28.98**

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

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, 2020 and March 31, 2019 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, 2020: 13.60% - 18.50% (16.05%) March 31, 2019:13.56 % - 16.23% (14.90%)	1% increase would result in decrease in fair value by ₹ 10.24 crore as of March 31, 2020 (₹ 6.99 crore as of March 31, 2019)

c) Financial Instrument measured at Amortised Cost

The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

32.3 Financial Risk objective and policies

The Company's principal financial liabilities, other than derivatives, comprise loans and borrowings, trade and other payables, and financial guarantee contracts. The main purpose of these financial liabilities is to finance the Company's operations/projects and to provide guarantees to support its operations and its subsidiaries and joint ventures. The Company's principal financial assets include loans, investment including mutual funds, trade and other receivables, and cash and cash equivalents which is derived from its operations. The Company also holds FVTOCI investments and enters into derivative transactions.

In the ordinary course of business, the Company is mainly exposed to risks resulting from exchange rate fluctuation (currency risk), interest rate movements (interest rate risk) collectively referred as Market Risk, Credit Risk, Liquidity Risk and other price risks such as equity price risk. The Company's senior management oversees the management of these risks. It manages its exposure to these risks through derivative financial instruments by hedging transactions. It uses derivative instruments such as Cross Currency Swaps, Full Currency swaps, Interest rate swaps, foreign currency future options and foreign currency forward contract to manage these risks. These derivative instruments reduce the impact of both favourable and unfavourable fluctuations.

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

The decision of whether and when to execute derivative financial instruments along with its tenure can vary from period to period depending on market conditions and the relative costs of the instruments. The tenure is linked to the timing of the underlying exposure, with the connection between the two being regularly monitored. The Company is exposed to losses in the event of non-performance by the counterparties to the derivative contracts. All derivative contracts are executed with counterparties that, in our judgement are creditworthy. The outstanding derivatives are reviewed periodically to ensure that there is no inappropriate concentration of outstanding to any particular counterparty.

Further, all currency and interest risk as identified above is measured on a daily basis by monitoring the mark to market (MTM) of open and hedged position. The MTM is derived basis underlying market curves on closing basis of relevant instrument quoted on Bloomberg/Reuters. For 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.

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

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

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, 2020 and March 31, 2019.

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, 2020 and March 31, 2019. 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, 2020 and March 31, 2019.

(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, 2020 would decrease / increase by ₹ 16.17 crore (previous year ₹ 10.48 crore). This is mainly attributable to interest rates on variable rate of Long-Term borrowings.

(ii) **Foreign currency risk**

Exchange rate movements, particularly the United States Dollar (USD) and Euro (EUR) against Indian Rupee (INR), have an impact on the Company's operating results. The Company manages its foreign currency risk by entering into currency swap for converting INR loan into other foreign currency for taking advantage of lower cost of borrowing in stable currency environment. The Company also enters into various foreign exchange contracts to mitigate the risk arising out of foreign exchange rate movement on foreign currency borrowings or creditors. Further, to hedge foreign currency future transactions in respect of which firm commitment are made or which are highly probable forecast transactions (for instance, foreign exchange denominated income) the Company has entered into foreign currency forward contracts as per the policy of the Company.

The Company is mainly exposed to changes in USD, EURO, AUD and SGD. The below table demonstrates the sensitivity to a 1% increase or decrease in the respective foreign currency rates against INR, with all other variables held constant. The sensitivity analysis is prepared on the net unhedged exposure of the Company as at the reporting date. 1% represents management's assessment of reasonably possible change in foreign exchange rate.

₹ in crore

Particulars	Impact on Profit before tax		Impact on Pre-tax Equity	
	For the year ended		For the year ended	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
USD Sensitivity				
RUPEES / USD – Increase by 1%	(159.94)	(58.59)	(159.94)	(58.59)
RUPEES / USD – Decrease by 1%	159.94	58.59	159.94	58.59
EURO Sensitivity				
RUPEES / EURO – Increase by 1%	(0.61)	(0.03)	(0.61)	(0.03)
RUPEES / EURO – Decrease by 1%	0.61	0.03	0.61	0.03
SGD Sensitivity				
RUPEES / SGD – Increase by 1%	(0.01)	(0.02)	(0.01)	(0.02)
RUPEES / SGD – Decrease by 1%	0.01	0.02	0.01	0.02
AUD Sensitivity				
RUPEES / AUD – Increase by 1%	0.97	1.82	0.97	1.82
RUPEES / AUD – Decrease by 1%	(0.97)	(1.82)	(0.97)	(1.82)

Notes to the Standalone Financial Statements

for the year ended March 31, 2020

(iii) Equity price risk

The Company's non-listed equity securities are susceptible to market price risk arising from uncertainties about future values of the investment securities. The Company manages the equity price risk through diversification and by placing limits on individual and total equity instruments. Reports on the equity portfolio are submitted to the Company's senior management on a regular basis. The Company's Board of Directors reviews and approves all equity investment decisions.

The Company has given corporate guarantees and pledged part of its investment in equity in order to fulfil the collateral requirements of the subsidiaries and joint ventures companies. The counterparties have an obligation to return the guarantees/ securities to the Company. There are no other significant terms and conditions associated with the use of collateral.

b) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables and other financial assets) and from its financing activities, including loans to others, deposits with banks, financial institutions & others, foreign exchange transactions and other financial assets.

Customer credit risk is managed by the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive evaluation and individual credit limits are defined in accordance with this assessment.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The calculation is based on exchange losses historical data.

Credit risk from balances with banks, 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 Company's Board of Directors on an annual basis, and may be updated throughout the year subject to approval of the Company's Finance Committee. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments. The Company further mitigate credit risk of counter parties by obtaining adequate securities including undertaking from creditable parties.

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 45 % revenue (previous year 37 %) from such customers, and with some of these customers, the Company has Long-Term cargo contracts. As at March 31, 2020, receivables from such customer constitute 43 % (previous year 40%) 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.

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

₹ in crore

Particulars	Refer Note	Less than 1 year	1 to 5 years	Over 5 years	Total
As at March 31, 2020					
Borrowings	14, 15 & 17	4,261.50	11,710.51	12,927.24	28,899.25
Trade Payables	18	217.65	-	-	217.65
Lease Liabilities	15	2.94	15.71	105.83	124.48
Other Financial Liabilities	15	884.73	12.70	2.16	899.59
Total		**5,366.82**	**11,738.92**	**13,035.23**	**30,140.97**

₹ in crore

Particulars	Refer Note	Less than 1 year	1 to 5 years	Over 5 years	Total
As at March 31, 2019					
Borrowings	14, 15 & 17	6,912.27	10,339.72	7,742.41	24,994.40
Trade Payables	18	194.32	-	-	194.32
Derivatives Instruments	15	18.10	10.88	-	28.98
Lease Liabilities	15	0.15	1.17	5.54	6.86
Other Financial Liabilities	15	575.58	9.79	2.67	588.04
Total		**7,700.42**	**10,361.56**	**7,750.62**	**25,812.60**

32.4 Capital management

For the purposes of the Company's capital management, capital includes issued capital and all other equity. The primary objective of the Company's capital management is to maximise shareholder value. The Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants.

The Company monitors capital using gearing ratio, which is net debt (total debt less cash and bank balance) divided by total capital plus net debt.

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Total Borrowings (including bills discounting) (refer note 14, 15 and 17)	28,899.25	24,994.40
Less: Cash and bank balance (refer note 7 & 11)	4,444.37	3,869.48
Net Debt (A)	**24,454.88**	**21,124.92**
Total Equity (B)	**19,865.17**	**20,491.67**
Total Equity and Net Debt (C = A + B)	**44,320.05**	**41,616.59**
Gearing ratio	55%	51%

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2020 and March 31, 2019.

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

33 Information required to be furnished as per Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) and Schedule III of the Companies Act, 2013 for the year ended March 31, 2020. This information has been determined to the extent such parties have been identified on the basis of information available with the Company and relied upon by auditors.

₹ in crore

Sr. No.	Particulars	March 31, 2020	March 31, 2019
i)	Principal amount and interest due thereon remaining unpaid to any supplier as at the end of each accounting year.		
	Principal	0.58	0.15
	Interest	Nil	Nil
ii)	The amount of interest paid by the buyer in terms of Section 16, of the Micro Small and Medium Enterprise Development Act, 2006 (27 of 2006), along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	Nil	Nil
iii)	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro Small and Medium Enterprise Development Act, 2006.	Nil	Nil
iv)	The amount of interest accrued and remaining unpaid at the end of each accounting year	Nil	Nil
v)	The amount of further interest remaining due and payable even in the succeeding years until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of MSMED Act, 2006.	Nil	Nil

34 Capital Commitments and Other Commitments

(i) Capital Commitments

Estimated amount of contract [net of security deposits amounting to ₹ 323.63 crore (previous year ₹ 323.63 crore) included in note 7 and advances] remaining to be executed on capital account and not provided for ₹ 1,226.34 crore (previous year ₹ 1,931.90 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") 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, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Adani International Container Terminal Private Limited	24.97%	24.97%	25.03%	25.03%
The Dhamra Port Company Limited	-	21.00%	30.00%	30.00%

b) Contract/Commitment for purchase of certain supplies. Advance given ₹ 356.95 crore (previous year ₹ 356.95 crore)

c) The Company has provided a letter of support to few subsidiaries to provide financials support if and when needed to meet its financials obligation.

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

35 Contingent Liabilities not provided for

₹ in crore

Sr. No	Particulars	March 31, 2020	March 31, 2019
a)	Corporate Guarantees given to banks and financial institutions against credit facilities availed by the subsidiaries and joint ventures	2,344.87	1,231.75
b)	Certain facilities availed by the subsidiaries and joint ventures and other group Company against credit facilities sanctioned to the Company.	1,941.46	2,375.02
c)	Bank Guarantees given to government authorities and banks (also includes DSRA bank guarantees given to bank on behalf of subsidiaries and erstwhile subsidiaries).	291.54	86.00
d)	Civil suits filed by the Customers for recovery of damages against certain performance obligations. The said civil suits are currently pending with various Civil Courts in Gujarat. The management is reasonably confident that no liability will devolve on the Company in this regard and hence no provision is made in the books of accounts towards these suits.	0.94	0.94
e)	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
f)	Customs department notice for wrongly availing duty benefit exemption under DFCEC Scheme on import of equipment. The Company has filed its reply to the show cause notice with Deputy Commissioner of Customs, Mundra and Commissioner of Customs, Mumbai against order in original. The management is of view that no liability shall arise on the Company.	0.25	0.25
g)	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 September 2011). (refer note K below)	32.63	36.49
h)	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
i)	Commissioner of Customs, Ahmedabad has demanded vide letter no.4/Comm./ SIIB/2009 dated November 25, 2009 for recovery of penalty in connection with import of Air Craft which is owned by Karnavati Aviation Private Limited (Formerly known as Gujarat Adani Aviation Private Limited.), subsidiary of the Company. Company has filed an appeal before the Customs, Excise and Service Tax Appellate Tribunal against the demand order, the management is reasonably confident that no liability will devolve on the Company and hence no liability has been recognised in the books of account.	2.00	2.00

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

35 Contingent Liabilities not provided for (Contd.)

₹ in crore

Sr. No	Particulars	March 31, 2020	March 31, 2019
j)	The Company's tax assessments is completed till assessment year 2016-17, pending appeals with Appellate Tribunal for Assessment Year 2011-12 and CIT (Appeals) for Assessment Year 2013-14 to 2016-17. During the year, the Company has received a favourable order from CIT(Appeals) for assessment year 2012-13. During the previous year, the Company has received a favourable order from Appellate Tribunal for assessment year 2009-10 and 2010-11. The management is reasonably confident that no liability will devolve on the Company.	125.81	107.53
k)	During the current Financial Year, an Amnesty Scheme, Sabka Vishwas Legacy Dispute Resolution Scheme has been introduced by the Central Government to settle pending litigations under Central Excise & Service Tax Law. Any Tax amount payable under the Scheme is required to be paid by cash and cannot be paid by utilising the ITC balance and litigations once settled under this Scheme shall never be reopened from either side. The Company has opted for the said scheme and accordingly the Company has settled pending litigations amounting to ₹ 10.45 crore (including SCNs received in the current year ₹ 4.30 crore).		

36 The following are the details of loans and advances in the nature of loans given to subsidiaries, associates and other entities in which directors are interested in terms of regulation 53 (F) read together with para A of Schedule V of SEBI (Listing Obligation and Disclosure Regulation, 2015).

₹ in crore

Sr. No	Particulars	Outstanding amount as at		Maximum amount outstanding during the year	
		March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
(i)	Adani Logistics Limited	360.32	272.02	801.57	704.06
(ii)	Adani Kandla Bulk Terminal Private Limited	1,234.62	1,164.62	1,234.62	1,176.82
(iii)	The Dhamra Port Company Limited	1,341.24	1,401.44	1,722.45	1,627.56
(iv)	Adani Petronet (Dahej) Port Private Limited	170.25	321.29	321.29	637.32
(v)	Adani Murmugao Port Terminal Private Limited	380.95	393.66	395.95	415.90
(vi)	Adani Ennore Container Terminal Private Limited	802.76	378.86	802.76	524.91
(vii)	Adani Hazira Port Private Limited	1,435.00	1,771.00	1,793.00	1,771.00
(viii)	Adani Vizag Coal Terminal Private Limited (refer note 4(b)(i))	390.01	377.96	390.01	381.36
(ix)	Karnavati Aviation Private Limited	48.07	15.65	48.07	295.68
(x)	Adani Kattupalli Port Private Limited	22.70	20.70	22.70	389.40
(xi)	Shanti Sagar International Dredging Private Limited	9.50	77.20	98.15	310.54
(xii)	Mundra SEZ Textile and Apparel Park Private Limited	31.05	31.05	31.05	31.27
(xiii)	Adani Vizhinjam Port Private Limited	1,553.66	1,000.47	1,553.66	1,000.47
(xiv)	Mundra International Airport Private Limited	1.76	2.38	2.65	7.09
(xv)	Adani Hospitals Mundra Private Limited	0.64	0.09	0.64	4.09
(xvi)	MPSEZ Utilities Private Limited	0.10	0.10	6.10	6.30
(xvii)	Adani Mundra LPG Terminal Private Limited	-	571.00	571.00	571.00
(xviii)	Adani Total Private Limited (formerly known as Adani Petroleum Terminal Private Limited)	68.00	569.37	627.37	913.48
(xix)	Adani Warehousing Services Private Limited	-	-	-	0.49
(xx)	Abbot Point Operations Pty. Limited	92.15	98.04	98.04	98.04
(xxi)	Adani CMA Mundra Container Terminal Private Limited	276.56	477.76	477.76	477.76
(xxii)	Adani International Container Terminal Private Limited	987.81	1,011.28	1,011.28	1,011.28
(xxiii)	Marine Infrastructure Developer Private Limited	460.85	446.10	535.85	495.00
(xxiv)	Dholera Infrastructure Private Limited	4.91	4.91	4.91	4.91
(xxv)	Dholera Port & Special Economic Zone Limited	4.22	4.22	4.22	4.22
(xxvi)	Adani Dhamra LPG Terminal Private Limited	1.85	1.85	1.85	1.85
(xxvii)	Madurai Infrastructure Private Limited (formerly known as Mundra LPG Infrastructure Private Limited)	-	0.02	228.50	0.02
(xxviii)	Adani Mundra Port Holding Pte. Limited	0.11	-	0.11	-
(xxix)	Adani International Terminal Pte Limited	959.20	65.83	959.20	65.83

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

Note: All loans are given on interest bearing except loan to Dholera Infrastructure Private Limited, Dholera Port & Special Economic Zone Limited, Karnavati Aviation Private Limited, Adani Hospitals Mundra Private Limited, Mundra International Airport Private Limited, Abbot Point Operations Pty. Limited and Adani Mundra Port Holding Pte Limited.

37 Disclosure of significant interest in subsidiaries and joint ventures as per Ind AS 27 para 17.

Sr. No	Name of Entities	Relationship	Place of Business	Ownership %
(i)	Adani Logistics Limited	Subsidiary	India	100
(ii)	Karnavati Aviation Private Limited	Subsidiary	India	100
(iii)	MPSEZ Utilities Private Limited	Subsidiary	India	100
(iv)	Mundra SEZ Textile and Apparel Park Private Limited	Subsidiary	India	50
(v)	Adani Murmugao Port Terminal Private Limited	Subsidiary	India	100
(vi)	Mundra International Airport Private Limited	Subsidiary	India	100
(vii)	Adani Hazira Port Private Limited	Subsidiary	India	100
(viii)	Adani Petronet (Dahej) Port Private Limited	Subsidiary	India	74
(ix)	Madurai Infrastructure Private Limited (formerly known as Mundra LPG Infrastructure Private Limited)	Subsidiary	India	100
(x)	Adani Vizag Coal Terminal Private Limited	Subsidiary	India	100
(xi)	Adani Kandla Bulk Terminal Private Limited	Subsidiary	India	100*
(xii)	Adani Warehousing Services Private Limited	Subsidiary	India	100
(xiii)	Adani Ennore Container Terminal Private Limited	Subsidiary	India	100
(xiv)	Adani Hospitals Mundra Private Limited	Subsidiary	India	100
(xv)	The Dhamra Port Company Limited	Subsidiary	India	100
(xvi)	Shanti Sagar International Dredging Private Limited	Subsidiary	India	100
(xvii)	Abbot Point Operations Pty. Limited	Subsidiary	Australia	100
(xviii)	Adani Vizhinjam Port Private Limited	Subsidiary	India	100
(xix)	Adani Kattupalli Port Private Limited	Subsidiary	India	100
(xx)	The Adani Harbour Services Private Limited	Subsidiary	India	100
(xxi)	Mundra International Gateway Terminal Private Limited	Subsidiary	India	100
(xxii)	Adani International Terminals Pte Ltd	Subsidiary	Singapore	100
(xxiii)	Dholera Infrastructure Private Limited	Subsidiary	India	49
(xxiv)	Adinath Polyfills Private Limited (Acquisition of Controlling Interest in Equity Shares of Company)	Subsidiary	India	100
(xxv)	Marine Infrastructure Developer Private Limited	Subsidiary	India	97
(xxvi)	Adani Mundra Port Holding Pte Limited	Subsidiary	Singapore	100
(xxvii)	Adani Bhavanapadu Port Private Limited	Subsidiary	India	100
(xxviii)	Adani Tracks Management Services Private Limited	Subsidiary	India	100
(xxix)	Adani Pipelines Private Limited	Subsidiary	India	100
(xxx)	Adani Bangladesh Ports Private Limited	Subsidiary	Bangladesh	100
(xxxi)	Adani International Container Terminal Private Limited	Joint Ventures	India	50
(xxxii)	Adani CMA Mundra Terminal Private Limited	Joint Ventures	India	50

* Includes beneficial ownership of 26% of equity interest in aforesaid subsidiary (refer note 4 (c)).

38 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 previous year, the Management had assessed that it would be prudent to record revenue from this project once definitive agreements are executed by both the parties. Consequently the Company derecognised accrued income amounting to ₹ 121.90 crore (net off of advance received ₹ 50 crore and cost) which was recognised in earlier financial year. The same is presented as an exceptional item in the financial results for the year ended March 31, 2019.

During the current year, as assessed by the management, due to the disputes between the Company and Customer with respect to construction, operation and maintenance of the LNG Project, Interim and Arbitration Agreement dated December 24, 2019 was executed. Pursuant thereto, ₹ 666 crore has been received and arbitration has been invoked by the Company. The Company is in process of preparing and computing its claims to be filed before the Arbitral Tribunal. The Company and Customer have appointed their nominee arbitrators and the Umpire of the Arbitral Tribunal will be named by the nominee arbitrators of the Parties, shortly. Pending further developments, no revenue has been recorded as at March 31, 2020.

Notes to the Standalone Financial Statements
for the year ended March 31, 2020

39 The Company's management has made initial assessment of likely impact from the pandemic COVID-19 on business and financial risks based on internal and external sources of information including economic forecasts, measures being under taken by Government and expected GDP growth. The management believes while the COVID-19 may adversely impact on the business in the short-term, it does not anticipate material medium to Long-Term risks to the business prospects. The Company has also considered the possible effects of COVID-19 on the carrying amounts of property plant and equipment, goodwill, intangible assets, receivables and debt covenants using reasonably available information, estimates and judgement and has determined that none of these balances require a material adjustment to their carrying values. The Company has received notices of Force Majeure wrt some construction contractors and suppliers. Similarly, the Company has also issued notices of Force Majeure to customers, suppliers and concessioning authorities. Based on the preliminary legal evaluation of these notices, the Management does not anticipate any material economic outflow of resources which requires provisioning in these financial statements.

40 In terms of the development and operations of Vizhinjam International Deepwater Multipurpose Seaport ("Project") as per Concession Agreement ("CA") dated August 17, 2015 with Government of Kerala, the scheduled milestone date, for Adani Vizhinjam Port Pvt Ltd ("AVPPL") to complete the Project including Commercial Operation Date ("COD") and extension till August 30, 2020.

As at reporting date, AVPPL has not achieved the Scheduled COD because of events Cyclone Ockhi in November, 2017, Extreme Adverse Weather conditions at Sea in July, 2018 whereby project work got standstill, Amendments in procedures for Environment Clearance, as per the National Green Tribunal (NGT) vide order dated September 13, 2018, Nationwide lockdown due to COVID-19 pandemic in March, 2020 which are in nature of Force Majeure events under clause 35.5.1 of the CA. Presently AVPPL is in discussions with Government of Kerala and VISL for revision in Project completion schedule and clarification on certain 'Force Majeure Events' raised by the AVPPL vide it's letter dated December 02, 2017, July 18, 2018, October 04, 2018 and March 20, 2020 with the authorities to take up the matter.

Based on the various representations made by the AVPPL for the reasons for delay in achieving the COD and discussions at regular Project Review meetings convened by the Principle Secretary to the Government of Kerala, Port Department and minutes thereof, the management is confident with regards to authorities accepting it's stand of various 'Force Majeure Events', claimed during the course of the construction of the project as well as revision in the project completion schedule.

41 Standards issued but not effective

As at the date of issue of financial statements, there are no new standards or amendments which have been notified by the MCA but not yet adopted by the Company. Hence, the disclosure is not applicable.

42 Event occurred after the Balance Sheet Date

The Company evaluates events and transactions that occur subsequent to the balance sheet date but prior to the approval of financial statements to determine the necessity for recognition and/or reporting of subsequent events and transactions in the financial statements. As of May 05, 2020, there were no subsequent events and transactions to be recognised or reported that are not already disclosed.

For and on behalf of the Board of Directors

Gautam S. Adani
Chairman and Managing Director
DIN : 00006273

Rajesh S. Adani
Director
DIN : 00006322

Karan Adani
Wholetime Director and CEO
DIN: 03088095

Deepak Maheshwari
Chief Financial Officer
Place : Mumbai

Kamlesh Bhagia
Company Secretary

Place: Ahmedabad
Date : May 05, 2020

Independent Auditor's Report

To
The Members of
Adani Ports and Special Economic Zone Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **Adani Ports and Special Economic Zone Limited** ("the Parent") and its subsidiaries, (the Parent and its subsidiaries together referred to as "the Group") which includes the Group's share of loss in its associate and joint ventures, which comprise the Consolidated Balance Sheet as at March 31, 2020, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of other auditors on separate financial statements of subsidiaries and joint 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, 2020, 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 and its associate 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 sub-paragraphs (a) and (b) of the Other Matters section below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Emphasis of Matter

We draw attention to:

(i) Note 41 to the consolidated financial statement, regarding the management's impairment assessment of property, plant and equipment of ₹ 12.07 crore and intangible assets of ₹ 1,109.49 crore, as at 31 March 2020 being considered recoverable based on the future operational plans and cash flows wherein the projections are made based on various judgements and estimates related to cargo traffic, port tariffs, inflation, discount rates and implications expected to arise from COVID-19 pandemic, wherein the actuals could vary, in case of Adani Murmugao Port Terminal Private Limited and Adani Kandla Bulk Terminal Private Limited and also considering the expected relaxation to be received for revenue share regarding the storage charge in case of Adani Murmugao Port Terminal Private Limited. Accordingly, for the reasons stated therein in the said Note, no provision towards impairment is considered necessary at this stage.

(ii) Note 47 of the consolidated financial statements wherein in case of Adani Vizhinjam Port Private Limited, a matter relating to delay in compliance of Commercial Operational Date (COD) in terms of the Concession Agreement for the development of international deep-water multipurpose seaport at Vizhinjam, Kerala and status thereof as at reporting date, detailed in the said note.

Our report is not modified in respect of these matters.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Property, Plant and Equipment & Intangible assets for Service Concession Arrangement — Refer to Note 41 to the consolidated financial statements

Key Audit Matter Description

The Group has entered into Service Concession Arrangement ("SCA") for its port facilities at Kandla and Goa. The cost of infrastructure facilities forming part of the SCAs are classified as Intangible assets along with certain tangible assets. As of March 31, 2020, the aggregate carrying value of these assets is ₹ 1,121.56 crore.

The Group's evaluation of impairment of these assets involves the comparison of recoverable value of each cash-generating unit to its corresponding carrying value. The Group used the discounted cash flow model to estimate recoverable value, which requires management to make significant estimates and assumptions related to forecasts of future revenues and operating margins, and discount rates. Changes in these assumptions could have a significant impact on either the recoverable value, the amount of any impairment charge, or both.

We focused on this area as Key Audit Matter due to the size/materiality of the balance of assets under the SCA and because the Group's assessment of the 'recoverable value' of the cash generating unit involves judgements about the future results of the business and the discount rates applied to future cash flow forecasts.

How the Key Audit Matter Was Addressed in the Audit

Our audit procedures related to forecasts of future revenue and operating margin and selection of the discount rate for these SCAs included the following, among others:

- We tested the Design, Implementation and Operating effectiveness of controls over impairment assessment process, including those over the forecasts of future revenue and operating margin, and the selection of the discount rate.
- We evaluated the reasonableness of management's revenue and operating margin forecasts by comparing the forecasts to:
  - Historical revenues and operating margins.
  - Internal communications to management, 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 variations in the cash flow estimates.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Parent's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report of even date and annexures thereof, but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon.
- Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the consolidated financial statements, our responsibility is to read the other information, compare with the financial statements of the subsidiaries and its 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 and its 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 associate 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 associate 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 associate 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Parent, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group (and of its associate and joint ventures) are responsible for assessing the ability of the Group (and of its associate and joint ventures) to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate or cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associate and joint ventures are also responsible for overseeing the financial reporting process of the Group and of its associate 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 and its associate 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 and its associate 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 associate 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 the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

We communicate with those charged with governance of the Parent and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

(a) We did not audit the financial statements of 58 subsidiaries, whose financial statements reflect total assets of ₹ 20,484.18 crore as at March 31, 2020, total revenues of ₹ 4,697.25 crore and net cash inflows amounting to ₹ 995.69 crore for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net loss of ₹ 138.53 crore for the year ended March 31, 2020, as considered in the consolidated financial statements, in respect of two joint ventures, whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and joint 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 and joint venture is based solely on the reports of the other auditors.

Certain of these subsidiaries are located outside India whose financial statements and other financial information have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been audited by other auditors under generally accepted auditing standards applicable in their respective countries. The Company's management has converted the financial statements of such subsidiaries located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Company's management. Our opinion in so far as it relates to the balances and affairs of such subsidiaries located outside India is based on the report of other auditors and the conversion adjustments prepared by the management of the Company and audited by us.

(b) We did not audit the financial statements of two subsidiaries, whose financial statements reflect total assets of ₹ 0.47 crore as at March 31, 2020, total revenues of ₹ Nil and net cash inflows amounting to ₹ Nil for the year ended on that date, as considered in the consolidated financial statements. 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 subsidiaries, is based solely on such unaudited financial statements. In our opinion and according to the information and explanations given to us by the Management, this financial information are not material to the Group.

Our opinion on the consolidated financial statements above and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial 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 the subsidiaries 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 Flows and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

   d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.

   e) On the basis of the written representations received from the directors of the Parent as on March 31, 2020 taken on record by the Board of Directors of the Company and the reports of the statutory auditors of its subsidiary companies and joint venture companies incorporated in India, none of the directors of the Group companies, and joint venture companies incorporated in India is disqualified as on March 31, 2020 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, its associate and joint venture companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of those companies.

   g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Parent to its directors during the year is in accordance with the provisions of section 197 of the Act.

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

i) The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group and its associate 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 and its subsidiary companies, its associate and joint venture companies incorporated in India.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Kartikeya Raval
Partner
(Membership No. 106189)
(UDIN No: 20106189AAAACR2682)

Place : Ahmedabad,
Date : May 05, 2020

Annexure "A" to the Independent Auditor's Report

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the consolidated Ind AS financial statements of the Company as of and for the year ended March 31, 2020, we have audited the internal financial controls over financial reporting of **Adani Ports and Special Economic Zone Limited** (hereinafter referred to as "Parent"), its subsidiary companies, its associate and joint ventures, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Parent, its subsidiary companies, its associate and joint ventures, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Parent, its subsidiary companies, its associate and its joint ventures, which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by other auditors of the subsidiary companies, and joint 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 subsidiary companies, its associate and its joint ventures, which are companies incorporated in India.

Meaning of Internal Financial Controls Over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors referred to in the Other Matters paragraph below, the Parent, its subsidiary companies, its associate 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, 2020, 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 50 subsidiary companies and two 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 No: 20106189AAAACR2682)

Place : Ahmedabad,
Date : May 05, 2020

Consolidated Balance Sheet

as at March 31, 2020

₹ in crore

Particulars	Notes	As at March 31, 2020	As at March 31, 2019
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	3 (a)	25,744.92	22,780.93
Right-of-Use Assets	3 (b)	1,742.96	-
Capital Work-in-Progress		3,216.33	4,483.48
Goodwill	3 (d)	3,286.25	3,267.93
Other Intangible Assets	3 (c)	1,940.38	2,072.56
Investments accounted using Equity Method	4 (a)	826.01	3.00
Financial Assets			
Investments	4 (b)	340.10	265.49
Loans to Joint Venture Entities	6	1,264.37	1,219.54
Other Financial Assets	7	5,059.16	4,346.73
Deferred Tax Assets (net)	26	1,209.62	1,028.38
Other Non-Current Assets	8	2,753.66	2,428.28
		47,383.76	**41,896.32**
Current Assets			
Inventories	9	288.28	806.68
Financial Assets			
Investments	10	11.89	513.81
Trade Receivables	5	2,589.09	2,431.91
Customers' Bills Discounted	5	613.05	357.75
Cash and Cash Equivalents	11	7,195.46	4,798.19
Bank Balances other than above	11	118.40	1,169.11
Loans	6	1,784.88	1,278.11
Loans to Joint Venture Entities	6	68.00	269.50
Other Financial Assets	7	986.69	2,153.20
Other Current Assets	8	1,164.17	852.88
		14,819.91	**14,631.14**
Total Assets		**62,203.67**	**56,527.46**
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	12	406.35	414.19
Other Equity	13	25,217.14	24,124.01
Total Equity attributable to Equity Holders of the Parent		**25,623.49**	**24,538.20**
Non-Controlling Interests		219.59	209.94
Total Equity		**25,843.08**	**24,748.14**
Liabilities			
Non-Current Liabilities			
Financial Liabilities			
Borrowings	14	26,181.33	19,883.32
Other Financial Liabilities	15	734.33	166.05
Provisions	19	8.23	3.90
Deferred Tax Liabilities (net)	26	286.97	216.03
Other Non-Current Liabilities	16	1,453.26	1,158.33
		28,664.12	**21,427.63**
Current Liabilities			
Financial Liabilities			
Borrowings	17	1,544.12	6,188.12
Customers' Bills Discounted	17	613.05	357.75
Trade and Other Payables	18		
- total outstanding dues of micro enterprises and small enterprises		1.96	2.07
- total outstanding dues of creditors other than micro enterprises and small enterprises		726.78	570.00
Other Financial Liabilities	15	3,336.14	2,541.67
Other Current Liabilities	16	1,346.66	564.27
Provisions	19	106.30	99.25
Current Tax Liabilities (net)	26	21.46	28.56
		7,696.47	**10,351.69**
Total Liabilities		**36,360.59**	**31,779.32**
Total Equity and Liabilities		**62,203.67**	**56,527.46**

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 05, 2020

For and on behalf of the Board of Directors

Gautam S. Adani
Chairman and Managing Director
DIN : 00006273

Rajesh S. Adani
Director
DIN : 00006322

Karan Adani
Wholetime Director and CEO
DIN: 03088095

Deepak Maheshwari
Chief Financial Officer
Place : Mumbai

Kamlesh Bhagia
Company Secretary

Place : Ahmedabad
Date : May 05, 2020

Consolidated Statement of Profit and Loss

for the year ended March 31, 2020

₹ in crore

Particulars	Notes	For the year ended March 31, 2020	For the year ended March 31, 2019
Income			
Revenue from Operations	20	11,438.77	10,925.44
Gain arising from Infrastructure Development at Dhamra LNG Terminal	42	434.30	-
Other Income	21	1,861.35	1,362.34
Total Income		**13,734.42**	**12,287.78**
Expenses			
Operating Expenses	22	3,097.26	2,760.80
Employee Benefits Expense	23	546.52	529.81
Finance Costs	24		
Interest and Bank Charges		1,950.64	1,428.30
Derivative (Gain) (net)		(137.50)	(43.11)
Depreciation and Amortisation Expense	3	1,680.28	1,373.48
Foreign Exchange Loss (net)		1,626.38	475.92
Other Expenses	25	663.90	567.35
Total Expenses		**9,427.48**	**7,092.55**
Profit before share of loss from Joint Venture Entities, exceptional items and tax		4,306.94	5,195.23
Share of loss from Joint Venture Entities		(4.39)	(0.06)
Profit before exceptional items and tax		**4,302.55**	**5,195.17**
Exceptional items	39 & 40	**(58.63)**	**(68.95)**
Profit before tax		**4,243.92**	**5,126.22**
Tax expense:	26		
Current tax		707.49	1,057.60
Deferred tax		(144.60)	219.31
Less: Tax (credit) under Minimum Alternate Tax (MAT)		(103.50)	(195.44)
Total tax expense		**459.39**	**1,081.47**
Profit for the Year	(A)	**3,784.53**	**4,044.75**
Attributable to:			
Equity holders of the parent		3,763.13	3,990.22
Non-controlling interests		21.40	54.53
Other Comprehensive Income			
Items that will not be reclassified to profit or loss in subsequent periods			
Re-measurement losses on defined benefit plans		(2.90)	(2.55)
Income tax impact		0.44	0.32
		(2.46)	**(2.23)**
Net Gains on FVTOCI Equity Investments		13.27	23.25
Income tax impact		(2.76)	(5.41)
		10.51	**17.84**
Items that will be reclassified to profit or loss in subsequent periods			
Share in other comprehensive income of joint venture (net of tax)		(12.12)	-
Exchange difference on translation of foreign operations		40.69	(0.20)
		28.57	**(0.20)**
Total Other Comprehensive Income for the year (net of tax)	(B)	**36.62**	**15.41**
Attributable to:			
Equity holders of the parent		37.06	15.85
Non-controlling interests		(0.44)	(0.44)
Total Comprehensive income for the year (net of tax)	(A)+(B)	**3,821.15**	**4,060.16**
Attributable to:			
Equity holders of the parent		3,800.19	4,006.07
Non-controlling interests		20.96	54.09
Earnings per Share - (Face value of ₹ 2 each) Basic and Diluted (in ₹)	27	**18.35**	**19.27**

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

Deepak Maheshwari
Chief Financial Officer
Place : Mumbai

Kamlesh Bhagia
Company Secretary

Place : Ahmedabad
Date : May 05, 2020

Place : Ahmedabad
Date : May 05, 2020

Consolidated Statement of Changes in Equity

for the year ended March 31, 2020

₹ in crore

Particulars	Attributable to equity holders of the parent											Non-controlling interest	Total equity
	Equity share capital	Other Equity									Total		
		Equity Component of Non-Cumulative Redeemable Preference shares	Reserve & Surplus						Other Comprehensive Income				
			Securities Premium	Foreign Currency Monetary item Translation Difference Account	Debenture Redemption Reserve	Tonnage Tax Reserve	General Reserve	Retained Earnings	Foreign Currency Translation Reserve	Equity instrument through OCI			
Balance as at April 1, 2018	**414.19**	**165.88**	**2,551.72**	**(37.13)**	**661.71**	**319.50**	**2,260.87**	**14,582.00**	**(0.01)**	**150.10**	**21,068.83**	**149.56**	**21,218.39**
Profit for the year	-	-	-	-	-	-	-	3,990.22	-	-	3,990.22	54.53	4,044.75
Other Comprehensive Income													
Re-measurement gains / (losses) on defined benefit plans (net of tax)	-	-	-	-	-	-	-	(2.23)	-	-	(2.23)	-	(2.23)
Net Gains on FVTOCI Equity Investments (net of tax)	-	-	-	-	-	-	-	-	-	18.28	18.28	(0.44)	17.84
Exchange difference on translation of foreign operations	-	-	-	-	-		-	-	(0.20)	-	(0.20)	-	(0.20)
Total Comprehensive Income for the year	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**3,987.99**	**(0.20)**	**18.28**	**4,006.07**	**54.09**	**4,060.16**
Dividend on shares	-	-	-	-	-	-	-	(414.19)	-	-	(414.19)	-	(414.19)
Dividend distribution tax (DDT)	-	-	-	-	-	-	-	(85.64)	-	-	(85.64)	-	(85.64)
Dividend to Non-Controlling Interests	-	-	-	-	-	-	-	-	-	-	-	(5.42)	(5.42)
Foreign exchange gain /(loss) during the year	-	-	-	(153.47)	-	-	-	-	-	-	(153.47)	-	(153.47)
Amortised in consolidated statement of profit and loss	-	-	-	119.53	-	-	-	-	-	-	119.53	-	119.53
Transfer to General Reserve	-	-	-	-	(315.00)	-	315.00	-	-	-	-	-	-
Others	-	-	-	-	-	-	-	(3.34)	-	-	(3.34)	-	(3.34)
increase in Non-controlling Interests on account of acquisition	-	-	-	-	-	-	-	-	-	-	-	11.97	11.97
Gain on increase in non-controlling interest	-	-	-	-	-	-	-	0.41	-	-	0.41	(0.41)	-
Increase in share capital of non-controlling interest	-	-	-	-	-	-	-	-	-	-	-	0.15	0.15
Transfer to Debenture Redemption Reserve	-	-	-	-	167.33	-	-	(167.33)	-	-	-	-	-
Transfer from/to Tonnage Tax Reserve	-	-	-	-	-	210.32	-	(210.32)	-	-	-	-	-
Balance as at March 31, 2019	**414.19**	**165.88**	**2,551.72**	**(71.07)**	**514.04**	**529.82**	**2,575.87**	**17,689.58**	**(0.21)**	**168.38**	**24,538.20**	**209.94**	**24,748.14**

Consolidated Statement of Changes in Equity

for the year ended March 31, 2020

₹ in crore

Particulars	Attributable to equity holders of the parent													Non-controlling interest	Total equity
	Equity share capital	Other Equity											Total		
		Equity Component of Non-Cumulative Redeemable Preference shares	Reserve & Surplus							Other Comprehensive Income					
			Securities Premium	Foreign Currency Monetary item Translation Difference Account	Debenture Redemption Reserve	Tonnage Tax Reserve	Capital Redemption Reserve	General Reserve	Retained Earnings	Foreign Currency Translation Reserve	Cash Flow Hedge Reserve	Equity instrument through OCI			
Balance as at April 1, 2019	**414.19**	**165.88**	**2,551.72**	**(71.07)**	**514.04**	**529.82**	**-**	**2,575.87**	**17,689.58**	**(0.21)**	**-**	**168.38**	**24,538.20**	**209.94**	**24,748.14**
Profit for the year	-	-	-	-	-	-	-	-	3,763.13	-	-	-	3,763.13	21.40	3,784.53
Other Comprehensive Income															
Re-measurement losses on defined benefit plans (net of tax)	-	-	-	-	-	-	-	-	(2.46)	-	-	-	(2.46)	-	(2.46)
Net Gains on FVTOCI Equity Investments (net of tax)	-	-	-	-	-	-		-	-	-	-	10.95	10.95	(0.44)	10.51
Effective portion of gains and losses on designated portion of hedging instruments in a cash flow hedge	-	-	-	-	-	-	-	-	-	-	(10.11)	-	(10.11)	-	(10.11)
Reversal due to dilution of stake in subsidiary	-	-	-	-	-	-	-	-	-	-	10.11	-	10.11		10.11
Share in other comprehensive income of joint venture	-	-	-	-	-	-	-	-	-	-	(12.12)	-	(12.12)		(12.12)
Exchange difference on translation of foreign operations	-	-	-	-	-	-	-	-	-	40.69	-	-	40.69	-	40.69
Total Comprehensive Income for the year	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**3,760.67**	**40.69**	**(12.12)**	**10.95**	**3,800.19**	**20.96**	**3,821.15**
Dividend on shares	-	-	-	-	-	-	-	-	(691.58)	-	-	-	(691.58)	-	(691.58)
Dividend distribution tax (DDT)	-	-	-	-	-	-	-	-	(142.84)	-	-	-	(142.84)	-	(142.84)
Dividend to Non-Controlling Interests	-	-	-	-	-	-	-	-	-	-	-	-	-	(10.85)	(10.85)
Foreign exchange gain/(loss) during the year	-	-	-	(16.79)	-	-	-	-	-	-	-	-	(16.79)	-	(16.79)
Amortised in consolidated statement of profit and loss	-	-	-	87.86	-	-	-	-	-	-	-	-	87.86	-	87.86
Transfer to General Reserve	-	-	-	-	(162.49)	-	-	162.49	-	-	-	-	-	-	-
Non-controlling Interest Adjustment on Acquisition	-	-	-	-	-	-	-	-	-	-	-	-	-	(0.46)	(0.46)
Buyback of equity shares (refer note 12 (a)(ii))	(7.84)	-	(1,952.16)	-	-	-	-	-	-	-	-	-	(1,960.00)	-	(1,960.00)
Transaction costs for buyback	-	-	-	-	-	-	-	(10.72)	-	-	-	-	(10.72)	-	(10.72)

₹ in crore

Particulars	Attributable to equity holders of the parent													Non-controlling interest	Total equity
	Equity share capital	Other Equity											Total		
		Equity Component of Non-Cumulative Redeemable Preference shares	Reserve & Surplus							Other Comprehensive Income					
			Securities Premium	Foreign Currency Monetary item Translation Difference Account	Debenture Redemption Reserve	Tonnage Tax Reserve	Capital Redemption Reserve	General Reserve	Retained Earnings	Foreign Currency Translation Reserve	Cash Flow Hedge Reserve	Equity instrument through OCI			
Transfer to Debenture Redemption Reserve	-	-	-	-	125.65	-	-	-	(125.65)	-	-	-	-	-	-
Transfer to Capital Redemption Reserve upon buyback (refer note 13)	-	-	-	-	-	-	7.84	(7.84)	-	-	-	-	-	-	-
Gain on Pre-mature redemption of preference share	-	-	-	-	-	-	-	-	18.52	-	-	-	18.52	-	18.52
Pre-mature redemption of Preference Share (refer note 12 (b) (iii))	-	(14.17)	-	-	-	-	-	-	-	-	-	-	(14.17)	-	(14.17)
Impact due to remeasurement of Deferred Tax (refer note 12 (b) (ii))	-	14.82	-	-	-	-	-	-	-	-	-	-	14.82	-	14.82
Transfer from/to Tonnage Tax Reserve	-	-	-	-	-	216.53	-	-	(216.53)	-	-	-	-	-	-
Balance as at March 31, 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**

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 05, 2020

For and on behalf of the Board of Directors

Gautam S. Adani
Chairman and Managing Director
DIN : 00006273

Rajesh S. Adani
Director
DIN : 00006322

Karan Adani
Wholetime Director and CEO
DIN: 03088095

Deepak Maheshwari
Chief Financial Officer
Place : Mumbai

Kamlesh Bhagia
Company Secretary

Place : Ahmedabad
Date : May 05, 2020

Consolidated Statement of Cash Flows
for the year ended March 31, 2020

₹ in crore

Particulars		For the year ended March 31, 2020	For the year ended March 31, 2019
A	**Cash Flows from Operating Activities**		
	Net profit before Tax	4,243.92	5,126.22
	Adjustments for :		
	Share of Loss of Joint Venture Entities	4.39	0.06
	Depreciation and Amortisation Expense	1,680.28	1,373.48
	Unclaimed Liabilities / Excess Provision Written Back	(1.84)	(18.97)
	Cost of Assets transferred under Finance Lease	19.80	34.15
	Recognition of Deferred Income under Long-Term Land Lease / Infrastructure Usage Agreements	(71.80)	(62.56)
	Financial Guarantees Income	(1.52)	(5.87)
	Amortisation of Government Grant	(12.48)	(11.45)
	Finance Cost	1,950.64	1,428.30
	Effect of Exchange Rate Change	1,709.73	447.30
	Gain on account of dilution of stake in Subsidiary	(480.57)	(0.50)
	Derivative Gain (net)	(137.50)	(43.11)
	Provision of Doubtful Debts	19.47	24.15
	Interest Income	(1,669.74)	(1,220.19)
	Dividend Income	(8.00)	(7.00)
	Net Gain on Sale of Current Investments	(48.70)	(43.02)
	Provision for Royalty on storage (refer note 40 (b))	58.63	-
	Reversal for Impairment (refer note 40 (a))	-	(52.95)
	De-recognition of accrued revenue (refer note 39)	-	121.90
	Diminution in value of Inventories	0.16	2.64
	Amortisation of fair valuation adjustment on Security Deposit	1.72	7.49
	Loss on Sale/Discard of Property, Plant and Equipment (net)	3.86	4.14
	Operating Profit before Working Capital Changes	**7,260.45**	**7,104.21**
	Adjustments for:		
	(Increase)/Decrease in Trade Receivables	(175.66)	1,264.26
	(Increase) in Inventories	(44.65)	(256.92)
	Decrease/(Increase) in Financial Assets	512.56	(961.17)
	(Increase) in Other Assets	(612.94)	(318.98)
	Increase/(Decrease) in Provisions	6.28	(3.93)
	Increase in Trade Payables	84.34	79.58
	Increase in Other Financial Liabilities	76.31	127.02
	Increase in Other Liabilities	1,144.69	101.84
	Cash Generated from Operations	**8,251.38**	**7,135.91**
	Direct Taxes paid (Net of Refunds)	(849.57)	(1,106.51)
	Net Cash generated from Operating Activities	**7,401.81**	**6,029.40**
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)	(3,621.41)	(2,940.49)
	Proceeds from Sale of Property, Plant and Equipment	62.99	53.83
	Payment of Deposit given against Capital Commitments (net)	(379.25)	(2,064.61)
	Payment for acquisition of subsidiaries	(273.46)	(1,478.16)
	Equity investment in Joint Venture entities/Associates	(191.15)	(3.06)
	Redemption of Non-Convertible Redeemable Debentures	-	317.00
	Proceeds from sale of investment	78.47	-
	Investment in Preference share in Joint Venture entities	(289.36)	-
	Loans given	(37,532.03)	(19,306.22)
	Loans received back	37,794.62	19,266.31
	Proceeds from Fixed Deposits (net) including Margin Money Deposits	1,064.74	1,005.54
	Proceeds from sale/Purchase of Investments in Mutual Fund (net)	58.05	17.34
	Sale of Investments in short term Debentures and Commercial Papers (net)	492.00	48.00
	Dividend Received	8.00	7.00
	Interest Received	1,977.37	653.37
	Net Cash used in Investing Activities	**(750.42)**	**(4,424.15)**

Consolidated Statement of Cash Flows

for the year ended March 31, 2020

₹ in crore

	Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
C	**Cash Flows from Financing Activities**		
	Proceeds from Non-Current Borrowings	12,199.12	154.63
	Repayment of Non-Current Borrowings	(7,063.39)	(1,809.99)
	Proceeds from Current Borrowings	3,649.50	2,382.16
	Repayment of Current Borrowings	(4,608.59)	(937.72)
	Net movement in Other Current Borrowings (maturity period less than 3 months)	(3,775.12)	4,518.66
	Interest & Finance Charges Paid	(1,923.87)	(1,471.72)
	Repayment of Lease Liabilities	(13.42)	-
	Payment on Buy-back of Equity Shares	(1,960.00)	-
	Transaction costs for buy-back of Equity shares	(10.72)	-
	Payment on redemption of Preference shares (refer note 12 (b)(iii))	(12.40)	-
	Gain/(Loss) on settlement of Derivative Contracts	107.88	(17.63)
	Payment of Dividend on Equity and Preference Shares	(699.93)	(418.48)
	Payment of Dividend Distribution Tax	(144.69)	(86.57)
	Net Cash (used in)/generated from Financing Activities	**(4,255.63)**	**2,313.34**
D	**Net increase in Cash and Cash Equivalents (A+B+C)**	**2,395.76**	**3,918.59**
E	**Cash and Cash Equivalents at the Beginning of the year (refer note 11)**	4,798.19	823.48
F	**Cash and Cash Equivalents on acquisition of subsidiary (refer note 37)**	2.63	91.44
G	**Reduction in Cash and Cash Equivalents on account of loss of control of subsidiaries.**	(1.12)	(35.32)
H	**Cash and Cash Equivalents at the End of the year (refer note 11)**	7,195.46	4,798.19
	Components of Cash & Cash Equivalents		
	Cash on Hand	0.24	0.23
	Balances with Scheduled Banks		
	- In Current Accounts	7,150.84	4,612.89
	- In Fixed Deposit Accounts	44.38	185.07
	Cash and Cash Equivalents at the end of the year	**7,195.46**	**4,798.19**

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 15(b).

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 05, 2020

For and on behalf of the Board of Directors

Gautam S. Adani
Chairman and Managing Director
DIN : 00006273

Rajesh S. Adani
Director
DIN : 00006322

Karan Adani
Wholetime Director and CEO
DIN: 03088095

Deepak Maheshwari
Chief Financial Officer
Place : Mumbai

Kamlesh Bhagia
Company Secretary

Place : Ahmedabad
Date : May 05, 2020

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

1 Corporate information

The Consolidated financial statements comprise financial statements of Adani Ports and Special Economic Zone Limited ("the Company" or "APSEZL"), its joint venture entities and subsidiaries (collectively, the "Group") for the year ended March 31, 2020. The Company is a public company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. Its shares are listed on two recognised stock exchanges in India. The registered office of the Company is located at "Adani House", Mithakhali Six Roads, Navrangpura, Ahmedabad, Gujarat, India - 380009.

The Group has port infrastructure facilities at Mundra, Kandla, Hazira, Dahej, Dhamra, Vizag, Murmugao, Kattupalli, Ennore locations developed pursuant to the respective concession/sub concession agreements apart from other businesses. The Group is also developing port infrastructure at Vizhinjam and Myanmar.

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 facilities (CT-1) developed at Mundra, was transferred under sub-concession agreement entered into on January 7, 2003 between Mundra International Container Terminal Limited ("MICTL") and the Company wherein the Company has given rights to MICTL to handle the container cargo for a period of 28 years i.e. up to February 17, 2031. The container terminal facilities developed at South Port location (CT-3) has been leased under approved sub concession agreement dated October 17, 2011 to (50:50) joint venture Company, Adani International Container Terminal Private Limited ("AICTPL"), co-terminate with main concession agreement with GMB. During the financial year 2017-18 the Company has entered into an arrangement with the Adani International Container Terminal Private Limited ("AICTPL"), a Joint Venture, to sub lease new terminal CT-3 Extension besides CT-3. The said terminal commenced operations w.e.f. November 01, 2017. The said sub-concession agreement is pending to be concluded with GOG and GMB. Another container terminal facilities developed at South Port location (CT-4) has been leased to (50:50) joint venture Company, Adani CMA Mundra Terminal Private Limited ("ACMTPL") (joint venture arrangement with CMA Terminals, France since July 30, 2014). The execution of sub-concession agreement between the Company, ACMTPL and GMB is pending as on date.

The Multi Product Special Economic Zone developed at Mundra by the Company along with port infrastructure facilities is approved by the Government of India vide their letter no. F-2/11/2003/EPZ dated April 12, 2006 and subsequently amended from time to time till date. The Company has also set up Free Trade and Warehousing Zone at Mundra based on approval of Ministry of Commerce and Industry vide letter no.F.1/16/2011-SEZ dated January 04, 2012. The Company has also set up additional Multi Product Special Economic Zone at Mundra Taluka over an area of 1,856 hectares as per approval from Ministry of Commerce and Industry vide approval letter dated April 24, 2015. The Company has received single notification consolidating all three notified SEZ in Mundra vide letter dated March 15, 2016 of Ministry of Commerce and Industry, Department of Commerce (SEZ Section).

The consolidated financial statements were authorised for issue in accordance with a resolution of the directors on May 05, 2020.

The subsidiary entities considered for consolidation and their nature of operations are as follows:

i) Adani Logistics Limited ("ALL"), a 100% subsidiary of APSEZL, has developed multi-model cargo storage-cum-logistics services through development of Inland Container Depots (ICDs) and Container Freight Stations (CFSs) at various strategic locations and operates container trains on specific railway routes as per concession agreement entered into with Ministry of Railways, Government of India.

ii) MPSEZ Utilities Private Limited ("MUPL"), is a 100% subsidiary of APSEZL, has developed infrastructure including operation, development, maintenance, improvement and extension of utility services (including power distribution) at Mundra Special Economic Zone in Kutch district, Gujarat.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

iii) Mundra SEZ Textile and Apparel Park Private Limited ("MITAP"), a 49.88% subsidiary of APSEZL and 5.40% investment held through ALL (a 100% subsidiary of APSEZL), has set up an integrated textile park under the scheme of Ministry of Textiles, Government of India in Special Economic Zone at Mundra, Kutch district, Gujarat.

iv) Karnavati Aviation Private Limited ("KAPL"), a 100% subsidiary of APSEZL, is engaged in providing non scheduled (passenger) airline services through its aircrafts.

v) Adani Petronet (Dahej) Port Private Limited ("APDPPL"), a 74% subsidiary of APSEZL, has developed a Solid Cargo Port Terminal and related port infrastructure facilities of bulk cargo at Dahej, Gujarat.

vi) Adani Murmugao Port Terminal Private Limited ("AMPTPL"), a 100% subsidiary of APSEZL, has developed port infrastructure facilities i.e. coal handling terminal at Murmugao, Goa.

vii) Mundra International Airport Private Limited ("MIAPL"), a 100% subsidiary of APSEZL, has plan to set up air cargo operations at Kawai, Rajasthan.

viii) Adani Hazira Port Private Limited ("AHPPL"), a 100% subsidiary of APSEZL, has developed multi – cargo terminal and related infrastructure at Hazira - Surat (Gujarat). The further expansion of port facilities is under development.

ix) Hazira Infrastructure Private Limited ("HIPL"), a step down subsidiary of APSEZL, a 100% subsidiary of Adani Hazira Port Private Limited has plans to develop and construct rail corridor between Surat and Hazira along with related infrastructure subject to approval by Railway Board and Government of Gujarat.

x) Madurai Infrastructure Private Limited ("MIPL") (formerly known as Mundra LPG Infrastructure Private Limited) is a 100% subsidiary of APSEZL.

xi) Adinath Polyfills Private Limited ("APPL") a 100% subsidiary of APSEZL and was strategically acquired to enhance the port business.

xii) Adani Vizag Coal Terminal Private Limited ("AVCTPL") is a 100% subsidiary of APSEZL. The Company has developed Port infrastructure facilities at East Quay for handling steam coal at Visakhapatnam Port.

xiii) Adani Kandla Bulk Terminal Private Limited ("AKBTPL") is a 100% subsidiary of APSEZL. The Company has developed a Dry Bulk terminal off Tekra near Tuna outside Kandla creek at Kandla Port.

xiv) Adani Warehousing Services Private Limited ("AWSPL") is a 100% subsidiary of APSEZL. The Company is formed to provide warehousing / storage facilities and other related services.

xv) Adani Ennore Container Terminal Private Limited ("AECTPL") is a 100% subsidiary of APSEZL. The Company has developed container terminal and other related infrastructure at Ennore Port.

xvi) Adani Hospitals Mundra Private Limited ("AHMPL") is a 100% subsidiary of APSEZL. The Company provides hospital and related services at Mundra.

xvii) The Dhamra Port Company Limited ("DPCL"), is a 100% subsidiary of APSEZL and is operating bulk cargo port infrastructure facilities at Dhamra in the state of Odisha.

xviii) Shanti Sagar International Dredging Private Limited ("SSIDPL") is a 100% subsidiary of APSEZL. The Company is providing dredging services.

xix) The Adani Harbour Services Private Limited ("TAHSPL") is a 100% subsidiary of APSEZL. Previously, the Company was known as TM Harbour Services Private Limited. The principal activity of TAHSPL is to own and operate harbour tugs, barges, other port crafts, ocean towage and offshore support vessels and to provide marine services like pilotage, laying and maintenance of buoys including SBMs, mooring of vessels at berth and mid-stream.

xx) Adani Vizhinjam Port Private Limited ("AVPPL"), a 100% subsidiary of APSEZL, is developing container terminal port and other related infrastructure at Vizhinjam.

xxi) Adani Kattupalli Port Private Limited ("AKPPL"), a 100% subsidiary of APSEZL is engaged in the business of Container Freight Station at Kattupalli Port, Tamil Nadu.

xxii) Adani Dhamra LPG Terminal Private Limited ("ADLTPL") was a step down subsidiary of APSEZL till December 28, 2018.

xxiii) Mundra LPG Terminal Private Limited ("MLTPL") was a step down subsidiary of APSEZL till December 28, 2018.

xxiv) Dholera Infrastructure Private Limited ("DIPL"), an entity in which APSEZL holds 49% of equity, was incorporated with the main object of developing, maintaining and operating infrastructure facilities. The Company through its subsidiary is in the process of developing port and infrastructure facilities. Under Ind AS 110, it has been evaluated that APSEZL has defacto control over DIPL

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

and accordingly is considered as subsidiary for consolidation purpose. (refer note 2.4(A)(i))

xxv) Dholera Port And Special Economic Zone Limited ("DPSEZL"), a 100% subsidiary of Dholera Infrastructure Private Limited was incorporated on August 31, 1998 under the provisions of Companies Act, 1956. The Company was in the process of developing a port at Dholera.

xxvi) Abbot Point Operations Pty Limited ("APO") is a 100% subsidiary of the Company and engaged in the business of Port Operations.

xxvii) Abbot Point Bulkcoal Pty Limited ("APB") has become a wholly owned subsidiary of Abbot Point Operations Pty Limited and step down subsidiary of APSEZL.

xxviii) Mundra International Gateway Terminal Private Limited ("MIGTPL") has been incorporated as wholly owned subsidiary of the Company.

xxix) Adani International Terminals Pte Limited ("AITPL") has been incorporated as wholly owned subsidiary of the Company.

xxx) Blue Star Realtors Private Limited has become wholly owned subsidiary of Adani Logistics Limited (the subsidiary Company of APSEZL) w.e.f. April 26, 2018.

xxxi) Adani Bhavanapadu Port Private Limited ("ABPPL") has been incorporated as wholly owned subsidiary of the Company on May 21, 2018.

xxxii) Marine Infrastructure Developer Private Limited has become subsidiary of APSEZL w.e.f. June 28, 2018 with 97% equity stake and is engaged in the business of Port Operations at Kattupalli Port.

xxxiii) Adani Mundra Port Holding Pte. Limited ("AMPHPL") has been incorporated as wholly owned subsidiary of the Company on October 30, 2018.

xxxiv) Adani Mundra Port Pte. Limited ("AMPPL") has been incorporated as wholly owned subsidiary of Adani Mundra Port Holding Pte. Limited (a subsidiary Company of APSEZL) on January 03, 2019.

xxxv) Adani Abbot Port Pte. Limited ("AAPPL") has been incorporated as wholly owned subsidiary of Adani Mundra Port Holding Pte. Limited (a subsidiary Company of APSEZL) on January 03, 2019.

xxxvi) Adani Yangon International Terminal Company Limited ("AYITCL") has been incorporated as wholly owned subsidiary of Adani International Terminals Pte Limited (a subsidiary Company) on February 22, 2019.

xxxvii) Adani Agri Logistics Limited, Adani Agri Logistics (Dahod) Limited, Adani Agri Logistics (Samastipur) Limited and Adani Agri Logistics (Darbhanga) Limited have become wholly owned subsidiaries of Adani Logistics Limited (the subsidiary Company of APSEZL) w.e.f. March 29, 2019 and is engaged in the business of Logistics Operations. Pursuant to the acquisition of 100% equity stake of Adani Agri Logistics Limited ("AALL"), subsidiary companies of AALL have became step down subsidiary companies of Adani Logistics Limited (the subsidiary Company of APSEZL).

xxxviii) Dermot Infracon Private Limited has become wholly owned subsidiary of Adani Logistics Limited (the subsidiary Company of APSEZL) w.e.f. March 25, 2019.

xxxix) Adani Tracks Management Services Private Limited has been incorporated as a wholly owned subsidiary of the Company on July 31, 2019.

xxxx) Dhamra Infrastructure Private Limited (formerly known as Welspun Orissa Steel Private Limited) have become wholly owned subsidiaries of Adani Logistics Limited (the subsidiary Company of APSEZL) on April 22, 2019.

xxxxi) Subsidiary Company Adani Logistics Limited has acquired 98.29% equity shares of Adani Logistics Services Private Limited ("ALSPL") (formerly known as Innovative B2B Logistics Solutions Private Limited) on August 06, 2019 and is engaged in the business of Logistics Operations.

Pursuant to such acquisition, subsidiary companies of ALSPL have became step down subsidiary companies of Adani Logistics Limited (the subsidiary Company of APSEZL).

xxxxii) Bowen Rail Operations Pte Limited has been incorporated as a wholly owned subsidiary of Adani Mundra Port Holding Pte Limited (subsidiary of the Company) on December 11, 2019.

xxxxiii) Adani Pipelines Private Limited has been incorporated as a wholly owned subsidiary of the Company on December 12, 2019.

xxxxiv) Bowen Rail Company Pty Limited has been incorporated as a wholly owned subsidiary of Bowen Rail Operations Pte Limited (step down subsidiary of the Company) on December 16, 2019.

xxxxv) Adani Bangladesh Ports Private Limited ("ABPPL") has been incorporated as a wholly owned subsidiary of the Company on February 17, 2020.

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

2 Basis of preparation

2.1 The consolidated financials statements of the Group has been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.

Accounting policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in accounting policy as mentioned in note 2.3 x) hitherto in use.

The consolidated financial statements have been prepared on a historical basis, except for the following assets and liabilities which have been measured at fair value or revalued amount :-

- Derivative financial instruments
- Defined Benefit Plans - Plan Assets measured at fair value and
- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments)

In addition, the consolidated financial statements are presented in INR and all values are rounded to the nearest crore (INR 00,00,000), except when otherwise indicated.

2.2 Principles of consolidation

The consolidated financial statements comprise the financial statements of the Company, its joint venture entities, associate companies and its subsidiaries as at March 31, 2020. 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

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

(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 liabilities of the subsidiary
- Derecognises the carrying amount of any non-controlling interests
- Derecognises the cumulative translation differences recorded in equity
- Recognises the fair value of the consideration received
- Recognises the fair value of any investment retained
- Recognises any surplus or deficit in profit or loss
- Reclassifies the parent's share of components previously recognised in OCI to profit or loss or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets or liabilities.

2.3 Summary of significant accounting policies

a) Investment in associates and joint venture entities

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but do not control or joint control over those policies.

A joint venture entity is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The considerations made in determining whether significant influence or joint control, are similar to those necessary to determine control over the subsidiaries.

The Group's investments in its associate and joint venture entities are accounted for using the equity method. Under the equity method, the investment in an associate or a joint venture entities is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the joint venture since the acquisition date.

The consolidated statement of profit and loss reflects the Group's share of the results of operations of the joint venture entities. Any change in OCI of those investees is presented as part of the Group's OCI. In addition, when there has been a change recognised directly in the equity of the joint venture entities, the Group recognises its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Group and the joint venture entities are eliminated to the extent of the interest in the joint venture entities.

If an entity's share of losses of a joint venture equals or exceeds its interest in the associate or joint venture (which includes any Long-Term interest that, in substance, form part of the Group's net investment in the associate or joint venture), the entity discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the joint venture. If the joint venture subsequently reports profits, the entity resumes recognising its share of those profits only after its share of the profits equals the share of losses not recognised.

The aggregate of the Group's share of profit or loss of a joint venture entities is shown on the face of the consolidated statement of profit and loss.

The financial statements of the joint venture entities are prepared for the same reporting period as the Group. When necessary, adjustments are made to bring the accounting policies in line with those of the Group.

After application of the equity method, the Group determines whether it is necessary to recognise an impairment loss on its investment in its joint venture entities. At each reporting date, the Group determines whether there is objective evidence that the investment in the joint venture entities are impaired. If there is such evidence, the Group calculates the amount of impairment as the difference

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

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.

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 current 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

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

rates prevailing at the dates of the transactions. For practical reasons, the group uses an average rate to translate income and expense items, if the average rate approximates the exchange rates at the dates of the transactions. The exchange differences arising on translation for consolidation are recognised in OCI. On disposal of a foreign operation, the component of OCI relating to that particular foreign operation is recognised in 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 categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Group's Management determines the policies and procedures for both recurring fair value measurement, such as derivative financial instruments and unquoted financial assets measured at fair value and for non recurring fair value measurement, such as an assets under the scheme of business undertaking.

External valuers are involved for valuation of significant assets such as business undertaking for transfer under the scheme and unquoted financial assets and financial liabilities. Involvement of external valuers is decided upon annually by the Management and in specific cases after discussion with and approval by the respective Company's Audit Committee. Selection criteria includes market knowledge, reputation, independence and whether professional standards are maintained. The Management decides, after discussions with the Group's external valuers, which valuation techniques and inputs to use for each case.

At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Group's accounting policies. For this analysis, the Management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The Management, in conjunction with the Group's external valuers, also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- Disclosures for valuation methods, significant estimates and assumptions (refer note 2.4 and 33.2)

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

- Quantitative disclosures of fair value measurement hierarchy (refer note 33.2)
- Investment in unquoted equity shares (refer note 4)
- Financial instruments (including those carried at amortised cost) (refer note 33.1)

e) Revenue recognition

Revenue 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 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 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 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 where applicable.

Income in the nature of license fees / waterfront royalty and revenue share is recognised in accordance terms and conditions of relevant service agreement with customers/ sub concessionaire.

Income towards infrastructure premium is recognised as revenue in the year in which the Company provides access to its common infrastructure.

Income from Long-Term leases

As a part of its business activity, the Group leases/ sub-leases land on Long-Term basis to its customers. Leases are classified as finance lease whenever the terms of lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating lease. In some cases, the Company enters into cancellable lease/ sub-lease transaction agreement, while in other cases, it enters into non-cancellable lease/ sub-lease agreement. The Company recognises 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 land 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 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

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

for the measurability, realisation and utilisation of the credit under the scheme. The receivables related to SEIS licenses are classified as "Other Non-Financial Assets".

Revenue recognition from Service Concession arrangements in Agri Logistics Business
Once the infrastructure is in operation, the treatment of income is as follows:

Finance income over financial asset after consideration of fixed storage charges is 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 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

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

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. Some of the subsidiaries and joint venture entities are also eligible for tax deductions available under section 80IA of the Income Tax Act, 1961 for a period of 10 years out of eligible period of 15 years. In view of the Company and some of the subsidiaries and joint venture entities availing tax deduction under Section 80IA/80IAB of the Income Tax Act, 1961, deferred tax has been 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 utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside 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.

The Group recognises tax credits in the nature of Minimum Alternative Tax ("MAT") credit as an asset only to the extent that there is sufficient taxable temporary difference/convincing evidence that the Group will pay normal income tax during the specified period, i.e., the period for which tax credit is allowed to be carried forward. In the year in which the Group 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)

Under the previous GAAP (Indian GAAP), Property, plant and equipment are stated at cost net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises the purchase price, borrowing costs (if 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.

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

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

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/over the balance period of concession agreement as applicable
Dredging Pipes - Plant and Equipment	1.5 Years
Nylon and Steel coated belt on Conveyor - Plant and Equipment	4 Years and 10 Years respectively
Inner Floating and outer floating hose, String of Single Point Mooring - Plant and 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.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

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

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

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.

A summary of the policies applied to the Group's intangible assets is, as follows:

Intangible Assets	Method of Amortisation	Estimated Useful life
Software applications	on straight line basis	5 Years based on management estimate
License Fees paid to Ministry of Railway (MOR) for approval for movement of Container Trains	on straight line basis	Over the license period of 20 years
Right to Use of Land	on straight line basis	Over the period of agreement between 10-20 years
Right of use to develop and operate the port facilities	on straight line basis	Over the balance period of Sub-Concession Agreement
Railway License	on straight line basis	35 Years based on validity of license

Port concession rights arising from Service Concession/ Sub-Concession Arrangements:

The Group recognises port concession rights as "Port Infrastructure Rights" under "Intangible Assets" arising from a service concession arrangement, in which the grantor controls or regulates the services provided and the prices charged, and also controls any significant residual interest in the infrastructure such as property, plant and equipment, if the infrastructure is existing infrastructure of the grantor or the infrastructure is constructed or purchased by the Group as part of the service concession arrangement. Such an intangible asset is recognised by the Group at cost (which is the fair value of the consideration received or receivable for the construction service delivered) and is capitalised when the project is complete in all respects and the Group receives the completion certificate from the authorities as specified in the concession agreement.

Port concession rights also include certain property, plant and equipment which are reclassified as intangible assets in accordance with Appendix 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 and loss when the asset is de-recognised.

The estimated 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

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

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
- variable charges based on Actual Utilisation Tonnage, then, the Group recognises 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.

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 transfers 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 because 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. Lease liabilities has been presented under the head "Other Financial Liabilities".

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

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

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 realisable value. Cost is determined on a moving weighted average basis. Cost of stores and spares lying in bonded warehouse includes custom duty payable.

Stores and Spares which do not meet the definition of property, plant and equipment are accounted as inventories.

Costs incurred that relate to future contract activities are recognised as "Project Work-in-Progress".

Project work-in-progress comprise specific contract costs and other directly attributable overheads including borrowing costs which can be allocated on specific contract cost is, valued at lower of cost and net realisable value.

Net Realisable Value in respect of stores and spares is the estimated current procurement price in the ordinary course of the business.

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 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

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

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 recognises contribution payable to the provident fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid.

The 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 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 with that are attributable to the acquisition of the financial assets.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in three categories:

- Debt instruments at amortised cost
- Debt instruments and derivative instruments and equity instruments at fair value through Profit or loss (FVTPL)

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

- 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 categorisation as amortised 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:

- 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

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

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). This amount is reflected under the head "Other Expense" in the statement of profit and loss.

The balance sheet presentation for various financial instruments is described below:

Financial assets measured at amortised cost, contractual revenue receivables and lease receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the group does not reduce impairment allowance from the gross carrying amount.

For assessing increase in credit risk and impairment loss, the 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.

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

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

is included as finance costs in the consolidated statement of profit and loss.

This category generally applies to borrowings.

Financial guarantee contracts

Financial guarantee contracts issued by the Group are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value through profit or loss (FVTPL), adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

Reclassification of financial assets

The Group determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Group's senior management determines change in the business model as a result of external or internal changes which are significant to the Group's operations. Such changes are evident to external parties. A change in the business model occurs when the Group either begins or ceases to perform an activity that is significant to its operations. If the Group reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Group does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

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 of foreign currency derivative financial instruments relating to borrowings, which have not been designated as hedge are recorded as finance cost.

r) Redeemable preference shares

Redeemable preference shares are separated into liability and equity components based on the terms of the contract.

On issuance of the redeemable preference shares, the fair value of the liability component is determined using a market rate for an equivalent non-convertible instrument. This amount is classified as a financial liability measured at amortised cost (net of transaction costs) until it is extinguished on redemption.

Transaction costs are apportioned between the liability and equity components of the redeemable preference shares based on the allocation of proceeds to the liability and equity components when the instruments are initially recognised.

s) Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

For the purpose of the consolidated statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Group's cash management.

t) Cash dividend to equity holders of the parent

The Company recognises a liability to make cash to equity holders of the parent when the distribution is authorised and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

u) Goodwill on consolidation

Goodwill on consolidation as on the date of transition represents the excess of cost of acquisition at each point of time of making the investment in the subsidiary over the Group's share in the net worth of a subsidiary. For this purpose, the Group's share of net worth is determined on the basis of the latest financial statements, prior to the acquisition, after making necessary adjustments for material events between the date of such financial statements and the date of respective acquisition. Goodwill arising on consolidation is not amortised, however, it is tested for impairment annually. In the event of cessation of operations of a subsidiary, the unimpaired goodwill is written off fully.

Goodwill on consolidation arising on acquisitions on or after the date of transition represents the excess of the cost of acquisition at each point of time of making the investment in the subsidiary, over the Group's share in the fair value of the net assets of a subsidiary.

Goodwill on consolidation is allocated to cash generating units or group of cash generating units that are expected to benefit from the synergies of the acquisition.

v) Business Combination

Business Combination have been accounted for using the acquisition method under the provisions of Ind AS 103, Business Combinations. The cost of an acquisition is measured at the fair value of the assets transferred, equity instruments issued and liabilities incurred or assumed at the date of acquisition, which is the date on which control is transferred to the Group. The cost of acquisition also includes fair value of any contingent considerations. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at the fair value on the date of acquisition. Business Combinations between entities under common control is accounted for at carrying value. Transaction costs that the Group incurs in connection with a business combination such as legal fees, due diligence fees and other professional consulting fees are expensed as incurred.

If the initial accounting for a business combination is incomplete by the end of reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period, or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amount recognised at that date.

Goodwill arising on an acquisition of a business is carried at cost as established at the date of acquisition of the business less accumulated impairment losses, if any.

w) Earnings per Share

Basic earnings per share are calculated by dividing the profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

x) New and amended standards adopted by the Group

The Group has applied the following standards and amendments for the first time for annual reporting period commencing from April 01, 2019:-

(i) Ind AS 116 Leases

Ind AS 116 supersedes Ind AS 17 Leases including its appendices (Appendix C of Ind AS 17 Determining whether an Arrangement contains a Lease, Appendix A of Ind AS 17 Operating Leases-Incentives and Appendix B of Ind AS 17 Evaluating the Substance of Transactions Involving the Legal Form of a Lease). The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases.

Lessor accounting under Ind AS 116 is substantially unchanged from Ind AS 17. Lessors will continue to classify leases as either operating or finance leases using similar principles as in Ind AS 17. Therefore, Ind AS 116 did not have an impact for leases where the Company is the lessor.

The Group adopted Ind AS 116 retrospectively with the cumulative effect of initially applying the standard at

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

the date of initial application and applied the Standard to its leases on a prospective basis. The adoption of the standard did not have any material impact to the financial statements. The Group elected to use the transition practical expedient allowing the standard to be applied only to contracts that were previously identified as leases applying Ind AS 17 and Appendix C to Ind AS 17 at the date of initial application. The Group also elected to use the recognition exemptions for lease contracts that, at the commencement date, have a lease term of 12 months or less and do not contain a purchase option ('short-term leases') and lease contracts for which the underlying asset is of low value (low-value assets).

Nature of the effect of adoption of Ind AS 116

The Group has lease contracts for Land, Building, Vehicles, Plant & Equipment and Railway Wagons. Before the adoption of Ind AS 116, the Group classified each of its leases (as lessee) at the inception date as either a finance lease or an operating lease. A lease was classified as a finance lease if it transferred substantially all of the risks and rewards incidental to ownership of the leased asset to the Company; otherwise it was classified as an operating lease. Finance leases were capitalised at the commencement of the lease at the inception date at fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments were apportioned between interest (recognised as finance costs) and reduction of the lease liability.

In an operating lease, the leased property was not capitalised and the lease payments were recognised as rent expense in profit or loss on a straight-line basis over the lease term. Any prepaid rent and accrued rent were recognised under Prepayments and Trade and other payables, respectively.

Upon adoption of Ind AS 116, the Company applied a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The standard provides specific transition requirements and practical expedients, which has been applied by the Group.

Leases previously classified as finance leases

The Group did not change the initial carrying amounts of recognised assets and liabilities at the date of initial application for leases previously classified as finance leases (i.e., the right-of-use assets and lease liabilities equal the lease assets and liabilities recognised under Ind AS 17). The requirements of Ind AS 116 was applied to these leases from April 01, 2019 and accordingly carrying amount of lease assets has been reclassified as RoU assets.

Leases previously accounted for as operating leases

The Group recognised right-of-use assets and lease liabilities for those leases previously classified as operating leases, except for short-term leases and leases of low-value assets. Lease liabilities were recognised based on the present value of the remaining lease payments, discounted using the incremental borrowing rate at the date of initial application. The right-of-use assets were recognised at amount equal to the lease liabilities, adjusted for any related prepaid and accrued lease payments previously recognised.

The operating lease commitments as of March 31, 2019 reconciled with lease liabilities as at April 01, 2019 as follows:

(₹ in crore)

Particulars	Amount
Operating lease commitments as at March 31, 2019	697.33
Weighted average incremental borrowing rate as at April 01, 2019	8.02%
Discounted operating lease commitments at April 01, 2019	502.66
Add:- Commitments relating to leases previously classified as finance leases	55.28
Lease liabilities as at April 01, 2019	**557.94**

The difference between the future minimum lease rental commitments towards non-cancellable operating leases and finance leases reported as at March 31, 2019 compared to the lease liability as accounted as at April 1, 2019 is primarily due to inclusion of lease commitments for the cancellable term of the leases and reduction due to discounting of lease liabilities as per the requirement of Ind AS 116.

The Group has applied the following practical expedients on initial application:

- Applied single discount rate to a portfolio of leases with reasonably similar characteristics
- Applied the exemption not to recognize right-of-use assets and liabilities for leases with less than 12 months of lease term on the date of initial application
- Excluded the initial direct costs from the measurement of the right-of-use asset at the date of initial application

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

– Applied the practical expedient provided by the standard when applying Ind AS 116 to leases previously classified as operating leases under Ind AS 17 and therefore, has not reassessed whether a contract, is or contains a lease, at the date of initial application

The effect of adoption Ind AS 116 as at April 01, 2019 (increase/(decrease)) is as follows:

(₹ in crore)

Particulars	Amount
Assets	
Right-of-use assets	645.20
Reclassification*	
- From Property, Plant and Equipment and Other Intangibles	(295.19)
- To Right-of-use assets	295.19
Prepaid Expenses	(142.54)
Increase in total assets	**502.66**
Liabilities	
Financial Liabilities - Lease Liabilities	502.66
Increase in total liabilities	**502.66**

* Carrying amount of leases previously classified as finance lease under Ind AS 17 has been reclassified to RoU Assets.

Following is the movement in lease liabilities during the year:

(₹ in crore)

Particulars	Lease Liabilities
As at April 01, 2019	55.28
Addition on account of adoption of Ind AS 116	502.66
Addition during the year	61.81
Interest Expenses	40.39
Payments	(53.81)
As at March 31, 2020	**606.33**

Set out below, are the amounts recognised in the consolidated statement of profit and loss:

(₹ in crore)

Particulars	Year Ended 2019-20
Depreciation expense of right-of-use assets	96.00
Interest expense on lease liabilities	40.39
Rent expense - short-term leases and leases of low value assets	6.49
Total amounts recognised in Consolidated statement of profit and loss	**142.88**

(ii) **Ind AS 12 - Income Taxes- Appendix C, Uncertainty over Income Tax Treatments:-**
The amendment to Appendix C of Ind AS 12 specifies that the amendment is to be applied to the determination of taxable profit (or loss), tax bases, unused tax losses, unused tax credits and tax rates, when there is uncertainty over income tax treatments under Ind AS 12. According to the appendix, companies need to determine the probability of the relevant tax authority accepting each tax treatment, or group of tax treatments, that the companies have used or plan to use in their income tax filing which has to be considered to compute the most likely amount or the expected value of the tax treatment when determining taxable profit/loss, tax bases, unused tax losses, unused tax credits and tax rates. The standard permits two possible methods of transition - i) Full retrospective approach – Under this approach, Appendix C will be applied retrospectively to each prior reporting period presented in accordance with Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors, without using hindsight and ii) Retrospectively with cumulative effect of initially applying Appendix C recognized by adjusting equity on initial application, without adjusting comparatives. The standard became effective from April 1, 2019. The Company has adopted the standard on April 1, 2019 and has decided to adjust the cumulative effect in equity on the date of initial application i.e. April 1, 2019 if any without adjusting comparatives. The effect on adoption of Ind AS 12 Appendix C is insignificant in the consolidated financial statements.

(iii) **Amendment to Ind AS 12 – Income taxes**
The amendment relating to income tax consequences of dividend clarify that an entity shall recognise the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events. The adoption of the standard did not have any material impact to the consolidated financial statements. It is relevant to note that the amendment does not amend situations where the entity pays a tax on dividend which is effectively a portion of dividends paid to taxation authorities on behalf of shareholders. Such amount paid or payable to taxation authorities continues to be charged to equity as part of dividend in accordance with Ind AS 12.

(iv) **Amendment to Ind AS 19 – plan amendment, curtailment or settlement**
The amendments require an entity to use updated assumptions to determine current service cost and net interest for the remainder of the period after a

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

plan amendment, curtailment or settlement; and to recognise in profit or loss as part of past service cost, or a gain or loss on settlement, any reduction in a surplus, even if that surplus was not previously recognised because of the impact of the asset ceiling. The adoption of the standard did not have any material impact to the consolidated financial statements.

2.4 Significant accounting judgments, estimates and assumptions

The preparation of the Group's consolidated financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

(A) Judgements

In the process of applying the Group's accounting policies, management has made the following judgements, which has the most significant effect on the consolidated financial statements:

(i) Consolidation of entities in which the Group holds less than a majority of voting rights (de facto control):

Group owns 49% ownership interest in Dholera Infrastructure Private Limited ("DIPL"), Group has entered into an agreement with the other shareholders of the DIPL basis which the directors of the Company has assessed that it has the practical ability to direct the relevant activities of DIPL unilaterally and therefore APSEZ has control over DIPL.

(ii) Investment in entities which are not considered for consolidation

The Group has investment of ₹ 40 crore in Kutch Railway Company Limited ("KRCL"), the investee, to the tune of the 20% of the paid up capital of the said company. However, the considering that majority of the remaining shares are held by government companies / government authorities / government agencies, and the day-to day-operations being managed by government officials, the Group does not consider that it has significant influence over KRCL. Accordingly, the investment in the said entity has not been accounted under Ind AS 28.

(B) Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Group based its assumptions and estimates on parameters available when the consolidated financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

Impairment of non-financial assets (including goodwill)

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years 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 40(a), 41 and 44.

Impairment of financial assets

The impairment provisions for Financial Assets are based on assumptions about risk of default and expected cash loss. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

Taxes

Deferred tax assets (including MAT credits) are recognised for unused tax credits to the extent that it is probable that taxable profit will be available against which the credits can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies. Further details on taxes are disclosed in note 26.

Defined benefit plans (gratuity benefits)

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. The underlying bonds are further reviewed for quality. Those having excessive credit spreads are excluded from the analysis of bonds on which the discount rate is based, on the basis that they do not represent high quality corporate bonds.

The mortality rate is based on publicly available mortality tables for the specific countries. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates for the respective countries. Further details about gratuity obligations are given in note 28.

Fair value measurement
In measuring the fair value of certain assets and liabilities for financial reporting purpose, the Group uses market observable data to the extent available. Where such Level 1 inputs are not available, the Group engages third party qualified valuers to establish appropriate valuation techniques and inputs to the model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. 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 33 for further disclosures.

Provision for Decommissioning Liabilities
The management of the Group has estimated that there is no contractual and probable decommissioning liability under the condition / terms of the various concession agreements/sub-concession agreements with various Maritime Boards/Government Port Trust Authorities.

The present value of the expected cost for the decommissioning of the asset after its use is included in the cost of respective asset if recognition criteria for the provision are met in case of agreement with Food Corporation of India.

Depreciation / amortisation and useful lives of property, plant and equipment / intangible assets
Property, plant and equipment / intangible assets are depreciated / amortised over their estimated useful lives, after taking into account estimated residual value. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation / amortisation to be recorded during any reporting period. The useful lives and residual values are based on the Group's historical experience with similar assets and take into account anticipated technological changes. The depreciation/ amortisation for future periods is revised if there are significant changes from previous estimates.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

3. Property, Plant and Equipment, Right-of-Use Assets, Other Intangible Assets and Goodwill

(a) Property, Plant and Equipment

₹ in crore

Particulars	Property, Plant and Equipment																
	Free Hold Land	Leasehold land	Buildings, Roads and Civil Infrastructure	Computer Hardware	Land Development cost	Office Equipments	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, 2018	**657.85**	**79.01**	**3,055.27**	**67.32**	**820.71**	**89.30**	**6,042.34**	**73.67**	**35.78**	**3,592.96**	**2,871.17**	**881.97**	**2,063.00**	**116.50**	**293.01**	**999.94**	**21,739.80**
Acquisitions through Business Combination	191.19	138.75	286.65	0.84	-	0.19	361.99	0.98	0.15	-	1,220.19	62.62	-	79.33	-	-	2,342.88
Acquisitions	376.60	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	376.60
Additions	133.83	82.16	779.76	30.12	37.59	34.59	1,178.71	107.40	4.76	326.20	0.58	26.01	1.45	13.52	-	2.55	2,759.23
Deductions/Adjustment	-	(6.52)	-	(0.34)	(2.78)	(0.06)	(6.63)	(0.03)	(1.41)	-	(15.33)	-	(5.10)	-	-	(0.02)	(38.22)
Exchange difference	-	-	29.07	-	1.03	0.17	47.52	0.30	-	8.06	44.05	7.34	-	-	8.47	15.21	161.22
As at March 31, 2019	**1,359.47**	**293.40**	**4,150.75**	**97.94**	**856.55**	**124.19**	**7,623.93**	**182.32**	**39.28**	**3,927.22**	**4,120.66**	**977.94**	**2,059.35**	**209.35**	**301.48**	**1,017.68**	**27,341.51**
Acquisitions through Business Combination (refer note 37(i))	74.60	-	1.84	0.29	-	0.20	204.73	0.45	0.04	-	-	-	-	-	-	-	282.15
Acquisitions (refer note 37(ii))	235.00	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	235.00
Reclassified on account of adoption of Ind AS 116 (refer note 2.3 (x)(i))	-	(293.40)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(293.40)
Additions	375.79	-	500.03	31.92	313.47	32.21	1,623.89	50.83	3.66	67.30	666.78	4.50	182.86	238.18	0.69	73.12	4,165.23
Deductions/Adjustment	(0.51)	-	(5.82)	(0.94)	-	(0.38)	(16.44)	(0.16)	(1.07)	-	-	-	(42.13)	-	-	(17.14)	(84.59)
Exchange difference	-	-	13.56	-	-	-	30.15	-	-	5.83	22.12	3.32	-	-	5.50	13.59	94.07
As at March 31, 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**
Accumulated Depreciation																	
As at April 1, 2018	**-**	**5.95**	**534.07**	**37.18**	**84.54**	**44.90**	**1,207.18**	**12.39**	**13.80**	**214.11**	**192.54**	**251.29**	**250.34**	**29.33**	**51.87**	**366.25**	**3,295.74**
Depreciation for the year	-	5.18	160.74	14.24	37.98	13.84	494.01	7.75	5.30	93.72	102.64	75.33	139.04	10.79	17.77	89.43	1,267.76
Deductions/(Adjustment)	-	6.14	-	(0.34)	-	(0.04)	(2.05)	(0.02)	(0.46)	-	(4.65)	-	(1.49)	-	-	(0.01)	(2.92)
As at March 31, 2019	**-**	**17.27**	**694.81**	**51.08**	**122.52**	**58.70**	**1,699.14**	**20.12**	**18.64**	**307.83**	**290.53**	**326.62**	**387.89**	**40.12**	**69.64**	**455.67**	**4,560.58**
Reclassified on account of adoption of Ind AS 116 (refer note 2.3 (x)(i))	-	(17.27)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(17.27)
Depreciation for the year	-	-	187.37	18.63	30.77	20.73	620.09	18.21	5.16	101.36	112.79	79.08	139.99	30.88	18.19	87.98	1,471.23
Deductions/Adjustment	-	-	(1.09)	(0.87)	-	(0.29)	(7.08)	(0.10)	(0.88)	-	-	-	-	-	-	(9.18)	(19.49)
As at March 31, 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**
Net Block																	
As at March 31, 2019	1,359.47	276.13	3,455.94	46.86	734.03	65.49	5,924.79	162.20	20.64	3,619.39	3,830.13	651.32	1,671.46	169.23	231.84	562.01	22,780.93
As at March 31, 2020	**2,044.35**	**-**	**3,779.27**	**60.37**	**1,016.73**	**77.08**	**7,154.11**	**195.21**	**18.99**	**3,591.16**	**4,406.24**	**580.06**	**1,672.20**	**376.53**	**219.84**	**552.78**	**25,744.92**

Notes :-

a) Depreciation of ₹ 52.03 crore (previous year ₹ 32.53 crore) relating to the project assets and pre-fabricated residential structure (temporary structure) has been allocated to Capitalisation / Capital Work-in-progress for expansion of project works.

b) Freehold Land includes land development cost of ₹ 12.56 crore (previous year ₹ 12.56 crore).

c) Plant & Equipment includes cost of Water Pipeline amounting to ₹ 3.37 crore (Gross) (previous year ₹ 3.37 crore), accumulated depreciation ₹ 1.98 crore (previous year ₹ 1.59 crore) which is constructed on land not owned by the Company.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

d) Buildings includes 612 residential flats (previous year 612 residential flats) and a hostel building valuing ₹ 130.75 crore (Gross) (previous year ₹ 130.75 crore), accumulated depreciation ₹ 13.18 crore (previous year ₹ 10.49 crore) at Samudra Township, Mundra, which are pending to be registered in Company's name.

e) As a part of concession agreement for development of port and related infrastructure at Mundra, the Company has been allotted land on lease basis by Gujarat Maritime Board (GMB). The Company has recorded rights in the GMB Land at present value of future annual lease payments in the books and classified the same as lease hold land. On adoption of Ind As 116 same has been classified to Right-of-Use Assets.

f) Land development cost on leasehold land includes costs incurred towards reclaimed land of ₹ 839.82 crore (previous year ₹ 691.18 crore), accumulated depreciation ₹ 130.46 crore (previous year ₹ 96.38 crore). The cost has been estimated by the management, being cost allocated out of the dredging activities approximate the actual cost.

g) Reclaimed land measuring 1,093.53 hectare are pending to be registered in the name of the Company.

h) Project Assets includes dredgers and earth moving equipment.

i) Free hold Land and lease hold land includes Land given on Operating Lease Basis:
Gross Block as at March 31, 2020 : ₹ 6.71 crore (previous year ₹ 6.71 crore
Accumulated Depreciation as at March 31, 2020 : ₹ 0.30 crore (previous year ₹ 0.24 crore)
Net Block as at March 31, 2020 : ₹ 6.41 crore (previous year ₹ 6.47 crore)

j) Leasehold land includes 38 hectare of forest land amounting to ₹ 3.59 crore allotted to one of the subsidiary Company by Ministry of Environment and Forests.

k) GIDC has allotted 11.70 hectare of land on right to use basis for the period of 10 years for developing facilities for the project having gross value of ₹ 0.58 crore (previous year ₹ 0.58 crore) to one of the subsidiary Company.

l) Plant & Equipment includes electrical installation of ₹ 13.04 crore and accumulated depreciation of ₹ 5.76 crore (previous year ₹ 13.04 crore and accumulated depreciation of ₹ 4.61 crore) for setting up of 66 kVA infrastructure facilities for providing power connection to the port facilities of subsidiary companies.

m) The amount of borrowing costs capitalised during the year ended March 31, 2020 was ₹ 48.59 crore (previous year ₹ 36.12 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.

n) 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.

o) Refer footnote to note 14 and 17 for security / charges created on property, plant and equipment.

(b) Right-of-Use Assets

₹ in crore

Particulars	Land	Building	Plant & Equipment	Railway Wagons	Vehicles	Total
Cost						
Recognition on Initial application of Ind As 116 as at April 01, 2019	**461.29**	**60.95**	**38.52**	**76.47**	**7.97**	**645.20**
Reclassified on account of adoption of Ind AS 116 (refer note 2.3 (x)(i))	295.19	-	-	-	-	295.19
Additions	879.60	-	-	19.35	-	898.95
Exchange difference	-	-	-	-	(0.49)	(0.49)
As at March 31, 2020	**1,636.08**	**60.95**	**38.52**	**95.82**	**7.48**	**1,838.85**
Accumulated Depreciation						
Depreciation for the year	61.81	5.88	15.25	10.26	2.80	96.00
Deductions/(Adjustment)	-	-	-	-	(0.11)	(0.11)
As at March 31, 2020	**61.81**	**5.88**	**15.25**	**10.26**	**2.69**	**95.89**
Net Block						
As at March 31, 2020	**1,574.27**	**55.07**	**23.27**	**85.56**	**4.79**	**1,742.96**

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

(c) Other Intangible Assets

₹ in crore

Particulars	Software	Railway License Fee	Service Concession Assets	Right to operate port	Non-compete agreement	Right to use of land	Total
Cost							
As at April 1, 2018	**77.26**	**31.25**	**1,931.56**	**-**	**-**	**21.56**	**2,061.63**
Acquisitions through Business Combination	0.46	-	447.52	123.80	-	-	571.78
Additions	42.07	5.00	2.61	-	-	-	49.68
Deductions/Adjustment	-	-	(40.49)	-	-	-	(40.49)
Exchange difference	0.25	-	-	-	-	-	0.25
As at March 31, 2019	**120.04**	**36.25**	**2,341.20**	**123.80**	**-**	**21.56**	**2,642.85**
Acquisitions through Business Combination (refer note 37(i))	0.18	4.56	-	-	15.50	-	20.24
Reclassified on account of adoption of Ind AS 116 (refer note 2.3 (x)(i))	-	-	-	-	-	(21.56)	(21.56)
Additions	13.39	-	20.19	-	-	-	33.58
Deductions/Adjustment	(1.18)	-	(1.57)	-	-	-	(2.75)
As at March 31, 2020	**132.43**	**40.81**	**2,359.82**	**123.80**	**15.50**	**-**	**2,672.36**
Accumulated Amortisation & Impairment							
As at April 1, 2018	**26.70**	**7.50**	**466.21**	**-**	**-**	**2.40**	**502.81**
Amortisation for the year	19.93	2.53	111.14	4.55	-	0.10	138.25
Impairment (refer note 40 (a))	-	-	(52.95)	-	-	-	(52.95)
Deductions/Adjustment	-	-	(17.82)	-	-	-	(17.82)
As at March 31, 2019	**46.63**	**10.03**	**506.58**	**4.55**	**-**	**2.50**	**570.29**
Reclassified on account of adoption of Ind AS 116 (refer note 2.3 (x)(i))	-	-	-	-	-	(2.50)	(2.50)
Amortisation for the year	22.18	3.13	128.65	6.07	5.05	-	165.08
Deductions/Adjustment	(0.42)	-	(0.47)	-	-	-	(0.89)
As at March 31, 2020	**68.39**	**13.16**	**634.76**	**10.62**	**5.05**	**-**	**731.98**
Net Block							
As at March 31, 2019	73.41	26.22	1,834.62	119.25	-	19.06	2,072.56
As at March 31, 2020	**64.04**	**27.65**	**1,725.06**	**113.18**	**10.45**	**-**	**1,940.38**

(d) Goodwill

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Carrying value at the beginning of the year	3,267.93	2,667.13
Amount recognised through acquisitions and business combinations. (refer note 37(i))	20.17	600.84
On account of dilution in stake of subsidiary	(1.72)	-
Forex movement	(0.13)	(0.04)
Carrying value at the end of the year (refer note 44)	**3,286.25**	**3,267.93**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

4 a) Investments accounted using Equity Method

₹ in crore

Particulars	March 31, 2020	March 31, 2019
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 36 (b))	-	-
5,93,78,278 (previous year 5,93,78,278) fully paid Equity Shares of ₹ 10 each of Adani CMA Mundra Terminal Private Limited (refer note 36 (b))	-	-
30,60,000 (previous year 30,60,000) fully paid Equity Shares of ₹ 10 each of Adani NYK Auto Logistics Solutions Private Limited (refer note 36 (b))	2.64	3.00
4,34,42,879 (previous year Nil) fully paid Equity Share of ₹ 44 each of Snowman Logistics Limited (refer note 46)	191.15	-
2,02,00,000 fully paid Equity Shares of ₹ 10 each of Adani Total Private Limited (Formerly known as Adani Petroleum Terminal Private Limited) (refer note (e) below & note 36 (b))	632.22	-
	826.01	**3.00**

4 b) Other Investments

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Unquoted		
In Equity Shares of Company (Investment at fair value through OCI) (refer note (c) below)		
5,00,00,000 (previous year 5,00,00,000) fully paid Equity Shares of ₹ 10 each of Kutch Railway Company Limited	250.00	235.00
1,73,30,000 (previous year - 1,73,30,000) fully paid Equity Shares of ₹ 10 each of Bharuch Dahej Railway Company Limited	22.51	24.24
5,50,000 (previous year 5,50,000) fully paid Equity Shares of ₹ 10 each of Mundra Solar Technopark Private Limited	0.94	0.94
1,000 (previous year 1,000) fully paid Equity Shares of AUD 1 each of Mundra Port Pty Limited	-*	-*
14,001 (previous year 14,001) fully paid Equity Shares of ₹ 10 each of Ambily Technologies Private Limited	5.21	5.21
50,000 (previous year 50,000) fully paid Equity Share of ₹ 10 each of Mundra LPG Terminal Private Limited (refer note (d) below)	0.05	0.05
50,000 (previous year 50,000) fully paid Equity Share of ₹ 10 each of Adani Dhamra LPG Terminal Private Limited (refer note (d) below)	0.05	0.05
Total FVTOCI Investment	**278.76**	**265.49**
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)		
1,28,60,526 (Previous Year - Nil) fully paid Compulsorily Convertible Preference shares of ₹ 225 each of Adani Total Private Limited (Formerly known as Adani Petroleum Terminal Private Limited)	**61.34**	-
Investments	**340.10**	**265.49**

* Figures being nullified on conversion to ₹ in crore.

Notes:

a) Aggregate amount of unquoted investments as at March 31, 2020 ₹ 974.96 crore (previous year ₹ 268.49 crore).

b) Aggregate amount of quoted investments as at March 31, 2020 ₹ 191.15 crore (previous year ₹ Nil).

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

c) Reconciliation of Fair value measurement of the investment in unquoted equity shares.

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Opening Balance	265.49	242.14
Add : Investment made during the year	-	0.10
Fair value gain recognised in Other comprehensive income (net)	13.27	23.25
Closing Balance	**278.76**	**265.49**

d) During the previous year, pursuant to issuance of new equity shares by Adani Dhamra LPG Terminal Private Limited ("ADLTPL") and Mundra LPG Terminal Private Limited ("MLTPL") to Adani Trading Services LLP on a private placement basis on December 29, 2018, these companies (ADLTPL, MLTPL) have ceased to be subsidiaries of the Company. With regards to loss of control of the subsidiary subsequently, the investment has since been classified as Investment at Fair Value through OCI.

e) Value of Deemed Investment accounted in joint venture entities in terms of fair valuation under Ind AS 109

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Adani Total Private Limited	238.37	-

5 Trade Receivables

(Unsecured, unless otherwise stated)

₹ in crore

Particulars	Current portion	
	March 31, 2020	March 31, 2019
Considered good	3,270.19	2,838.24
Less : Allowances for expected credit loss due to increase in credit risk	(68.05)	(48.58)
	3,202.14	**2,789.66**
Other Trade Receivables	2,589.09	2,431.91
Customers' Bill Discounted (refer note (c) below)	613.05	357.75
Total Trade Receivables	**3,202.14**	**2,789.66**

Refer note 31 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.

b) Generally, as per credit terms trade receivables are collectable within 30-180 days although the Group provide extended credit period with interest between 8% to 15% considering business and commercial arrangements with the customers including with the related parties. Receivables of ₹ Nil (previous year ₹ 0.43 crore) are contractually collectable on deferred basis.

c) The Carrying amounts of the trade receivables include receivables amounting to ₹ 613.05 crore (previous year ₹ 357.75 crore) which are subject to a bills discounting arrangement. Under this arrangement, the Group has transferred the relevant receivables to the bank / financial institution in exchange of cash and is prevented from selling or pledging the receivables. The Cost of bill discounting is to the customer's account as per the arrangement. However, the Group has retained late payment and credit risk. The Group therefore continues to recognise the transferred assets in their entirety in its balance sheet. The amount repayable under the bills discounting arrangement is presented as unsecured borrowing in note 17.

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

6 Loans

(Unsecured unless otherwise stated)

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Loans to Joint Venture Entities				
- Considered Good	1,264.37	1,219.54	68.00	269.50
Loans to Related Parties				
- Considered Good	-	-	1.85	3.25
Loans to others (refer note below)				
- Considered Good	-	-	1,783.03	1,274.86
	1,264.37	**1,219.54**	**1,852.88**	**1,547.61**

Note:

Loan to others includes inter-corporate deposits aggregating ₹ 1,783.03 crore (previous year ₹ 1,092.10 crore) (Including renewals on due dates) to third parties. These deposits are given at prevailing market interest rates. The inter-corporate deposits have been approved by the Finance committee of the Board of Directors and subsequently noted by the Board of Directors of the Company.

Repayment of loans given to these parties along with interest thereon have been guaranteed by way of undertaking obtained from one of the promoter owned entity, in the event of default by the said companies to pay the dues.

7 Other Financial Assets

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Security deposits (refer note 34(i))				
- Considered good	3,180.88	2,763.70	120.11	121.18
- Considered doubtful	-	-	7.27	7.27
	3,180.88	**2,763.70**	**127.38**	**128.45**
Allowances for doubtful deposit	-	-	(7.27)	(7.27)
	3,180.88	**2,763.70**	**120.11**	**121.18**
Loans and Advances to Employees	1.97	1.77	3.33	3.15
Lease Receivable (refer note (b) below)	1,478.06	1,405.50	33.32	53.07
Margin money deposits (refer note 11)	6.90	9.93	-	-
Interest Accrued	170.79	25.84	743.71	1,209.70
Non-Trade Receivable	-	-	2.53	574.73
Asset under Service Concession	111.95	108.06	20.00	20.22
Receivables against sale of investment	-	-	5.26	84.17
Derivative Instruments / Forward Contracts Receivable	80.60	-	39.64	72.57
Advance for land consideration (refer note (a) below)	28.01	31.93	4.42	4.03
Insurance Claim Receivables	-	-	11.84	8.40
Gratuity Assets (refer note 28)	-	-	2.53	1.98
	5,059.16	**4,346.73**	**986.69**	**2,153.20**

Note:

a) Advance for land consideration are payments towards cost of port land towards port development which is acquired and owned by Government of Odisha, the payment of which has been borne by one of the 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.

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

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, 2020		March 31, 2019	
	Gross Investment in the Lease	Present Value of MLPR	Gross Investment in the Lease	Present Value of MLPR
Within One Year	128.76	117.30	177.39	168.03
After one year but not later than five years	571.20	405.18	518.61	393.55
More than five years	3,180.77	988.90	3,019.64	896.99
Total minimum lease receivables	3,880.73	1,511.38	3,715.64	1,458.57
Less: Amounts representing finance charges	(2,369.35)	-	(2,257.07)	-
Present value of minimum lease receivables	1,511.38	1,511.38	1,458.57	1,458.57

8 Other Assets

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Capital advances (refer note (a) & (b) below)				
- Secured, considered good	21.69	34.35	-	-
- Unsecured, considered good	1,016.84	1,162.89	-	-
- Unsecured, doubtful	10.59	10.59	-	-
	1,049.12	**1,207.83**	**-**	**-**
Less: Allowances for doubtful advances	(10.59)	(10.59)	-	-
	1,038.53	**1,197.24**	**-**	**-**
Balance with Government Authorities	253.36	343.36	329.33	171.75
Prepaid Expenses	17.11	155.91	54.65	45.62
Accrued revenue	-	-	64.00	63.46
Contract Assets (refer note (c) below)	-	-	90.80	79.40
Advances recoverable other than in cash				
To others	0.04	0.06	137.55	68.46
To related parties	237.10	237.10	186.44	127.87
Project work in progress (refer note (d) below)	422.33	-	-	-
Deferred Rent	8.57	-	-	-
Export benefits and Other receivables	262.68	258.22	301.40	296.32
Taxes recoverable (net) (refer note 26)	513.94	236.39	-	-
	2,753.66	**2,428.28**	**1,164.17**	**852.88**

Notes:

a) Capital advance includes ₹ 246.06 crore (previous year ₹ 198.72 crore) paid to various parties and government authorities towards purchase of land.

b) The Group has received bank guarantees of ₹ 21.69 crore (previous year ₹ 34.35 crore) against capital advances.

c) Contract assets are the right to receive consideration in exchange for services transferred to the customer. Contract assets are initially recognised for revenue earned from 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.

d) As at March 31, 2020, the Dhamra Port Company Limited (a subsidiary Company) has spent ₹ 422.33 crore towards development of LNG Terminal Marine Infrastructure (Project) which is proposed to be transferred to Dhamra LNG Terminal Private Limited (DLNG) on Right of Use basis on completion of the Project. Cost incurred on the project till March 31, 2020 is classified as 'Project Work in Progress'

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

9 Inventories

(At lower of cost and Net realisable value)

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Stores and Spares, Fuel and Lubricants	-	-	288.28	243.79
Project work in progress	422.33	-	-	562.89
	422.33	**-**	**288.28**	**806.68**
Amount disclosed under non-current assets (refer note 8)	(422.33)	-	-	-
	-	**-**	**288.28**	**806.68**

10 Current Investments

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Unquoted mutual funds (valued at fair value through profit or loss)		
2,50,000 units (previous year 2,50,000 units) of ₹ 10 each in HDFC Mutual Fund	0.25	0.25
Nil (previous year 49638 units) of ₹ 2929 each in SBI Mutual Fund	-	14.54
48,465 units (previous year 48,465 units) of ₹ 2402 each in IDFC cash fund Mutual Fund	11.64	10.99
Nil (Previous Year 4,332.65 Units) of ₹ 300 each in Aditya Birla Sun Life Cash Plus - Direct Plan - Growth	-	0.13
Nil (Previous Year 20,020.33 Units) of ₹ 300 each in Aditya Birla Sun Life Liquid Fund - Direct Plan - Growth	-	0.60
Investment in Commercial Papers (CP) (Valued at Amortised Cost)		
Commercial Papers of ECAP Equities Limited (refer note below)	-	432.30
Investment in Debentures (Valued at Amortised Cost)		
Nil (previous year 550) 9.55 % Non-Convertible Redeemable Debentures of ₹ 10,00,000 each of J M Financial Products Limited	-	55.00
	11.89	**513.81**
Aggregate carrying value of unquoted Mutual Funds	11.89	26.51
Aggregate net assets value of unquoted Mutual Funds	11.89	26.51
Aggregate carrying value of unquoted investment in Commercial Papers and Debentures	-	487.30

Note:

Investments in commercial papers of ECAP Equities Limited was rated A1+ during the previous year.

11 Cash and Bank Balances

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Cash and cash equivalents				
Balance in current account	-	-	7,150.84	4,612.89
Deposits with original maturity of less than three months	-	-	44.38	185.07
Cash on hand	-	-	0.24	0.23
	-	**-**	**7,195.46**	**4,798.19**
Other bank balances				
In Current Account (earmarked for Unpaid Dividend)	-	-	1.73	1.08
Deposits with original maturity over 3 months but less than 12 months	-	-	18.42	1,067.58
Margin Money Deposits (refer note below)	6.90	9.93	98.25	100.45
	6.90	**9.93**	**118.40**	**1,169.11**
Amount disclosed under Non-Current Financial Assets (refer note 7)	(6.90)	(9.93)	-	-
	-	**-**	**118.40**	**1,169.11**

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

Note:
Margin Money Deposits aggregating to ₹ 105.15 crore (previous year ₹ 110.38 crore) are pledged / lien against bank guarantees, letter of credit and other credit facilities.

12 Equity Share Capital

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Equity share capital		
Authorised share capital		
4,97,50,00,000 (previous year 4,97,50,00,000) Equity Shares of ₹ 2 each	995.00	995.00
	995.00	**995.00**
Issued, subscribed and fully paid-up share capital		
2,03,17,51,761 (previous year 2,07,09,51,761) fully paid up Equity Shares of ₹ 2 each	406.35	414.19
	406.35	**414.19**

a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting year

Equity Shares	March 31, 2020		March 31, 2019	
	No	₹ in crore	No	₹ in crore
At the beginning of the year	2,070,951,761	414.19	2,070,951,761	414.19
Add/(Less):- Shares bought back (refer note (ii) below)	(39,200,000)	(7.84)	-	-
Outstanding at the end of the year	**2,031,751,761**	**406.35**	**2,070,951,761**	**414.19**

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) During the year, the Company has bought-back of 3,92,00,000 Equity Shares at a price of ₹ 500 per equity share from eligible shareholders of the Company on a proportionate basis through Tender Offer route in accordance with the provisions of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 and the Companies Act, 2013 and rules made thereunder.

(b) Equity Component of Non-cumulative Redeemable Preference Shares

Particulars	March 31, 2020		March 31, 2019	
	No	₹ in crore	No	₹ in crore
At the beginning of the year	2,811,037	165.88	2,811,037	165.88
Add:- Impact due to remeasurement of Deferred Tax (refer note (ii) below)	-	14.82	-	-
Less: Pre-redemption of Preference shares (refer note (iii) below)	(309,213)	(14.17)	-	-
Outstanding at the end of the year	**2,501,824**	**166.53**	**2,811,037**	**165.88**

i) Terms of Non-cumulative Redeemable Preference shares:
- The Company has outstanding 25,01,824 (previous year 28,11,037) 0.01% Non-Cumulative Redeemable Preference Shares ('NCRPS') of ₹ 10 each issued at a premium of ₹ 990.00 per share. Each holder of preference shares has a right to vote only on resolutions placed before the Company which directly affects the right attached to preference share holders. These shares are redeemable on March 28, 2024 at an aggregate premium of ₹ 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.

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

- The Preference Shares issued by the Company are classified as Compound Financial Instrument. These preference shares are separated into liability and equity components based on the terms of the contract. Interest on liability component is recognised as interest expense using the effective interest method.
- The equity component of convertible preference shares includes the securities premium amount received on issue of preference shares and the preference share capital, redemption premium reserve being created in compliance of the Companies Act, 2013.

ii) Pursuant to the Taxation Law (Amendment) Ordinance, 2019 ("Ordinance") issued by Ministry of Law and Justice (Legislative Department) on September 20, 2019 effective from April 01, 2019, Company has re-measured the outstanding deferred tax liability that is expected to be reversed in future. Accordingly, an amount ₹ 14.82 crore have been adjusted in Other Equity.

iii) Company has redeemed 3,09,213 Non-Cumulative Redeemable Preference Shares of ₹ 10 each issued at premium of ₹ 990 per share prior to its maturity at net present value discounted @ 8%.

c) Details of shareholders holding more than 5% shares in the Company

Equity Shares	March 31, 2020		March 31, 2019	
	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)	799,353,935	39.34%	812,765,189	39.25%
ii) Adani Tradeline LLP (Formerly, known as Parsa Kente Rail Infra LLP)	138,193,549	6.80%	140,512,153	6.78%
Non-Cumulative Redeemable Preference Shares of ₹ 10 each fully paid up				
Gujarat Ports Infrastructure and Development Co. Limited (refer note 12 (b) (iii))	-	-	309,213	11.00%
Priti G. Adani	500,365	20.00%	500,365	17.80%
Shilin R. Adani	500,364	20.00%	500,364	17.80%
Pushpa V. Adani	500,365	20.00%	500,365	17.80%
Ranjan V. Adani	500,455	20.00%	500,455	17.80%
Suvarna M. Adani	500,275	20.00%	500,275	17.80%
	2,501,824	**100.00%**	**2,811,037**	**100.00%**

13 Other Equity

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Equity Component of Non-Cumulative Redeemable Preference shares		
Opening Balance	165.88	165.88
Add:- Impact due to remeasurement of Deferred Tax (refer note 12 (b)(ii))	14.82	-
Less:- Pre-mature redemption of Preference Share	(14.17)	-
Closing Balance	**166.53**	**165.88**

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Securities Premium		
Opening Balance	2,551.72	2,551.72
Less:- Premium paid on buyback of equity shares (refer note 12 (a) (ii))	(1,952.16)	-
Closing Balance	**599.56**	**2,551.72**

Note:- Securities premium represents the premium received on issue of shares over and above the face value of equity shares. The same is available for utilisation in accordance with the provisions of the Companies Act, 2013.

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

₹ in crore

Particulars	March 31, 2020	March 31, 2019
General Reserve		
Opening Balance	2,575.87	2,260.87
Add- Transfer from Debenture Redemption Reserve	162.49	315.00
Less: Transfer to Capital Redemption Reserve upon buyback	(7.84)	-
Less: Transaction costs for buyback	(10.72)	-
Closing Balance	**2,719.80**	**2,575.87**

Note:- The general reserve is used from time to time to transfer profit from retained earnings for apportion purposes. As the general reserve is created by transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve will not be reclassified subsequently to profit and loss.

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Debenture Redemption Reserve ("DRR")		
Opening Balance	514.04	661.71
Add: Transferred from Retained Earnings	125.65	167.33
Less: Transferred to General Reserve	(162.49)	(315.00)
Closing Balance	**477.20**	**514.04**

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.

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Capital Redemption Reserve ("CRR")		
Opening Balance	-	-
Add: Transferred from General Reserve on account of buy-back of shares	7.84	-
Closing Balance	**7.84**	**-**

Note:- As per Companies Act, 2013, Capital redemption reserve is created when Company purchases its own shared 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.

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Tonnage Tax Reserve		
Opening Balance	529.82	319.50
Add: Transferred from Retained Earnings	216.53	210.32
Closing Balance	**746.35**	**529.82**

Note:- Subsidiary companies, The Adani Harbour Services Private Limited and Shanti Sagar International Dredging Private Limited have opted for Tonnage Tax Scheme u/s 115V of the Income Tax Act, 1961. Accordingly Section 115 VT of the Income Tax Act, 1961 requires the said companies to create Tonnage Tax Reserve and transfer the amount equivalent to 20% of the book profits of the said companies from retained earnings to Tonnage Tax Reserve and to be utilised only for the purpose as mentioned in the said Act.

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Foreign Currency Monetary Item Translation Difference Account		
Opening Balance	(71.07)	(37.13)
Add : Foreign exchange loss during the year	(16.79)	(153.47)
Less : Amortised in statement of profit and loss	87.86	119.53
Closing Balance	-	**(71.07)**

Note: Exchange differences arising on 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 earlier.

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Retained Earnings		
Opening Balance	17,689.58	14,582.00
Add : Profit attributable to equity holders of the parent	3,763.13	3,990.22
Add: Gain on Increase in non-controlling interest	-	0.41
Add: Gain on pre-mature redemption of preference shares	18.52	-
Less : Dividend on shares	(691.58)	(414.19)
Less : Dividend distribution tax paid (DDT)	(142.84)	(85.64)
Less : Transfer to Debenture Redemption reserve	(125.65)	(167.33)
Less : Transfer to Tonnage Tax Reserve	(216.53)	(210.32)
Less : Others	-	(3.34)
Less : Remeasurement losses on defined benefit plans (net of tax)	(2.46)	(2.23)
Closing Balance	**20,292.17**	**17,689.58**

Note:- The portion of profits not distributed among the shareholders are termed as retained earnings. The Company may utilize the retained earnings for making investments for future growth and expansion plans, for the purpose of generating higher returns for the shareholders or for any other specific purpose, as approved by the Board of Directors of the Company.

Other Comprehensive Income

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Foreign Currency translation reserve		
Opening Balance	(0.21)	(0.01)
Add/(Less):- Change during the year	40.69	(0.20)
Closing Balance	**40.48**	**(0.21)**

Note:- Exchange differences relating to translation of results and net assets of the group's foreign operations from their functional currencies to the group's presentation currency (i.e rupees) are recognised directly in other comprehensive income and accumulated in foreign currency translation reserve.

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Cash Flow Hedge Reserve		
Opening Balance	-	-
Add/(Less):- Change during the year	(12.12)	-
Closing Balance	**(12.12)**	**-**

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.

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Equity instrument through other comprehensive income		
Opening Balance	168.38	150.10
Add : Change in fair value of FVTOCI Equity Investments (net of tax)	10.95	18.28
Closing Balance	**179.33**	**168.38**

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	**25,217.14**	**24,124.01**

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Dividend Distribution made and proposed		
Cash Dividend on equity shares declared and paid		
Final Dividend for the year ended March 31, 2019 (₹ 0.20 per share) and March 31, 2018 (₹ 2.00 per share)	41.42	414.19
Interim Dividend for the year ended March 31, 2020 (₹ 3.20 per share) and March 31, 2019 (₹ Nil)	650.16	-
Dividend Distribution Tax	144.69	86.57
	836.27	**500.76**
Proposed Dividend on Equity Shares		
Final Dividend for the year ended March 31, 2020 ₹ Nil (Final Dividend for the previous year was decided ₹ 0.20 per share in the board meeting scheduled on June 04, 2019)	-	41.42
Dividend Distribution Tax	-	8.51
	-	**49.93**
Cash Dividend on Preference Shares declared and paid		
Dividend @ 0.01 % on Non-Cumulative Redeemable Preference Shares	-*	-*
Dividend Distribution Tax	-*	-*
Proposed Dividend on Preference Shares		
Dividend @ 0.01 % on Non-Cumulative Redeemable Preference Shares	-*	-*
Dividend Distribution Tax	-*	-*

-* Figure nullified in conversion of ₹ in crore

Proposed dividend on equity shares are subject to approval at the annual general meeting and are not recognised as liability (including dividend distribution tax thereon).

14 Non-Current Borrowings

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Debentures				
2,520 (previous year 2,520) 9.35% Non-Convertible Redeemable Debentures of ₹ 10,00,000 each Secured (Redeemable on July 04, 2026) (refer note (c) below)	251.39	251.32	-	-
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)	1,585.88	1,584.36	-	-
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, 2020

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
13,000 (previous year 13,000) 8.24% Non-Convertible Redeemable Debentures of ₹ 10,00,000 each Secured (Redeemable ₹ 433.30 crore on November 29, 2024, ₹ 433.30 crore on November 29, 2025 and ₹ 433.40 crore on November 27, 2026) (refer note (d) below)	1,300.00	1,300.00	-	-
2,000 (previous year 2,000) 9.35% Non-Convertible Redeemable Debentures of ₹ 10,00,000 each Secured. (Redeemable ₹ 100 crore on May 26, 2023 and ₹ 100 crore on May 27, 2026) (refer note (a) below)	198.49	198.25	-	-
4,940 (previous year 4,940) 10.50% Non-Convertible Redeemable Debentures of ₹ 10,00,000 each Secured (Redeemable at three annual equal instalments commencing from February 25, 2021) (refer note (a) below)	329.33	494.00	164.67	-
400 (previous year 400) 10.50% Non-Convertible Redeemable Debentures of ₹ 10,00,000 each Secured (Redeemable in 4 quarterly equal instalments on December 27, 2020, March 27, 2021, June 27, 2021, and September 27, 2021) (refer note (b) below)	19.82	39.40	19.83	-
Nil (previous year 1,500) 9.05% Non-Convertible Redeemable Debentures of ₹ 10,00,000 each Secured (Redeemed on May 22, 2019) (refer note (a) below)	-	-		150.00
2,800 (previous year Nil) 7.5% Non-Convertible Redeemable Debentures of ₹ 10,00,000 each Secured. (Redeemable ₹ 70 crore on April 23, 2021 and ₹ 210 crore on June 15, 2021) (refer note (f) below)	280.00	-	-	-
Nil (previous year 5,000) 9.05% Non-Convertible Redeemable Debentures of ₹ 10,00,000 each Secured. (Redeemed on April 10, 2019) (refer note (a) below)	-	-		499.96
Preference shares				
Liability Component of Compound Financial Instrument - 0.01% Non-Cumulative Redeemable Preference shares (unsecured) (refer note 12 (b))	97.09	99.94	-	-
Term loans				
Foreign currency loans:				
From banks (secured) (refer note (g), (h), k(ii) to k(iii) below)	621.69	733.37	163.13	151.12
From banks (unsecured) (refer note j(vi) below)	-	1,098.52	1,204.82	-
From Other financial institutions (secured) (refer note k(i) below)	-	-	-	15.49
3.50% Foreign Currency Bond priced at 195 basis points over the 5 years US Treasury Note (unsecured) (refer note j(i) below)	-	4,495.08	-	-
4.375% Foreign Currency Bond priced at 238 basis points over the 10 years US Treasury Note (unsecured) (refer note j(iv) below)	5,620.14	-	-	-
4.00 % Foreign Currency Bond priced at 195 basis points over the 10 years US Treasury Note (unsecured) (refer note j(iii)) below)	3,740.27	3,407.75	-	-
3.375% Foreign Currency Bond priced at 150 basis points over the 5 years US Treasury Note (unsecured) (refer note j(v)) below)	4,883.40	-	-	-
3.95% Foreign Currency Bond priced at 189 basis points over the 5 years US Treasury Note (unsecured) (refer note j(ii)) below)	3,771.82	3,436.93	-	-

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Rupee loans:				
From banks (secured) (refer note i, k(vii) to k(xviii)	2,416.92	694.39	182.40	136.36
From other financial institutions (unsecured) (refer note j(viii) below)	1.20	3.64	2.44	2.30
From others (unsecured) (refer note k(xix) below)	2.48	2.48	-	-
Foreign currency letters of credit				
From banks (unsecured) (refer note j(vii), k(iv) to k(vi) below)	61.41	1,043.89	-	161.24
	26,181.33	**19,883.32**	**1,737.29**	**1,116.47**
The above amount includes				
Secured borrowings	8,003.52	6,295.09	530.03	952.93
Unsecured borrowings	18,177.81	13,588.23	1,207.26	163.54
Amount disclosed under the head other Current Financial Liabilities (refer note 15)	-	-	(1,737.29)	(1,116.47)
	26,181.33	**19,883.32**	**-**	**-**

Notes:

a) Debentures include Secured Non-Convertible Redeemable Debentures amounting to ₹ 692.49 crore (previous year ₹ 1,342.21 crore) which are secured by first Pari-passu charge on all the immovable and movable assets of Multi-purpose Terminal, Terminal-II and Container Terminal –II project assets. ₹ 750 crore (7,500 debentures of ₹ 10,00,000/- each) were bought back on March 29, 2019 based on the resolution passed by the board at its meeting held on March 18, 2019.

b) Debentures include Secured Non-Convertible Redeemable Debentures aggregating to ₹ 39.65 crore (previous year ₹ 39.40 crore) which are secured by exclusive mortgage and charge on entire Single Point Mooring (SPM) facilities serving Indian Oil Corporation Limited - Mundra and the first charge over receivables from Indian Oil Corporation Limited.

c) Debentures include Secured Non-Convertible Redeemable Debentures aggregating to ₹ 1,251.39 crore (previous year ₹ 1,251.32 crore) which are secured by first pari-passu charge on all the movable and immovable assets pertaining to coal terminal project assets at Wandh.

d) Debentures include Secured Non-Convertible Redeemable Debentures aggregating to ₹ 1,300.00 crore (previous year ₹ 1,300.00 crore) which are secured by first pari-passu charge on specified assets of certain subsidiary companies' arrangements as per Debenture Trust Deed.

e) Debentures include Secured Non-Convertible Redeemable Debentures aggregating to ₹ 1,585.88 crore (previous year ₹ 1,584.36 crore) are secured by first pari-passu charge on specified assets of one of the subsidiary companies' arrangements as per Debenture Trust Deed.

f) Debentures include Secured Non-Convertible Redeemable Debentures aggregating to ₹ 280.00 crore (previous year ₹ Nil) are secured by first pari-passu charge on all the movable and immovable assets pertaining to coal terminal project assets at Mundra.

g) Foreign currency loans aggregating to ₹ 91.42 crore (previous year ₹ 120.11 crore) carries interest @ 6 months Euribor plus 95 basis point. The above loan is repayable in 5 Semi-annual equal instalment from the balance sheet date. The loan is secured by exclusive charge on the Dredgers procured under the facility.

h) Foreign currency loans aggregating to ₹ 35.74 crore (previous year ₹ 50.43 crore) carries interest @ 6 months Euribor plus 75 basis point. The loan is repayable in 4 semi annually equal instalments from the balance sheet date. The loan is secured by exclusive charge on the Cranes purchased under the facility.

i) Rupee term loan amounting to ₹ 1,486.33 crore (previous year ₹ Nil) carries interest @ 1 month Treasury Bill Rate plus spread of 2.58% with floor of 7.65 %, with bullet repayment in the year 2022. Rupee Loan to be secured by exclusive charge on identified assets. The Company is in process of creating charge on the same.

j) Unsecured Loan

(i) 5 years Foreign Currency Bond of USD 650 million equivalent to ₹ Nil (previous year ₹ 4,495.08 crore) carried interest @ 3.50 % p.a. and same has been pre paid during the current year.

(ii) 5 years Foreign Currency Bond of USD 500 million equivalent to ₹ 3,771.82 crore (previous year

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

₹ 3,436.93 crore) carries interest rate at 3.95% p.a. with bullet repayment in the year 2022.

(iii) 10 years Foreign Currency Bond of USD 500 million equivalent to ₹ 3,740.27 crore (previous year ₹ 3,407.75 crore) carries interest rate at 4.00% p.a. with bullet repayment in the year 2027.

(iv) 10 years Foreign Currency Bond of USD 750 million equivalent ₹ 5,620.14 crore (previous year ₹ Nil) carries interest rate at 4.375% p.a. with bullet repayment in the year 2029.

(v) 5 years Foreign Currency Bond of USD 650 million equivalent ₹ 4,883.40 crore (previous year ₹ Nil) carries interest rate at 3.375% p.a. with bullet repayment in the year 2024.

(vi) Foreign Currency Loan aggregating to ₹ 1,204.82 crore (previous year ₹ 1,098.52 crore) carries interest at 3 months Libor plus 1.25%. with bullet repayment in the year 2021.

(vii) Foreign currency letters of credit aggregating to ₹ Nil (previous year ₹ 553.61 crore) carried interest at 3 months Libor plus basis point in range of 50 to 65 and 3 to 12 months Euribor plus basis point in range of 65 to 75. Same has been repaid during the current year.

(viii) Rupee Term Loan aggregating to ₹ 3.64 crore (previous year ₹ 5.94 crore) carries interest ranging from 4.56 % p.a. to 7.95 % p.a. repayment beginning from May 2018 and having last repayment date on November 2021.

k) Loans taken by the subsidiaries includes:

(i) Foreign currency term loans from financial institutions amounting to ₹ Nil (previous year ₹ 15.49 crore) taken by Karnavati Aviation Private Limited carried interest rate of libor plus 253 basis point. The loan has been repaid in full during the year.

(ii) Foreign currency term loans from banks amounting to ₹ 49.48 crore (previous year ₹ 74.24 crore) taken by Karnavati Aviation Private Limited carries interest rate of libor plus 175 basis point. The Loan is repayable in 6 Quarterly instalments from balance sheet date. The loan is secured by hypothecation of Aircraft Legacy 650.

(iii) Foreign currency Term Loan from Banks taken by Shanti Sagar International Dredging Private Limited aggregating to ₹ 608.18 crore (previous year ₹ 639.71 crore) are secured by way of first ranking exclusive charge over the assets of Company committed under agreement, Charge on assets has been created through agreement in favor of Axis trustee service Limited acting on behalf of all the lenders. The same carries interest in the range of 6 month EURIBOR Zero ("0") plus 50 basis points. The loans are repayable 6 monthly in 20 equal installments commencing from May 16, 2018 and final repayment will be done on November 16, 2027.

(iv) Suppliers bills accepted under foreign currency letters of credit taken by The Dhamra Port Company Limited amounting to ₹ Nil (previous year ₹ 161.24 crore). The loan was unsecured and carried interest 3 month LIBOR plus 1.20 % and 6 month LIBOR plus 0.5 %. The loan has been repaid on April 02, 2019. This facility was availed out of the facility sanctioned to the Company.

(v) Suppliers bills accepted under foreign currency letters of credit by Adani Ennore Container Terminal Private Limited aggregating to ₹ Nil (previous year ₹ 345.93 crore). The loan carried interest @ 3 to 6 Months Libor plus basis points in the range of 50 to 120. The same loan has been repaid during the current year.

(vi) Foreign Letter of credit facilities taken by Adani Vizhinjam Port Private Limited of ₹ 61.41 crore (Previous year ₹ 144.35 crore) carries interest within range 1% to 1.25% for the balance usance period. The Foreign letter of credit outstanding as at March 31, 2020 is repayable on May 08, 2020, and maturity is extended as per RBI Guidelines for Capital Goods. During the year, foreign letter of credit facilities of ₹ 144.35 crore has been repaid on maturity.

(vii) Loans from banks taken by The Dhamra Port Company Limited includes secured rupee term loan from banks amounting to ₹ 299.26 crore (previous year ₹ 398.92 crore) payable in 24 variable quarterly instalments starting from June 2016 to March 2022 carries interest @ 8.35% to 8.75% 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, pertaining to the existing project capacity both present & future and all bank accounts including (Trust & Retention Account and Debt Service Account). Also secured by pledge of shares representing 30% of the total equity paid up capital of the Company.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

(viii) Loan taken by Adani Agri Logistics Limited aggregating to ₹ 213.73 crore (previous year ₹ 290.43 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 8.25% p.a. to 9.25% p.a.
- The Term Loan having sanctioned amount of ₹ 25 crore carries interest rate ranging from 10.00% p.a. to 10.65% p.a.

(ix) Rupee Term Loan taken by Adani Hazira Port Private Limited aggregating to ₹ 600 crore (Previous year ₹ Nil) carries floating interest rate of 8.20 % p.a. (bank's 3 months MCLR + 0.30% per annum) payable in 12 consecutive quarterly installments commencing from July 2021 to April 2024. The loan is secured by a first pari passu on the entire assets, both movable and immovable assets, intangible assets, current assets including receivables, both present and future. The Company is in the process of creation of charge on the reporting date.

(x) Term Loan from Banks taken by MPSEZ Utilities Private Limited aggregating to ₹ Nil (previous year ₹ 0.10 crore) are secured by way of hypothecation of Plant and Machinery of Company's transmission & distribution business. The loan carried interest rate of Base Rate + 1% and has been repaid during the current year in equal quarterly instalment after moratorium of 3 months. The tenure of loan was upto March 31, 2020.

(xi) Indian rupee loan taken by Adani Agri Logistics (Satna) Limited aggregating to ₹ Nil (previous year ₹ 17.40 crore) from bank carried floating rate of interest of bank's 1 year MCLR + 0.35% per annum payable monthly have been repaid during the year.

(xii) Indian rupee loan taken by Adani Agri Logistics (Ujjain) Limited aggregating to ₹ Nil (previous year ₹ 16.14 crore) from bank carried floating rate of interest of bank's 1 year MCLR + 0.35% per annum payable monthly have been repaid during the year.

(xiii) Indian rupee loan taken by Adani Agri Logistics (Dewas) Limited aggregating to ₹ Nil (previous year ₹ 17.79 crore) from bank carried floating rate of interest of bank's 1 year MCLR + 0.35% per annum payable monthly have been repaid during the year.

(xiv) Indian rupee loan taken by Adani Agri Logistics (Kotkapura) Limited aggregating to ₹ Nil (previous year ₹ 21.71 crore) from bank carried floating rate of interest of bank's 1 year MCLR + 0.20% per annum payable monthly have been repaid during the year.

(xv) Indian rupee loan taken by Adani Agri Logistics (MP) Limited aggregating to ₹ Nil (previous year ₹ 19.55 crore) from bank carried floating rate of interest of bank's 1 year MCLR + 0.35% per annum payable monthly have been repaid during the year.

(xvi) Indian rupee loan taken by Adani Agri Logistics (Harda) Limited aggregating to ₹ Nil (previous year ₹ 18.48 crore) from bank carried floating rate of interest of bank's 1 year MCLR + 0.35% per annum payable monthly have been repaid during the year.

(xvii) Indian rupee loan taken by Adani Agri Logistics (Hoshangabad) Limited aggregating to ₹ Nil (previous year ₹ 18.63 crore) from bank carried floating rate of interest of bank's 1 year MCLR + 0.35% per annum payable monthly have been repaid during the year.

(xviii) Indian rupee loan taken by Adani Agri Logistics (Katihar) Limited aggregating to ₹ Nil (previous year ₹ 11.60 crore) from bank carried floating rate of interest of bank's 1 year MCLR + 0.35% per annum payable monthly have been repaid during the year.

(xix) Loan taken by Adinath Polyfills Private Limited aggregating to ₹ 2.48 crore (previous year ₹ 2.48 crore) from its related parties.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

15 Other Financial Liabilities

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Current maturities of Long-Term borrowings (refer note 14)	-	-	1,737.29	1,116.47
Derivative Instruments	-	10.88	-	36.31
Capital creditors and retention money	104.23	56.65	914.62	836.53
Other payables (including discounts etc.)	-	-	279.86	220.42
Lease liabilities (refer note a below)	567.28	51.96	39.05	3.32
Unpaid Dividends#	-	-	1.03	1.08
Interim Dividend Payable	-	-	0.70	-
Interest accrued but not due on borrowings	57.96	41.47	302.97	272.96
Deposit from Customer	1.53	4.53	35.47	30.42
Financial Guarantees given	3.33	0.56	1.65	0.66
Put Option Liability	-	-	23.50	23.50
	734.33	**166.05**	**3,336.14**	**2,541.67**

Not due for credit to "Investors Education & Protection Fund"

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.

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, 2020						
Minimum Lease Payments	74.45	233.85	902.60	1,210.90	(604.57)	606.33
Finance charge allocated to future periods	35.40	135.58	433.59	604.57	-	-
Present Value of MLP	39.05	98.27	469.01	606.33	-	606.33
March 31, 2019						
Minimum Lease Payments	4.63	19.78	114.54	138.95	(83.67)	55.28
Finance charge allocated to future periods	1.31	7.57	74.79	83.67	-	-
Present Value of MLP	3.32	12.21	39.75	55.28	-	55.28

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

(b) 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.

₹ in crore

Particulars	Borrowings (including current maturities) & Interest Accrued but not due	Lease Liabilities	Unpaid Dividend on Equity (including Interim dividend) and Preference Shares (including Dividend Distribution Tax)	Derivative Contracts	Buyback of equity shares and expense upon buyback	Pre-mature redemption of Preference Shares	Total
April 1, 2018	**22,539.22**	**-**	**0.88**	**106.22**	**-**	**-**	**22,646.32**
Cash Flows	2,836.02	-	(505.05)	(17.63)	-	-	2,313.34
Foreign Exchange Movement	755.09	-	-	-	-	-	755.09
Change in fair value	(5.58)	-	-	-	-	-	(5.58)
Charged to Profit and Loss	1,428.30	-	-	(43.11)	-	-	1,385.19
Dividend recognised during the year	-	-	505.25	-	-	-	505.25
Acquisition adjustment	721.29	-	-	-	-	-	721.29
Bills discounted (net)	(414.25)	-	-	-	-	-	(414.25)
March 31, 2019	**27,860.09**	**-**	**1.08**	**45.48**	**-**	**-**	**27,906.65**
Cash Flows	(1,522.35)	(13.42)	(844.62)	107.88	(1,970.72)	(12.40)	(4,255.63)
Foreign Exchange Movement	1,768.25	-	-	-	-	-	1,768.25
Adjustment due to adoption of Ind As 116	-	619.75	-	-	-	-	619.75
Change in fair value	(13.80)	-	-	-	-	-	(13.80)
Charged to Profit and Loss	1,950.64	-	-	(153.36)	-	-	1,797.28
Charged to other equity	-	-			1,970.72	12.40	1,983.12
Dividend recognised during the year	-	-	844.57	-	-	-	844.57
Acquisition adjustment/ change in dilution of stake in subsidiary	138.59	-	-	-	-	-	138.59
Bills discounted (net)	255.30		-	-			255.30
March 31, 2020	**30,436.72**	**606.33**	**1.03**	**-**	**-**	**-**	**31,044.08**

16 Other Liabilities

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Advance from customers (refer note 39)	-	-	731.91	65.90
Deposit from customers	-	-	11.34	15.43
Statutory liabilities	-	-	126.82	123.34
Unearned Income under Long-Term land lease/ Infrastructure usage agreements	636.68	692.21	63.50	63.50
Deferred Income on fair valuation of Deposit taken	1.15	1.26	-	-
Deferred Government Grant (refer note (i) below)	432.77	437.21	12.69	12.04
Deferred Revenue for Service Line Contributions	39.07	27.34	-	-
Unearned revenue	-	-	65.91	65.88
Contract liabilities (refer note (ii) & (iii) below)	343.59	0.31	334.49	218.18
	1,453.26	**1,158.33**	**1,346.66**	**564.27**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

Note:-

(i) Movement in Deferred Government Grant

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Opening Balance	449.25	463.69
Add : Addition during the year	9.64	11.04
Less : Adjustment during the year	(0.95)	(14.03)
Less: Amortisation during the year	(12.48)	(11.45)
Closing Balance	**445.46**	**449.25**

(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.

(iii) Non-Current Contract liabilities include advances received against ongoing project allocated to unsatisfied performance obligation in respect of construction of LNG Project marine infrastructure. As per the management's estimate satisfaction of performance obligation under the contract is expected after 12 months from the balance sheet date.

17 Current Borrowings

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Suppliers credit from bank (unsecured) (refer note (b), h(i) to h(iv) below)	-	517.41
Bills acceptances (Secured) (refer note h(v) below)	-	1.00
Packing Credit Foreign Currency Loan from bank (Unsecured) (refer note (c) below)	-	172.89
Short term borrowing from banks - (unsecured) (refer note (e), (f), h(vi) below)	850.00	-
Packing Credit Rupee Currency Loan from bank (unsecured) (refer note (d) below)	400.00	-
Commercial paper (Unsecured) (refer note (g) below)	294.12	5,496.82
	1,544.12	**6,188.12**
Customers' Bills Discounted (Unsecured) (refer note 5 (c) and (a) below)	613.05	357.75
	2,157.17	**6,545.87**

Notes:

a) Factored receivables of ₹ 613.05 crore (previous year ₹ 357.75 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.

b) Suppliers bills accepted under letters of credit aggregating to ₹ Nil (previous year ₹ 95.35 crore) carried interest @ 8.22% p.a.

c) Packing Credit foreign currency Loan aggregating to ₹ Nil (previous year ₹ 172.89 crore) carried interest at 1 Month Libor plus 75 basis point has been repaid in August 2019.

d) Packing Credit rupee currency Loan aggregating to ₹ 400 crore (previous year ₹ Nil) carries interest rate @ 6.25 % monthly payable is repayable in July 2020.

e) Short term loan borrowing (STL) amounting to ₹ 400 crore (previous year ₹ Nil) carrying interest rate @ 9% monthly payable is repayable in June 2020.

f) Short term loan borrowing (STL) amounting to ₹ 400 crore (previous year ₹ Nil) carrying interest rate @ 7.25% monthly payable linked to repo rate is repayable in July 2020.

g) Commercial Paper (CP) aggregating ₹ 294.12 crore (previous year ₹ 5,496.82 crore) carries interest rate in range of 6.60 % to 8.50 % p.a. The CP has maturity period of 1 to 6 months.

h) Loans taken by the subsidiaries includes:

(i) Inland Bill Payable Discounting in case of The Dhamra Port Company Limited of ₹ Nil (Previous year ₹ 107.32 crore) carried interest rate @ 9.60% per annum and has been repaid on September 17, 2019.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

(ii) Foreign Currency Letter of Credit facilities taken by Marine Infrastructure Developer Private Limited from Banks aggregating to ₹ Nil (previous year ₹ 6.57 crore) carried interest at the rate of EURIBOR Zero plus 63 basis points have been repaid during the year.

(iii) Inland Bill Payable Discounting in case of Adani Vizhinjam Port Private Limited amounting to ₹ Nil (Previous year ₹ 161.41 crore) carried interest rate @ 9.30% per annum. The inland bill payable discounting has been repaid on June 24, 2019.

(iv) Inland letter of credit facility taken by erstwhile subsidiary Company Dhamra LNG Terminal Private Limited from bank aggregating of ₹ Nil (Previous year ₹ 146.76 crore) was unsecured. This facility was availed from bank out of the facility sanctioned to Adani Ports and Special Economic Zone Limited. Inland letter of credit carries interest rate of 7.50% to 8.50% per annum.

(v) Bill acceptances in case of Adani Agri Logistics (Katihar) Limited aggregating to ₹ Nil (Previous year ₹ 1.00 crore) have been repaid during the year.

(vi) Short Term Loan taken by Adani Petronet (Dahej) Port Private Limited aggregating to ₹ 50 crore (previous year ₹ Nil) from bank carries interest at the rate of 7.05 % linked to 1 month repo rate which is repayable in June, 2020.

18 Trade and Other Payables

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Total outstanding dues of micro enterprises and small enterprises (refer note 45)	1.96	2.07
Total outstanding dues of creditors other than micro enterprises and small enterprises	726.78	570.00
	728.74	**572.07**
Dues to related parties included in above (refer note 31)	55.16	26.74

19 Provisions

₹ in crore

Particulars	Non-current portion		Current portion	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Provision for Employee Benefits				
Provision for gratuity (refer note 28)	3.11	0.84	4.93	3.36
Provision for compensated absences	4.64	2.62	71.94	66.46
	7.75	**3.46**	**76.87**	**69.82**
Other Provisions				
Provision for operational claims (refer note (a) below)	-	-	29.43	29.43
Provision for asset retirement obligation	0.48	0.44	-	-
	8.23	**3.90**	**106.30**	**99.25**

Note (a):

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Opening Balance	29.43	33.67
Add : Addition during the year	-	
Less : Utilised / (Settled) during the year	-	(4.24)
Closing Balance	**29.43**	**29.43**

Operational Claims are the expected claims against outstanding receivables made/to be made by the customers towards shortages of stock, handling losses, damages to the cargo, storage and other disputes. The probability and the timing of the outflow/adjustment with regard to above depends on the ultimate settlement / conclusion with the respective customer.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

20 Revenue from Operations

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Revenue from Contract with customer (refer note (a) below)		
Income from Port Operations (including Port Infrastructure Services)	9,667.83	8,986.23
Utilities Services	120.39	104.97
Aircraft Operations	27.97	29.01
Logistics Services	665.40	487.62
	10,481.59	**9,607.83**
Lease, Upfront Premium and Deferred Infrastructure Income (refer note (b) and (c) below)	285.78	843.35
Income from Export Incentive (Services Exports from India Scheme/Served from India Scheme)	593.72	329.80
Other operating income	77.68	144.46
	11,438.77	**10,925.44**

Notes:

a) Reconciliation of revenue recognized with Contract Price

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Contract price	10,781.07	9,869.09
Adjustment for:		
Change in Consideration	(20.49)	(58.56)
Refund Liability	(270.77)	(215.74)
Change in value of Contract Assets	11.40	18.43
Change in value of Contract Liabilities	(19.62)	(5.39)
Revenue from Contract with Customer	**10,481.59**	**9,607.83**

b) The Group has given various assets on finance lease to various parties. These leases have terms end between 11 and 30 years. The lease agreements entered are non-cancellable. There is no contingent rent, no sub-leases and no restrictions imposed by the lease arrangements. All land leases include a clause to enable upward revision of the rental charge every three to five years upto 20%. The Company has also received one-time income of upfront premium ranging from ₹ 1500 to ₹ 5500 per Sq. mtr for use of common infrastructure by the parties. Such one-time income of upfront premium is non-refundable. Income of ₹ 42.87 crore (previous year ₹ 718.16 crore) including upfront premium of ₹ 21.80 crore (previous year ₹ 86.38 crore) accrued under such lease have been booked as income in the statement of profit and loss.

c) Land given under operating lease

The Group has given certain land portions on operating lease. These lease arrangements range for a period between 5 and 60 years. Most of the leases are renewable for further period on mutually agreeable terms.

The total future minimum lease rentals receivable at the Balance Sheet date is as under:

₹ in crore

Particulars	March 31, 2020	March 31, 2019
For a period not later than one year	89.84	94.05
For a period later than one year and not later than five years	471.23	619.78
For a period later than five years	929.92	1,076.66
	1,490.99	**1,790.49**

The Group has recognised income from operating leases of ₹ 128.86 crore (previous year ₹ 13.54 crore)

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

21 Other Income

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Interest income on		
Bank Deposits, Inter Corporate Deposits, Security Deposits, Finance Lease etc.	1,625.42	1,123.68
Customer dues	44.32	96.51
Dividend income on Non-current Investments	8.00	7.00
Net Gain on Fair value of financial instrument	48.70	43.02
Scrap Sales	7.27	20.52
Unclaimed liabilities / excess provision written back	1.84	18.97
Financial Guarantee Income	1.52	5.87
Amortisation of Government Grant (refer note 16 (i))	12.48	11.45
Miscellaneous Income	111.80	35.32
	1,861.35	**1,362.34**

22 Operating Expenses

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Cargo handling / other charges to contractors (net of reimbursements)	1,202.03	1,077.44
Purchase of Power for utilities Business	155.04	140.43
Customer Claims (including expected credit loss)	9.71	32.13
Railway's Service Charges	614.80	397.65
Tug and Pilotage Charges	47.94	42.44
Maintenance Dredging	39.07	14.32
Repairs to Plant & Equipment	69.84	58.07
Stores, Spares and Consumables	188.07	257.74
Repairs to Buildings	10.43	11.48
Power & Fuel	330.01	320.31
Waterfront Charges	280.20	242.92
Cost of Assets transferred under Finance Lease	19.80	34.15
Cargo Freight and Transportation Expenses	98.77	109.73
Aircraft Operating Expenses	11.92	10.87
Other expenses including Customs Establishment charges	6.02	11.12
Construction expenses under Service Concession Arrangements	13.61	-
	3,097.26	**2,760.80**

23 Employee Benefits Expense

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Salaries, Wages and Bonus	496.72	488.37
Contribution to Provident & Other Funds	16.69	14.07
Gratuity Expense (refer note 28)	5.53	3.83
Staff Welfare Expenses	27.58	23.54
	546.52	**529.81**

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

24 Finance Costs

₹ in crore

Particulars	March 31, 2020	March 31, 2019
a) Interest and Bank Charges		
Interest on		
Debentures and Bonds	1,167.10	1,046.22
Loans, Buyer's Credit etc.	663.04	364.46
Lease liabilities (refer note 2.3 (x)(i))	40.39	-
Others	38.45	5.30
Bank and other Finance Charges	41.66	12.32
	1,950.64	**1,428.30**
b) Gain on Derivatives / Swap Contracts (net)	(137.50)	(43.11)
	1,813.14	**1,385.19**

25 Other Expenses

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Rent Expenses (refer policy note 2.3 (x)(i))	6.49	36.50
Rates and Taxes	6.72	10.26
Insurance	59.52	45.57
Advertisement and Publicity	10.36	15.45
Other Repairs and Maintenance	66.82	59.07
Legal and Professional Expenses	130.32	96.26
Corporate Support Service Fees	63.74	66.92
IT Support Services	17.51	16.03
Security Services Charges	43.18	38.05
Communication Expenses	28.25	18.91
Electric Power Expenses	2.73	2.28
Travelling and Conveyance	49.14	41.72
Directors' Sitting Fee	0.51	0.38
Commission to Non-executive Directors	0.63	0.36
Charity and Donations (refer note (a) below)	110.34	94.96
Diminution in value of inventories	0.16	2.64
Loss on Sale/Discard of Property, Plant and Equipment (net)	12.49	4.14
Miscellaneous Expenses	54.99	17.85
	663.90	**567.35**

Notes:

a) Details of Expenditure on Corporate Social Responsibilities

As per Section 135 of the Companies Act, 2013, a Company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are eradication of hunger and malnutrition, promoting education, art and culture, healthcare, destitute care and rehabilitation, environment sustainability, disaster relief and rural development projects. A CSR committee has been formed by the Company as per the Act. The funds were primarily allocated to a corpus and utilised through the year on these activities which are specified in Schedule VII of the Companies Act, 2013.

(i) Gross Amount required to be spent during the year is ₹ 101.96 crore (previous year ₹ 88.99 crore).

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

(ii) Amount spent during the year ended

₹ in crore

Particulars	In cash	Yet to be paid in cash	Total
March 31, 2020			
Construction/acquisition of any asset	-	-	-
On purposes other than above	102.22	-	102.22
	102.22	**-**	**102.22**
March 31, 2019			
Construction/acquisition of any asset	-	-	-
On purposes other than above	89.05	-	89.05
	89.05	**-**	**89.05**

26 Income Tax

The major component of income tax expenses for the year ended March 31, 2020 and March 31, 2019 are as under :-

(i) Tax Expense reported in the Consolidated Statement of Profit and Loss

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Current Income Tax		
Current Tax Charges	707.49	1,057.60
Tax (credit) under Minimum Alternative Tax	(103.50)	(195.44)
Deferred Tax		
Relating to origination and reversal of temporary differences	(144.60)	219.31
	459.39	**1,081.47**
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	(0.44)	(0.32)
Tax impact on net Gains on FVTOCI Equity Investments	2.76	5.41
	2.32	**5.09**

(ii) Balance Sheet Section

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Taxes recoverable (net) (refer note 8)	513.94	236.39
Current Tax Liabilities (net)	(21.46)	(28.56)
	492.48	**207.83**

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, 2020 and March 31, 2019

Particulars	March 31, 2020		March 31, 2019	
	%	₹ in crore	%	₹ in crore
Accounting profit before Income tax		4,243.92		5,126.22
At India's Statutory income tax rate	34.94	1,483.00	34.94	1,791.31
Add /(Less) Tax effect of:-				
Expenses not allowable under Tax Law	0.94	39.75	0.52	26.65
Deduction under chapter VI-A	(5.29)	(224.50)	(3.66)	(187.44)
Recognition of deferred tax for previous period	(0.30)	(12.63)	(1.13)	(57.85)
Income charged as per special provision of Income Tax Act, 1961	(7.63)	(323.72)	(8.14)	(417.28)
Income that is exempt from tax	(0.07)	(2.85)	(0.05)	(2.45)
Adjustment in respect of previous years	(0.68)	(28.78)	2.92	149.50
Reversal of excess provision of earlier years (refer note below)	-	-	(5.94)	(304.41)

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

Particulars	March 31, 2020		March 31, 2019	
	%	₹ in crore	%	₹ in crore
MAT Credit of previous period (recognised)/ derecognised	0.04	1.61	(1.22)	(62.40)
Deferred tax balances due to the change in income tax rate (refer footnote to 26 (iv))	(7.17)	(304.32)	-	-
Effect due to different tax rate	(2.21)	(93.97)	(0.04)	(2.14)
Unused tax losses and tax offsets not recognised as deferred tax assets	1.35	57.17	1.17	59.77
Subsidiaries' charged at different tax rates	(3.14)	(133.05)	0.72	37.14
MAT credit not availed	-	-	0.77	39.60
Others	0.04	1.68	0.22	11.47
Income tax reported in Statement of Profit and Loss	**10.82**	**459.39**	**21.10**	**1,081.47**

Note:-

During the previous year, the Company filed its return of income for the Assessment Year 2018-19. Based on the opinion obtained by the Company with regard to certain tax positions, the Company has determined it's self-assessment tax. Consequently, the tax expense for the previous year ended March 31, 2019 was adjusted to the tune of ₹ 304.41 crore to give effect of self-assessment tax determined by the Company vis-a-vis tax provision made by the Company for the year ended March 31, 2018.

(iv) Deferred Tax Liability (net)

₹ in crore

Particulars	Balance Sheet as at		Statement of Profit and Loss	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
(Liability) on Accelerated depreciation for tax purpose	(2,363.10)	(2,482.53)	119.43	(733.62)
Assets on Provision for Employee Benefits	7.67	5.08	2.59	0.13
Assets on unrealised intra-group profit	210.65	254.02	(43.37)	32.20
Liability on fair valuation gain on account of dilution of stake in Subsidiary	(109.31)	-	(109.31)	-
Assets on account of unabsorbed losses/ depreciation	1,133.39	1,043.49	89.90	518.33
Liability on finance lease receivables	(43.46)	(34.49)	(8.97)	(34.49)
Assets on Bond issue expenses amortisation	-	5.53	(5.53)	(4.16)
(Liability) on Preference Share debt component*	(39.73)	(62.67)	3.12	2.88
Assets on fair valuation of Corporate and Bank Guarantee	1.74	0.43	1.31	(2.89)
(Liability) on Deemed Investments	(6.24)	(5.61)	(0.63)	-
(Liability) on Business Combination adjustment (refer note 37 (i)(c))	(178.26)	(226.68)	65.09	-
(Liability) on SCA receivables/Intangible assets	(30.48)	(34.14)	3.66	-
(Liability) on Forward Mark to Mark	-	(19.58)	19.58	(19.58)
(Liability) on equity investment FVTOCI	(34.71)	(31.95)	(2.76)	(5.41)
Assets / (Liability) on other temporary differences	30.61	22.44	8.17	22.21
	(1,421.23)	**(1,566.66)**	**142.28**	**(224.40)**

* Reversal of Deferred Tax liability on deemed equity of preference share of ₹ 14.82 crore on account of change in tax rates as per note below and ₹ 5 crore on account of premature redemption of preference shares is adjusted to other equity.

Note:-

Pursuant to the Taxation Law (Amendment) Ordinance, 2019 ("Ordinance") issued by Ministry of Law and Justice (Legislative Department) on September 20, 2019 effective from April 01, 2019, domestic companies have the option to pay Corporate income tax rate at 22% plus applicable surcharge and cess ("New tax rate") subject to certain conditions. Based on the assessment, the Group has chosen to exercise the option of New tax rate for certain companies. Accordingly where it has chosen to exercise New tax rate, the companies have:

a) made the provision for current tax and deferred tax at the rate of 25.17%

b) written off unutilised credit for Minimum Alternate Tax aggregating to ₹ 8.65 crore

For rest of the companies, the Group has chosen to continue with existing tax structure until utilisation of accumulated Minimum Alternate Tax (MAT) credit.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

Further, Ind-AS 12 requires deferred tax assets and liabilities to be measured using the enacted (or substantively enacted) tax rates expected to apply to taxable income in the years in which the temporary differences are expected to reverse. The Group has made estimates, based on its budget, regarding income anticipated in foreseeable future year when those temporary differences are expected to reverse and measured the same at New tax rate. Accordingly, the Group has re-measured the outstanding deferred tax balances that is expected to be reversed in future at New tax rate and an amount of ₹ 304.32 crore and ₹ 14.82 crore have been written back in the Statement of Profit and Loss and Other Equity respectively in the current year.

(v) Deferred Tax reflected in the Balance Sheet as follows

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Deferred Tax Assets (net)	1,209.62	1,028.38
Deferred Tax Liabilities (net)	(286.97)	(216.03)
	922.65	**812.35**
Component of Deferred Tax Assets / (Liabilities)		
Tax Credit Entitlement under MAT	2,343.88	2,379.01
Less :Deferred tax liabilities (net)	(1,421.23)	(1,566.66)
	922.65	**812.35**

(vi) Deferred tax liabilities (net)

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Tax expenses during the period recognised in Statement of Profit and Loss	(144.60)	219.31
Tax expenses during the period recognised in OCI	2.32	5.09
	(142.28)	**224.40**

MAT credit of ₹ 105.11 crore (previous year ₹ 195.40 crore) has been recognised in subsidiary entities Adani Petronet (Dahej) Port Private Limited, MPSEZ Utilities Private Limited, Marine Infrastructure Developer Private Limited and Adani Hazira Port Private Limited.

(vii) The Group has following unutilised MAT credit under the Income Tax Act, 1961 for which deferred tax assets has been recognised in the Balance Sheet

Financial Year	Amount ₹ in crore	Expiry Date
2012-13	7.70	2027-28
2013-14	364.38	2028-29
2014-15	513.61	2029-30
2015-16	708.22	2030-31
2016-17	413.32	2031-32
2017-18	105.58	2032-33
2018-19	125.96	2033-34
2019-20	105.11	2034-35
Total	**2,343.88**	

(viii) Certain subsidiary companies have carried forward unabsorbed depreciation aggregating ₹ 1,497.65 crore (Previous year ₹ 1251.39 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 ₹ 497.03 crore (previous year ₹ 341.53 crore) under the Income Tax Act, 1961, which gets expired within 8 years of the respective year. The carried forward losses will get expired mainly during the year 2020-21 to 2026-27.

Deferred tax assets 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. If the Group were able to recognise all unrecognised deferred tax assets, the profit would increase by ₹ 688.64 crore (previous year ₹ 549.06 crore)

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

(ix) The Company has paid dividend to its shareholders. This has resulted in payment of Dividend Distribution Tax (DDT) to the taxation authorities. DDT represents additional payment to taxation authority on behalf of the shareholders hence DDT paid is charged to other equity.

(x) Deferred income taxes are not provided on the undistributed earnings of subsidiaries where it is expected that earnings of the subsidiary will not be distributed in the foreseeable future.

27 Earnings Per Share (EPS)

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Profit after tax	3,763.13	3,990.22
Less : Dividends on Non-Cumulative Redeemable Preference Shares and tax thereon	-*	-*
Net profit for calculation of basic and diluted EPS	**3,763.13**	**3,990.22**

-* Figures being nullified on conversion to ₹ in crore.

Particulars	No.	No.
Weighted average number of equity shares in calculating basic and diluted EPS	2,051,244,657	2,070,951,761
Basic and Diluted Earnings per Share (in ₹)	**18.35**	**19.27**

28 Disclosures as required by Ind AS - 19 Employee Benefits

a) The Group has recognised, in the Consolidated Statement of Profit and Loss for the current year, an amount of ₹ 15.99 crore (Previous Year ₹ 13.47 crore) as expenses under the following defined contribution plan.

₹ in crore

Contribution to	2019-20	2018-19
Provident Fund	15.81	13.29
Superannuation Fund	0.18	0.18
Total	**15.99**	**13.47**

b) The Group has a defined gratuity plan. Under the plan every employee who has completed at least five year of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service. The scheme is funded with Life Insurance Companies in form of a qualifying insurance policy for future payment of gratuity to the employees.

Each year, the management reviews the level of funding in the gratuity fund. Such review includes the asset-liability matching strategy. The management decides its contribution based on the results of this review. The management 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.

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

Gratuity

i) Changes in present value of the defined benefit obligation are as follows:

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Present value of the defined benefit obligation at the beginning of the year	36.39	27.12
Current service cost	5.61	3.82
Past Service Cost		
Interest cost	2.80	2.30
Actuarial (gain) / loss arising from and including OCI:		
- change in demographic assumptions	0.31	(0.66)
- change in financial assumptions	3.04	4.56
- experience variance	(0.50)	(1.75)
Benefits paid	(2.02)	(1.85)
Liability Transfer In- Business acquisition adjustment	1.23	2.35
Liability Transfer In/(out)	(0.50)	0.50
Present value of the defined benefit obligation at the end of the year	46.36	36.39

ii) Changes in fair value of plan assets are as follows:

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Fair value of plan assets at the beginning of the year	34.17	27.15
Investment income	2.60	2.23
Contributions by employer	4.31	4.47
Benefits paid	(0.14)	(0.53)
Return on plan assets, excluding amount recognised in net interest expense	(0.09)	(0.43)
Acquisition Adjustment	-*	1.28
Fair value of plan assets at the end of the year	40.85	34.17

-* Figures being nullified on conversion to ₹ in crore

iii) Net asset/(liability) recognised in the balance sheet

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Present value of the defined benefit obligation at the end of the year	46.36	36.39
Fair value of plan assets at the end of the year	40.85	34.17
Amount recognised in the balance sheet	(5.51)	(2.22)
Net asset - Current (Refer note 7)	2.53	1.98
Net liability - Current (Refer note 19)	(4.93)	(3.36)
Net liability - Non-current (Refer note 19)	(3.11)	(0.84)

iv) Expense recognised in the statement of profit and loss for the year

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Current service cost	5.61	3.82
Interest cost on benefit obligation	0.20	0.07
Amount capitalised	(0.28)	(0.06)
Total Expense included in employee benefits expense	5.53	3.83

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

v) Recognised in the other comprehensive income for the year

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Actuarial (gain)/losses arising from		
- change in demographic assumptions	0.31	(0.66)
- change in financial assumptions	3.04	4.56
- experience variance	(0.50)	(1.75)
Amount capitalised	(0.04)	(0.03)
Return on plan assets, excluding amount recognised in net interest expense	0.09	0.43
Recognised in other comprehensive income	2.90	2.55

vi) The principle assumptions used in determining gratuity obligations are as follows:

Particulars	March 31, 2020	March 31, 2019
Discount rate	6.70%	7.60%
Rate of escalation in salary (per annum)	8.00%	8.00%
Mortality	India Assured Lives Mortality (2012-14)	India Assured Lives Mortality (2006-08)
Attrition rate	6.71%	7.75%

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, 2020	March 31, 2019
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 Method

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, 2020		March 31, 2019	
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
	(3.46)	**3.99**	(2.52)	2.87

Particulars	March 31, 2020		March 31, 2019	
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
	3.90	**(3.46)**	2.82	(2.54)

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

Particulars	March 31, 2020		March 31, 2019	
Assumptions	Attrition rate		Attrition rate	
Sensitivity level	0.5% Increase	0.5% Decrease	0.5% Increase	0.5% Decrease
Impact on defined benefit obligations	₹ in crore	₹ in crore	₹ in crore	₹ in crore
	(1.04)	**1.45**	(0.46)	0.57

Particulars	March 31, 2020		March 31, 2019	
Assumptions	Mortality rate		Mortality rate	
Sensitivity level	0.1% Increase	0.1% Decrease	0.1% Increase	0.1% 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, 2020	March 31, 2019
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, 2020	March 31, 2019
Within the next 12 months (next annual reporting period)	4.62	4.03
Between 2 and 5 years	17.79	16.17
Between 5 and 10 years	18.88	16.53
Beyond 10 years	49.14	36.63
Total Expected Payments	**90.43**	**73.36**

The Group expects to contribute ₹ 10.93 crore to gratuity fund in the financial year 2020-21. (previous year ₹ 6.19 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)

29 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 operational decision maker monitors the operating results of its Business segment separately for the purpose of making decision about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements, Operating segment have been identified on the basis of nature of products and other quantitative criteria specified in the Ind AS 108.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

Segment revenue and results:

The expenses and income which are not directly attributable to any business segment are shown as unallocable expenditure (net of unallocable income).

Segment assets and Liabilities:

Segment assets include all operating assets used by the operating segment and mainly consist of property, plant and equipments, other intangible assets, trade receivables, Inventory and other operating assets. Segment liabilities primarily includes trade payable and other liabilities. Common assets and liabilities which can not be allocated to any of the business segment are shown as unallocable assets / liabilities.

Inter Segment transfer:

Inter Segment revenues are recognised at sales price. The same is based on market price and business risks. Profit or loss on inter segment transfer are eliminated at the group level.

Summary of segment information is given below:

₹ in crore

Particulars	Port and SEZ activities	Others	Eliminations	Total
Revenue				
External Sales	**10,688.52**	**1,184.55**		**11,873.07**
	10,208.96	*716.48*		*10,925.44*
Inter-Segment Sales	**52.78**	**85.59**	**(138.37)**	**-**
	47.06	*99.72*	*(146.78)*	*-*
Total Revenue	**10,741.30**	**1,270.14**	**(138.37)**	**11,873.07**
	10,256.02	*816.20*	*(146.78)*	*10,925.44*
Results				
Segment Results	**5,819.89**	**97.98**		**5,917.87**
	5,744.63	*54.25*		*5,798.88*
Unallocated Corporate Income (Net of expenses)				**(1,530.55)**
				(507.66)
Operating Profit	**5,819.89**	**97.98**		**4,387.32**
	5,744.63	*54.25*		*5,291.22*
Less: Finance Expense				**1,813.14**
				1,385.19
Add: Interest Income				**1,669.74**
				1,220.19
Profit before tax				**4,243.92**
				5,126.22
Tax Expense				**459.39**
				1,081.47
Profit after tax				**3,784.53**
				4,044.75
Less: Minority Interest				**21.40**
				54.53
Net profit				**3,763.13**
				3,990.22
Other Information				
Segment Assets	**52,112.35**	**3,738.55**		**55,850.90**
	45,103.12	*3,149.41*		*48,252.53*
Unallocated Corporate Assets				**6,352.77**
				8,274.93
Total Assets				**62,203.67**
				56,527.46
Segment Liabilities	**5,324.47**	**323.81**		**5,648.28**
	3,471.39	*172.81*		*3,644.20*
Unallocated Corporate Liabilities				**30,712.31**
				28,135.12

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

₹ in crore

Particulars	Port and SEZ activities	Others	Eliminations	Total
Total liabilities				**36,360.59**
				31,779.32
Capital Expenditure during the year	**3,133.48**	**487.93**		**3,621.41**
	2,819.40	*121.09*		*2,940.49*
Segment Depreciation and amortisation	**1,545.43**	**134.85**		**1,680.28**
	1,315.88	*57.60*		*1,373.48*
Major Non-Cash Expenses other than Depreciation and amortisation (net)	**84.17**	-		**84.17**
	117.37			*117.37*
Unallocated Major Non-Cash Expenses other than Depreciation and amortisation (net)				**1,709.73**
				447.30

Previous year figures are in italics

Additional information regarding the Company's geographical segments:

₹ in crore

Sr No	Particulars	Revenue from External Customers		Non-Current Assets	
		For the year ended March 31, 2020	For the year ended March 31, 2019	As at March 31, 2020	As at March 31, 2019
1	India	11,357.27	10,473.75	37,781.53	34,926.51
2	Outside India	515.80	451.69	902.97	106.67

There is no transaction with single external customer which amounts to 10% or more of the Group's revenue.

30 Adani Ports and Special Economic Zone Limited's share in the voting power of subsidiary companies as at year end is as follows:

Sr. No.	Name of Company	Country of Incorporation	Proportion of Ownership Interest (%) March 31, 2020	Proportion of Ownership Interest (%) March 31, 2019
i	Adani Logistics Limited	India	100	100
ii	Karnavati Aviation Private Limited	India	100	100
iii	MPSEZ Utilities Private Limited	India	100	100
iv	Mundra SEZ Textile and Apparel Park Private Limited	India	55	55
v	Adani Murmugao Port Terminal Private Limited	India	100	100
vi	Mundra International Airport Private Limited	India	100	100
vii	Adani Hazira Port Private Limited	India	100	100
viii	Adani Petronet (Dahej) Port Private Limited	India	74	74
ix	Hazira Infrastructure Private Limited	India	100	100
x	Madurai Infrastructure Private Limited (formerly known as Mundra LPG Infrastructure Private Limited)	India	100	100
xi	Adani Vizag Coal Terminal Private Limited	India	100	100
xii	Adani Kandla Bulk Terminal Private Limited (refer note (a) below)	India	100	100
xiii	Adani Warehousing Services Private Limited	India	100	100
xiv	Adani Ennore Container Terminal Private Limited	India	100	100
xv	Adani Hospitals Mundra Private Limited	India	100	100
xvi	The Dhamra Port Company Limited	India	100	100
xvii	Shanti Sagar International Dredging Private Limited	India	100	100
xviii	Abbot Point Operations Pty. Limited	Australia	100	100
xix	Adani Vizhinjam Port Private Limited	India	100	100
xx	Adani Kattupalli Port Private Limited	India	100	100
xxi	Abbot Point Bulkcoal Pty. Limited	Australia	100	100
xxii	The Adani Harbour Services Private Limited	India	100	100

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

Sr. No.	Name of Company	Country of Incorporation	Proportion of Ownership Interest (%) March 31, 2020	Proportion of Ownership Interest (%) March 31, 2019
xxiii	Dholera Infrastructure Private Limited (refer note 2.4)	India	49	49
xxiv	Dholera Port and Special Economic Zone Limited (refer note 2.4)	India	100	100
xxv	Adinath Polyfills Private Limited	India	100	100
xxvi	Mundra International Gateway Terminal Private Limited	India	100	100
xxvii	Adani International Terminals Pte. Limited	Singapore	100	100
xxviii	Blue Star Realtors Private Limited (acquired on April 26, 2018)	India	100	100
xxix	Adani Bhavanapadu Port Private Limited (incorporated on May 21, 2018)	India	100	100
xxx	Marine Infrastructure Developer Private Limited (acquired on June 28, 2018)	India	97	97
xxxi	Adani Mundra Port Holding Pte. Limited (incorporated on October 30, 2018)	Singapore	100	100
xxxii	Adani Mundra Port Pte. Limited (incorporated on January 03, 2019)	Singapore	100	100
xxxiii	Adani Abbot Port Pte. Limited (incorporated on January 03, 2019)	Singapore	100	100
xxxiv	Adani Yangon International Terminal Company Limited (Incorporated on February 22, 2019)	Myanmar	100	100
xxxv	Dermot Infracon Private Limited (acquired on March 25, 2019)	India	100	100
xxxvi	Adani Agri Logistics Limited (acquired on March 29, 2019)	India	100	100
xxxvii	Adani Agri Logistics (MP) Limited (acquired on March 29, 2019)	India	100	100
xxxviii	Adani Agri Logistics (Harda) Limited (acquired on March 29, 2019)	India	100	100
xxxix	Adani Agri Logistics (Hoshangabad) Limited (acquired on March 29, 2019)	India	100	100
xl	Adani Agri Logistics (Satna) Limited (acquired on March 29, 2019)	India	100	100
xli	Adani Agri Logistics (Ujjain) Limited (acquired on March 29, 2019)	India	100	100
xlii	Adani Agri Logistics (Dewas) Limited (acquired on March 29, 2019)	India	100	100
xliii	Adani Agri Logistics (Katihar) Limited (acquired on March 29, 2019)	India	100	100
xliv	Adani Agri Logistics (Kotkapura) Limited (acquired on March 29, 2019)	India	100	100
xlv	Adani Agri Logistics (Kannauj) Limited (acquired on March 29, 2019)	India	100	100
xlvi	Adani Agri Logistics (Panipat) Limited (acquired on March 29, 2019)	India	100	100
xlvii	Adani Agri Logistics (Raman) Limited (acquired on March 29, 2019)	India	100	100
xlviii	Adani Agri Logistics (Nakodar) Limited (acquired on March 29, 2019)	India	100	100
xlix	Adani Agri Logistics (Barnala) Limited (acquired on March 29, 2019)	India	100	100
l	Adani Agri Logistics (Bathinda) Limited (acquired on March 29, 2019)	India	100	100
li	Adani Agri Logistics (Mansa) Limited (acquired on March 29, 2019)	India	100	100
lii	Adani Agri Logistics (Moga) Limited (acquired on March 29, 2019)	India	100	100
liii	Adani Agri Logistics (Borivali) Limited (acquired on March 29, 2019)	India	100	100
liv	Adani Agri Logistics (Dahod) Limited (acquired on March 29, 2019)	India	100	100
lv	Adani Agri Logistics (Dhamora) Limited (acquired on March 29, 2019)	India	100	100
lvi	Adani Agri Logistics (Samastipur) Limited (acquired on March 29, 2019)	India	100	100
lvii	Adani Agri Logistics (Darbhanga) Limited (acquired on March 29, 2019)	India	100	100
lviii	Adani Tracks Management Services Private Limited (incorporated on July 31, 2019)	India	100	-
lix	Dhamra Infrastructure Private Limited (formerly known as Welspun Orissa Steel Private Limited) (acquired on April 22, 2019)	India	100	-
lx	Adani Logistics Services Private Limited (formerly known as Innovative B2B Logistics Solutions Private Limited) (acquired on August 06, 2019)	India	98.29	-
lxi	Adani Noble Private Limited (formerly known as Noble Tradecon Private Limited) (acquired on August 06, 2019)	India	98.29	-

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

Sr. No.	Name of Company	Country of Incorporation	Proportion of Ownership Interest (%) March 31, 2020	Proportion of Ownership Interest (%) March 31, 2019
lxii	Adani Forwarding Agent Private Limited (formerly known as B2B Forwarding Agent Private Limited) (acquired on August 06, 2019)	India	98.29	-
lxiii	Adani Cargo Logistics Private Limited (formerly known as B2B Innovative Cargo Private Limited) (acquired on August 06, 2019)	India	98.29	-
lxiv	Adani Logistics Infrastructure Private Limited (formerly known as Minion Infrastructure Private Limited) (acquired on August 06, 2019)	India	98.29	-
lxv	Bowen Rail Operations Pte Limited (incorporated on December 11, 2019)	Singapore	100	-
lxvi	Adani Pipelines Private Limited (incorporated on December 12, 2019)	India	100	-
lxvii	Bowen Rail Company Pty Limited (incorporated on December 16, 2019)	Australia	100	-
lxviii	Adani Bangladesh Ports Private Limited (incorporated on February 17, 2019)	Bangladesh	100	-

Adani Ports and Special Economic Zone Limited's share in the voting power in joint venture entities as at year end is as follows:

Sr. No.	Name of Company	Country of Incorporation	Proportion of Ownership Interest (%) March 31, 2020	Proportion of Ownership Interest (%) March 31, 2019
i	Adani International Container Terminal Private Limited	India	50	50
ii	Adani CMA Mundra Terminal Private Limited	India	50	50
iii	Adani NYK Auto Logistics Solutions Private Limited (Incorporated on September 17, 2018)	India	51	51
iv	Adani Total Private Limited (Formerly known as Adani Petroleum Terminal Private Limited)*	India	50	100
v	Dhamra LNG Terminal Private Limited #	India	50	100
vi	Total Adani Fuels Marketing Private Limited (incorporated on October 22, 2019) #	India	50	-

* Subsidiary Company became joint venture during the current year

These companies are subsidiaries of Adani Total Private Limited

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, 2020

31 Related Party Disclosures

Related parties with whom transactions have taken place.

Joint Venture 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") (w.e.f December 31, 2019)
	Dhamra LNG Terminal Private Limited (Subsidiary of ATPL) (w.e.f December 31, 2019)
Key Management Personnel and their relatives	Mr. Gautam S. Adani - Chairman and Managing Director
	Mr. Rajesh S. Adani - Director and Brother of Mr. Gautam S. Adani
	Mr. Karan G. Adani - Chief Executive Officer and son of Mr. Gautam S. Adani
	Dr. Malay Mahadevia - Wholetime Director
	Prof. G. Raghuram - Non-Executive Director
	Mr. Sanjay S. Lalbhai - Non-Executive Director (upto August 08, 2019)
	Ms. Radhika Haribhakti - Non-Executive Director (upto March 31, 2020)
	Mr. Mukesh Kumar - Non-Executive Director (w.e.f October 23, 2018)
	Ms. Nirupama Rao - Non-Executive Director (w.e.f April 22, 2019)
	Mr. Bharat Sheth - Non-Executive Director (w.e.f October 15, 2019)
	Mr. Gopal Krishna Pillai - Non-Executive Director
	Mr. Deepak Maheshwari - Chief Financial Officer (w.e.f May 03, 2018)
	Ms. Dipti Shah - Company Secretary (upto July 31, 2018)
	Kamlesh Bhagia - Company Secretary (w.e.f August 06, 2018)
Entities over which (i) Key Management Personnel and their relatives & (ii) entities having significant influence over the Company have control or are under significant influence through voting powers	Abbot Point Port Holdings Pte Limited, Singapore
	Adani Foundation
	Adani Properties Private Limited
	Delhi Golf Link Properties Private Limited
	Adani Townships and Real Estate Company Private Limited
	Mundra Port Pty Limited, Australia
	Adani Infrastructure and Developers Private Limited
	Adani Mundra SEZ Infrastructure Private Limited
	Shanti Builders
	Adani Bunkering Private Limited
	Adani Enterprises Limited
	Adani Green Energy Limited
	Adani Green Energy (UP) Limited
	Adani Gas Limited
	Adani Trading Service LLP
	Adani Global FZE
	Adani Infra (India) Limited
	Adani Road Transport Limited
	Adani Infrastructure Management Services Limited
	Adani Power Dahej Limited
	Adani Power (Mundra) Limited
	Adani Power Limited
	Adani Power Maharashtra Limited
	Maharashtra Eastern Grid Power Transmission Company Limited
	Adani Power Rajasthan Limited
	Adani Wilmar Limited
	Kutch Power Generation Limited
	Belvedere Golf and Country Club Private Limited
	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, 2020

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	Shantigram Estate Management Private Limited
	Adani Global Pte Limited, Singapore
	Adani Renewable Energy (KA) Limited
	Parampujya Solar Energy Private Limited
	Golden Valley Agrotech Private Limited
	Wardha Solar (Maharashtra) Private Limited
	Adani Finserve Private Limited
	Vishakha Solar Films Private Limited
	Adani Estate Management Private Limited
	Adani Power (Jharkhand) 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
	Adani Renewable Energy (RJ) Limited
	Adani Sportsline Private Limited
	Raigarh Energy Generation Limited
	Prayatna Developers Private Limited
	Udupi Power Corporation Limited
	North West Rail Pty Limited
	Mundra Synenergy Limited
	Raipur Energen Limited
	Prayagraj Water Private Limited
	Adani Cementation Limited
	Mundra Solar PV Limited
	Mundra Solar Technopark Private Limited

Terms and conditions of transactions with related parties
Outstanding balances of the related parties at the year-end are unsecured and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables. For the year ended March 31, 2020, 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

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

(A) Transactions with Related Parties

₹ in crore

Sr No	Particulars	For the Year Ended	With Joint Ventures	With Other Entities*	Key Management Personnel and their relatives
1	Income from Port Services / Other Operating Income	**March 31, 2020**	**438.52**	**1,199.66**	**-**
		March 31, 2019	429.15	1,004.39	-
2	Sale of Non-financial Assets	**March 31, 2020**	**-**	**584.18**	**-**
		March 31, 2019	-	184.62	-
3	Lease including Infrastructure Usage Income/ Upfront Premium (Includes Reversal)	**March 31, 2020**	**16.82**	**94.86**	**-**
		March 31, 2019	11.44	234.61	-
4	Interest Income on loans/ deposits/deferred accounts receivable	**March 31, 2020**	**100.40**	**77.86**	**-**
		March 31, 2019	133.16	106.08	-
5	Purchase of Spares and consumables, Power & Fuel	**March 31, 2020**	**0.02**	**130.43**	**-**
		March 31, 2019	-	94.82	-
6	Recovery of expenses (Reimbursement)	**March 31, 2020**	**78.94**	**0.00**	**-**
		March 31, 2019	73.81	0.01	-
7	Services Availed (including reimbursement of expenses)	**March 31, 2020**	**4.71**	**120.58**	**-**
		March 31, 2019	5.37	101.10	-
8	Rent charges paid	**March 31, 2020**	**-**	**8.25**	**-**
		March 31, 2019	-	8.22	-
9	Sales of Scrap and other Miscellaneous Income	**March 31, 2020**	**2.85**	**48.24**	**-**
		March 31, 2019	0.26	15.47	-
10	Loans Given	**March 31, 2020**	**100.00**	**0.10**	**-**
		March 31, 2019	280.80	1.40	-
11	Loans Received back	**March 31, 2020**	**368.00**	**1.50**	**-**
		March 31, 2019	31.61	-	-
12	Advance / Deposit Given	**March 31, 2020**	**-**	**51.60**	**-**
		March 31, 2019	-	125.75	-
13	Advance / Deposit Received Back	**March 31, 2020**	**137.43**	**-***	**-**
		March 31, 2019	-	110.00	-
14	Investment in equity/preference shares	**March 31, 2020**	**-**	**-**	**-**
		March 31, 2019	3.06	-	-
15	Purchase of Subsidiaries	**March 31, 2020**	**-**	**-**	**-**
		March 31, 2019	-	965.70	-
16	Donation	**March 31, 2020**	**-**	**70.11**	**-**
		March 31, 2019	-	59.65	-
17	Purchase of property/asset/land use rights	**March 31, 2020**	**-**	**39.96**	**-**
		March 31, 2019	-	-	-
18	Remuneration	**March 31, 2020**	**-**	**-**	**22.38**
		March 31, 2019	-	-	19.19
19	Commission to Director	**March 31, 2020**	**-**	**-**	**1.00**
		March 31, 2019	-	-	1.00
20	Commission to Non-Executive Director	**March 31, 2020**	**-**	**-**	**0.63**
		March 31, 2019	-	-	0.36
21	Sitting Fees	**March 31, 2020**	**-**	**-**	**0.38**
		March 31, 2019	-	-	0.27
22	Corporate Guarantee Given	**March 31, 2020**	**USD 120.35 Mn**	**-**	
		March 31, 2019	-	-	

-* Figures being nullified on conversion to ₹ in crore.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

(B) Balances with Related Parties

₹ in crore

Sr No	Particulars	As at	With Joint Ventures	With Other Entities*	Key Management Personnel and their relatives
1	Trade Receivable (net of bills discounted, refer note 5 (c))	**March 31, 2020**	**149.93**	**918.57**	**-**
		March 31, 2019	76.02	875.80	-
2	Loans	**March 31, 2020**	**1,332.37**	**1.85**	**-**
		March 31, 2019	1,489.04	3.25	-
3	Capital Advances	**March 31, 2020**	**0.09**	**21.99**	**-**
		March 31, 2019	0.09	29.75	-
4	Trade Payable (including provisions)	**March 31, 2020**	**2.64**	**52.52**	**-**
		March 31, 2019	3.17	23.57	-
5	Advances and Deposits from Customer/ Sale of Assets	**March 31, 2020**	**4.04**	**11.48**	**-**
		March 31, 2019	3.68	14.04	-
6	Other Financial & Non-Financial Assets	**March 31, 2020**	**180.83**	**874.08**	**-**
		March 31, 2019	65.39	1,611.50	-
7	Other Financial & Non-Financial Liabilities	**March 31, 2020**	**343.59**	**53.42**	**-**
		March 31, 2019	-	73.46	-
8	Corporate Guarantee	**March 31, 2020**	**USD 102.40 Mn**	**-**	**-**
		March 31, 2019	USD 21.45 Mn	-	-

* Entities over which (i) Key Management Personnel and their relatives & (ii) entities having significant influence over the Company have control or are under significant influence through voting powers.

Notes:

a) The 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 ₹ 859.59 crore (Previous year ₹ 1,152.33 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) Other Financial & Non-Financial Assets does not include present value of future lease receivable amounting to ₹ 1,107.98 crore (Previous year ₹ 1,073.63 crore) accounted as per Ind AS 116 / Ind AS 17 - Leases.

32 The Group takes various types of derivative instruments. The category-wise outstanding position of derivative instruments is as under:

Nature	Particulars of Derivatives		Purpose
	As at March 31, 2020	As at March 31, 2019	
INR - Foreign Currency Swap	-	USD 216 million (₹ 1,493.75 crore)	Hedging of equivalent INR borrowings to mitigate higher interest rate of INR borrowings as against the foreign currency loans with possible risk of principal currency losses.
Forward Contract	-	USD 156.50 million	Hedging of expected future billing based on foreign currency denominated tariff
	USD 140.07 million	USD 77.61 million	Hedging of foreign currency borrowing principal & interest liability
	-	USD 133.26 million	Hedging of foreign currency LC / Buyer's Credit
	-	EUR 3.30 million	Hedging of foreign currency borrowing principal and interest liability
	USD 46 million	USD 56 million	Hedging of foreign currency borrowing principal liability of USD against JPY
Foreign Currency - INR Full Currency Swap	USD 111.38 million	USD 111.38 million	Hedging of currency and interest rate risk of foreign currency borrowing

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

The details of foreign currency exposures those are not hedged by a derivative instrument or otherwise are as under:

Nature	As at March 31, 2020		As at March 31, 2019	
	Amount (₹ in crore)	Foreign Currency (in Million)	Amount (₹ in crore)	Foreign Currency (in Million)
Foreign Currency Loan	196.88	USD 26.02	1,328.82	USD 192.15
	766.35	EUR 92.59	819.74	EUR 105.54
Buyer's Credit	-	-	282.37	USD 40.83
	61.41	JPY 882.00	-	-
	-	-	8.75	EUR 1.13
Trade Payables and Other Current Liabilities	153.99	USD 20.35	112.34	USD 16.24
	17.03	EUR 2.06	0.93	EUR 0.12
	-	-	0.58	JPY 9.34
	0.26	SGD 0.05	1.83	SGD 0.36
	0.01	GBP #	0.02	GBP #
Interest accrued but not due	137.80	USD 18.21	7.65	USD 1.11
	1.57	EUR 0.19	1.83	EUR 0.24
	0.04	JPY 0.56	-	-
Balances with Bank	0.30	USD 0.04	-	-
Trade Receivable	2.41	USD 0.32	39.00	USD 5.64
Other Receivable	5.26	AUD 1.14	84.17	AUD 17.17
	50.82	USD 6.72	26.45	USD 3.82
	0.06	EUR 0.01	*	EUR #
	0.03	JPY 0.40	-	-
Foreign Currency Bond	17,316.88	USD 2,288.63	10,640.36	USD 1,538.63
Loan Given	503.55	USD 66.55	460.23	USD 66.55

Figures being nullified on conversion to foreign currency in million.
* Figures being nullified on conversion to ₹ in crore.

Closing rates as at :	March 31, 2020	March 31, 2019
INR / USD	75.67	69.15
INR / EUR	82.77	77.67
INR / GBP	93.50	90.53
INR / JPY	0.70	0.62
INR / AUD	46.08	49.02
INR / SGD	53.03	51.04

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

33 Financial Instruments, Fair Value Measurements, Financial Risk and Capital Management

33.1 Category-wise Classification of Financial Instruments:

₹ in crore

Particulars	Refer Note	As at March 31, 2020			
		Fair Value through other Comprehensive income	Fair Value through profit or loss	Amortised cost	Carrying Value
Financial Assets					
Cash and cash equivalents	11	-	-	7,195.46	7,195.46
Bank balances other than cash and cash equivalents	7,11	-	-	125.30	125.30
Investments in unquoted Equity Shares (other than investment in Joint Venture entities and associate entity)	4 (b)	278.76	-	-	278.76
Investment in debt instrument of joint venture entity	4 (b)	-	61.34	-	61.34
Investments in unquoted Mutual Funds	10	-	11.89	-	11.89
Trade Receivables (including bill discounted)	5	-	-	3,202.14	3,202.14
Loans	6	-	-	3,117.25	3,117.25
Derivatives Instruments	7	-	120.24	-	120.24
Other Financial Assets	7	-	-	5,918.71	5,918.71
Total		**278.76**	**193.47**	**19,558.86**	**20,031.09**
Financial Liabilities					
Borrowings (including the bills discounted and current maturities)	14,15,17	-	-	30,075.79	30,075.79
Trade Payables	18	-	-	728.74	728.74
Financial Guarantee given	15	-	-	4.98	4.98
Lease Liabilities	15	-	-	606.33	606.33
Other Financial Liabilities	15	-	-	1,721.87	1,721.87
Total		**-**	**-**	**33,137.71**	**33,137.71**

₹ in crore

Particulars	Refer Note	As at March 31, 2019			
		Fair Value through other Comprehensive income	Fair Value through profit or loss	Amortised cost	Carrying Value
Financial Assets					
Cash and cash equivalents	11	-	-	4,798.19	4,798.19
Bank balances other than cash and cash equivalents	7,11	-	-	1,179.04	1,179.04
Investments in unquoted Equity Shares (other than investment in Joint Venture Entities and associate entity)	4 (b)	265.49	-	-	265.49
Investments in unquoted Mutual Funds	10	-	26.51	-	26.51
Investments in unquoted Debentures, Commercial Papers and Government Securities	4,10	-	-	487.30	487.30
Trade Receivables (including bill discounted)	5	-	-	2,789.66	2,789.66
Loans	6	-	-	2,767.15	2,767.15
Derivative Instruments	7	-	72.57	-	72.57
Other Financial Assets	7	-	-	6,417.43	6,417.43
Total		**265.49**	**99.08**	**18,438.77**	**18,803.34**

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

₹ in crore

Particulars	Refer Note	As at March 31, 2019			
		Fair Value through other Comprehensive income	Fair Value through profit or loss	Amortised cost	Carrying Value
Financial Liabilities					
Borrowings (including the bills discounted and current maturities)	14,15,17	-	-	27,545.66	27,545.66
Trade Payables	18	-	-	572.07	572.07
Derivative Instruments	15	-	47.19	-	47.19
Financial Guarantee given	15	-	-	1.22	1.22
Lease Liabilities	15	-	-	55.28	55.28
Other Financial Liabilities	15	-	-	1,487.56	1,487.56
Total		**-**	**47.19**	**29,661.79**	**29,708.98**

Note:- Investments in joint ventures, accounted using equity method, amounting to ₹ 826.01 crore (previous year ₹ 3 crore) are not included in above tables.

33.2 Fair Value Measurements:

(a) Quantitative disclosures of fair value measurement hierarchy for financial assets and financial liabilities:

₹ in crore

Particulars	As at March 31, 2020			As at March 31, 2019		
	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)	-	278.76	278.76	-	265.49	265.49
Investment in debt instrument of joint venture entity (refer note 4)	61.34	-	61.34	-	-	-
Investments in unquoted Mutual Funds measured at FVTPL (refer note 10)	11.89	-	11.89	26.51	-	26.51
Derivative Instruments (refer note 7)	120.24	-	120.24	72.57	-	72.57
Total	**193.47**	**278.76**	**472.23**	**99.08**	**265.49**	**364.57**
Financial Liabilities						
Derivative Instruments (refer note 15)	-	-	-	47.19	-	47.19
Total	**-**	**-**	**-**	**47.19**	**-**	**47.19**

(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, 2020 and March 31, 2019 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, 2020 : 12.99% - 18.50% (15.55%) March 31, 2019 : 12.12% - 16.23% (14.18%)	1% increase would result in decrease in fair value by ₹ 13.70 crore as of March 31, 2020 (₹ 10.71 crore as of March 31, 2019)

(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.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

33.3 Financial Risk objective and policies

The Group's principal financial liabilities, other than derivatives comprises of loans and borrowings, trade and other payables, and financial guarantee contracts. The main purpose of these financial liabilities is to finance the Group's operations/projects and to provide guarantees to support Group's operations and its joint venture entities. The Group's principal financial assets include loans, investments including mutual funds, trade and other receivables, and cash and cash equivalents which is derived from its operations. The Group also holds FVTOCI investments and enters into derivative transactions.

In the ordinary course of business, the Group is mainly exposed to risks resulting from exchange rate fluctuation (currency risk), interest rate movements (interest rate risk) collectively referred as Market Risk, Credit Risk, Liquidity Risk and other price risks such as equity price risk. The Group's senior management oversees the management of these risks. It manages its exposure to these risks through derivative financial instruments by hedging transactions. It uses derivative instruments such as cross currency swaps, full currency swaps, interest rate swaps, foreign currency future options and foreign currency forward contract to manage these risks. These derivative instruments reduces the impact of both favourable and unfavourable fluctuations.

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

The decision of whether and when to execute derivative financial instruments along with its tenure can vary from period to period depending on market conditions and the relative costs of the instruments. The tenure is linked to the timing of the underlying exposure with the connection between the two being regularly monitored. The Group is exposed to losses in the event of non-performance by the counterparties to the derivative contracts. All derivative contracts are executed with counterparties that, in our judgment, are creditworthy. The outstanding derivatives are reviewed periodically to ensure that there is no inappropriate concentration of outstanding to any particular counterparty.

Further, all currency and interest risk as identified above is measured on a daily basis by monitoring the mark to market (MTM) of open and hedged position. The MTM is derived basis underlying market curves on closing basis of relevant instrument quoted on Bloomberg/Reuters. For quarter end, the MTM for each derivative instrument outstanding is obtained from respective banks. All gain/ loss arising from MTM for open derivative contracts and gain/ loss on settlement/ cancellation/ roll over of derivative contracts is recorded in statement of profit and loss.

(A) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because 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, 2020 and March 31, 2019.

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, 2020. 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, 2020 and March 31, 2019.

(i) Interest rate risk

The Group is exposed to changes in market interest rates due to financing, investing and cash management activities. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long-term debt obligations with floating interest rates and period of borrowings. The Group manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings. The Group enters into interest rate swap contracts or interest rate future contracts to manage its

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

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, 2020 would decrease / increase by ₹ 25.74 crore (for the year ended March 31, 2019 : decrease / increase by ₹ 21.27 crore). This is mainly attributable to interest rates on variable rate of Long-Term borrowings.

(ii) Foreign currency risk

Exchange rate movements, particularly the United States Dollar (USD), Japanese Yen (JPY), Australian Dollar (AUD), Great Britain Pound (GBP), Singapore Dollar (SGD) and Euro (EUR) against Indian Rupee (INR), have an impact on the Group's operating results. The Group manages its foreign currency risk by entering into currency swap for converting INR loan into other foreign currency for taking advantage of lower cost of borrowing in stable currency environment. The Group also enters into various foreign exchange contracts to mitigate the risk arising out of foreign exchange rate movement on foreign currency borrowings or creditors. Further, to hedge foreign currency future transactions in respect of which firm commitment are made or which are highly probable forecast transactions (for instance, foreign exchange denominated income) the Group has entered into foreign currency forward contracts as per the policy of the Group.

The Group is mainly exposed to changes in USD, EURO, GBP, SGD, JPY and AUD. The below table demonstrates the sensitivity to a 1% increase or decrease in the respective foreign currency rates against INR, with all other variables held constant. The sensitivity analysis is prepared on the net unhedged exposure of the Company as at the reporting date. 1% represents management's assessment of reasonably possible change in foreign exchange rate.

₹ in crore

Particulars	Impact on Profit before Tax		Impact on Pre-tax Equity	
	For the year ended		For the year ended	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
USD Sensitivity				
₹/USD - Increase by 1%	(170.52)	(63.40)	(170.52)	(63.40)
₹/USD - Decrease by 1%	170.52	63.40	170.52	63.40
EURO Sensitivity				
₹/EURO - Increase by 1%	(6.58)	(6.86)	(6.58)	(6.86)
₹/EURO - Decrease by 1%	6.58	6.86	6.58	6.86
GBP Sensitivity				
₹/GBP - Increase by 1%	-*	-*	-*	-*
₹/GBP - Decrease by 1%	-*	-*	-*	-*
SGD Sensitivity				
₹/SGD - Increase by 1%	-*	(0.02)	-*	(0.02)
₹/SGD - Decrease by 1%	-*	0.02	-*	0.02
JPY Sensitivity				
₹/JPY- Increase by 1%	(0.61)	(0.01)	(0.61)	(0.01)
₹/JPY - Decrease by 1%	0.61	0.01	0.61	0.01
AUD Sensitivity				
₹/AUD- Increase by 1%	0.05	0.84	0.05	0.84
₹/AUD - Decrease by 1%	(0.05)	(0.84)	(0.05)	(0.84)

-* Figures being nullified on conversion to ₹ in crore

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

(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 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 Company's Board of Directors on an annual basis, and may be updated throughout the year subject to approval of the Company's Finance Committee. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments. The Group further mitigate credit risk of counter parties by obtaining adequate securities including undertaking from creditable parties.

Concentrations of Credit Risk form part of Credit Risk

Considering that the group operates the port services and provide related infrastructure services, the group is significantly dependent on cargo from such large port user customer located at various ports. Out of total revenue, the Company earns 15% revenue (previous year 21%) from such customers and with some of these customers, the group has Long-Term cargo contracts. Receivables from such customer constitute 46% of total trade receivables (previous year 39%). A loss of these customer could adversely affect the operating result or cash flow of the Group.

(C) Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in raising funds to meet commitments associated with financial instruments that are settled by delivering cash or another financial asset. Liquidity risk may result from an inability to sell a financial asset quickly at close to its fair value.

The Company has an established liquidity risk management framework for managing its short term, medium term and Long-Term funding and liquidity management requirements. The Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. The Company manages the liquidity risk by maintaining adequate funds in cash and cash equivalents. The Company also has adequate credit facilities agreed with banks to ensure that there is sufficient cash to meet all its normal operating commitments in a timely and cost-effective manner.

The table below analyses derivative and non-derivative financial liabilities of the Company into relevant maturity groupings based on the remaining period from the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

₹ in crore

Particulars	Refer Note	Less than 1 year	1 to 5 years	Over 5 years	Total
As at March 31, 2020					
Borrowings (including the bills discounted)	14,15,17	3,894.46	13,009.15	13,172.18	30,075.79
Trade Payables	18	728.74	-	-	728.74
Financial Guarantees given	15	1.65	3.33	-	4.98
Lease Liabilities	15	39.05	98.27	469.01	606.33
Other Financial Liabilities	15	1,558.15	163.72	-	1,721.87
Total		**6,222.05**	**13,274.47**	**13,641.19**	**33,137.71**

₹ in crore

Particulars	Refer Note	Less than 1 year	1 to 5 years	Over 5 years	Total
As at March 31, 2019					
Borrowings (including the bills discounted)	14,15,17	7,662.34	11,671.49	8,211.83	27,545.66
Trade Payables	18	572.07	-	-	572.07
Derivatives Instruments	15	36.31	10.88	-	47.19
Financial Guarantees given	15	0.66	0.56	-	1.22
Lease Liabilities	15	3.32	12.21	39.75	55.28
Other Financial Liabilities	15	1,384.91	102.65		1,487.56
Total		**9,659.61**	**11,797.79**	**8,251.58**	**29,708.98**

33.4 Capital Management

For the purposes of the Group's capital management, capital includes issued capital and all other equity reserves. The primary objective of the Group's capital management is to maximize shareholder value. The Group manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants.

The Group monitors capital using gearing ratio, which is net debt (total debt less cash and bank balance) divided by total capital plus net debt.

₹ in crore

Particulars	March 31, 2020	March 31, 2019
Total Borrowings (refer note 14,15 and 17) (including the bills discounted)	30,075.79	27,545.66
Less: Cash and bank balance (refer note 7,11)	7,320.76	5,977.23
Net Debt (A)	**22,755.03**	**21,568.43**
Total Equity (B)	25,623.49	24,538.20
Total Equity and Net Debt (C = A + B)	**48,378.52**	**46,106.63**
Gearing ratio	**47%**	**47%**

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, 2020 and March 31, 2019.

34 Capital Commitments and other commitments

(i) Capital Commitments

Estimated amount of contracts (net of security deposits amounting to ₹ 2,682.45 crore (previous year ₹ 2,357.45 crore) included in note 7 and advances) remaining to be executed on capital account and not provided for ₹ 12,939.92 crore (previous year ₹ 17,146.37 crore) pertains to various projects to be executed during the next 5 years.

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

(ii) Other Commitments

a) The port projects of subsidiary companies viz. The Dhamra Port Company Limited ("DPCL") 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	
	As on March 31, 2020	As on March 31, 2019	As on March 31, 2020	As on March 31, 2019
Adani International Container Terminal Private Limited	24.97%	24.97%	25.03%	25.03%
The Dhamra Port Company Limited	-	21.00%	30.00%	30.00%

b) Contract/ Commitment for purchase of certain supplies. Advance given ₹ 356.95 crore (previous year ₹ 356.95 crore).

c) The subsidiary companies have imported capital goods for its Container and Multipurpose Port Terminal Project under the EPCG Scheme at concessional rate of custom duty by undertaking obligation to export. Future outstanding export obligation under the scheme is ₹ 1,025.26 crore (previous year ₹ 1,331.15 crore) which is equivalent to 6 to 8 times of duty saved ₹ 167.04 crore (previous year ₹ 218.03 crore). The export obligation has to be completed by 2020-21 to 2025-26.

d) One of the subsidiary Company has entered into agreement in financial year 2013-14 to acquire land measuring 85,553 square meter in the Hazira region and an advance consideration of ₹ 18.23 crore paid towards the land has been classified as capital advance. The AHPPL has entered into agreement to acquire additional land measuring 933 acre in the Patan and Hazira region and an advance consideration of ₹ 35.85 crore paid towards the land classified as capital advance respectively. As at March 31, 2020, the AHPPL does not have physical possession of the said land, although it has contractual right in the said land parcels. The management represent 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 ₹ 9.91 crore till March 31, 2020.

35 Contingent Liabilities not provided for

₹ in crore

Sr. No.	Particulars	March 31, 2020	March 31, 2019
a	Corporate Guarantees given to banks and financial institutions against credit facilities availed by the joint venture entities.	774.76	146.33
b	Bank Guarantees and Letter of Credit facilities availed by the joint venture entities and other group Company against credit facilities sanctioned to the Company.	859.59	1,152.33
c	Bank Guarantees given to government authorities and bank (also includes DSRA bank guarantees given to Bank on behalf of subsidiaries and erstwhile subsidiaries.)	352.83	173.37
d	Civil suits filed by the Customers for recovery of damages against certain performance obligations. The said civil suits are currently pending with various Civil Courts in Gujarat. The management is reasonably confident that no liability will devolve on the Company in this regard and hence no provision is made in the books of accounts towards these suits.	0.94	0.94
e	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

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

₹ in crore

Sr. No.	Particulars	March 31, 2020	March 31, 2019
f	Customs department notice for wrongly availing duty benefit exemption under DFCEC Scheme on import of equipment. The Company has filed its reply to the show cause notice with Deputy Commissioner of Customs, Mundra and Commissioner of Customs, Mumbai against order in original. The management is of view that no liability shall arise on the Company.	0.25	0.25
g	Various show cause notices received from Commissioner/ Additional Commissioner/ Joint Commissioner/ Deputy Commissioner of Customs and Central Excise, Rajkot and Commissioner of Service Tax, Ahmedabad and appeal there of, for wrongly availing of Cenvat credit/ Service tax credit and Education Cess credit on input services and steel, cement and other fixed assets during financial year 2006-07 to 2014-15. In similar matter, the Excise department has demanded recovery of the duty along with penalty and interest thereon. The Company has given deposit of ₹ 4.50 crore (previous Year ₹ 4.50 crore) against the demand. These matters are pending before the Supreme Court, the High Court of Gujarat, Commissioner of Central Excise (Appeals), Rajkot and Commissioner of Service Tax, Ahmedabad. The Company has taken an external opinion in the matter based on which the management is of the view that no liability shall arise on the Company. Further, during the earlier year, the Company has received favourable order from High Court of Gujarat against demand in respect of dispute relating to financial year 2005-06 and favourable order from CESTAT against similar demand in respect of dispute relating to FY 2005-06 to FY 2010 -11 (up to Sept 2011). (refer note (u) below)	32.63	36.49
h	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
i	Commissioner of Customs, Ahmedabad has demanded vide letter no.4/Comm./ SIIB/2009 dated 25/11//2009 for recovery of penalty in connection with import of Air Craft which is owned by Karnavati Aviation Private Limited (Formerly Gujarat Adani Aviation Private Limited.), subsidiary of the Company. Company has filed an appeal before the Customs, Excise and Service Tax Appellate Tribunal against the demand order, the management is reasonably confident that no liability will devolve on the Company and hence no liability has been recognized in the books of accounts.	2.00	2.00
j	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
k	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
l	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. (refer note (u) below)	16.16	99.86

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

₹ in crore

Sr. No.	Particulars	March 31, 2020	March 31, 2019
m	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
n	During the previous year, the subsidiary Company had received an adjudication order from Additional Superintendent from Stamps, demanding stamp duty of ₹ 22.16 crore, under the provisions of the Gujarat Stamps Act, 1950 ('the Act'), payable on acquisition of Marine Business Undertaking pursuant to the scheme of arrangement approved by the National Company Law Tribunal (NCLT). Against the said order the subsidiary Company has filed an appeal with the Chief Controlling Revenue Authority and received the order of ₹ 4.43 crore against the earlier demand. As at reporting date the subsidiary Company has provided the liability of ₹ 4.43 crore and amount deposited of ₹ 5.54 crore under the protest which is subject to refund of ₹ 1.11 crore as per the order from the Chief Controlling Revenue Authority.	-	17.73
o	The subsidiary Company has received demand notice of ₹ 1.82 crore (including Penalty of ₹ 1.51 crore) from Government of Andhra Pradesh, Department of Mines and Geology for evasion of Seigniorage fee of ₹ 0.30 crore on Utilisation of Earth / Gravel in development of East Quay – 1 (EQ-1) in Vishakhapatnam Port Trust. The subsidiary Company has paid ₹ 0.61 crore and settle the liability as per revised order received based on our revision petition.	-	1.82
p	Revenue sharing on the storage income of subsidiary Company as per concession arrangement for the Financial Year 2017-2018 & 2018- 2019. (refer note 40(b))	-	46.01
q	Various matters of subsidiaries companies pending with Income Tax Authorities.	5.71	6.05
r	Claims not acknowledged as debts.	3.94	0.46
s	Matter of some of the subsidiary companies pending with Food Corporation of India relating to fulfillment of Condition Precedents as per concession agreement.	2.43	-
t	The Company's tax assessments is completed till assessment year 2016-17, pending appeals with Appellate Tribunal for Assessment Year 2011-12 and CIT (Appeals) for Assessment Year 2013-14 to 2016-17. During the year, the Company has received a favourable order from CIT(Appeals) for assessment year 2012-13. During the previous year, the Company has received a favourable order from Appellate Tribunal for assessment year 2009-10 and 2010-11. The management is reasonably confident that no liability will devolve on the Company.	125.80	107.35
u	During the current Financial Year, an Amnesty Scheme, Sabka Vishwas Legacy Dispute Resolution Scheme has been introduced by the Central Government to settle pending litigations under Central Excise & Service Tax Law. Any Tax amount payable under the Scheme is required to be paid by cash and cannot be paid by utilising the ITC balance and litigations once settled under this Scheme shall never be reopened from either side. The Group has opted for the said scheme and accordingly the Group has settled pending litigations amounting to ₹ 112.69 crore (including SCNs received in the current year ₹ 22.80 crore).		
v	Matter of one of the acquired subsidiary Company pending with Central Warehousing Corporation amounting to ₹ 10.14 crore in respect of which previous promoter has agreed to indemnify the Group in case of any liability arises out the same.		

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

36 Interest in a joint Venture Entities

The Company holds 50% interest in Adani International Container Terminal Private Limited, Adani CMA Mundra Terminal Private Limited and Adani Total Private Limited respectively and 51% in Adani NYK Auto Logistics Solutions Private Limited, joint venture entities incorporated in India.

(A) Summarised Balance Sheet and Statement of Profit and Loss of these entities are as below:

₹ in crore

Particulars	Adani CMA Mundra Terminal Private Limited		Adani International Container Terminal Private Limited	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Share Capital and Reserve & Surplus	(161.35)	(62.98)	155.73	432.06
Non-current Liabilities	1,384.31	1,612.37	2,968.18	3,494.56
Current Liabilities	847.35	546.55	988.22	322.17
Non-current Assets	1,934.68	2,028.31	3,863.45	4,093.81
Current Assets	135.63	67.63	248.68	154.98
Revenue	466.68	369.63	938.06	920.24
Operating Expenses	(118.02)	(95.50)	(221.59)	(221.94)
Terminal Royalty Expenses	(55.62)	(44.29)	(161.77)	(185.84)
Employee Benefit Expenses	(7.80)	(6.83)	(14.02)	(12.83)
Depreciation and Amortisation Expense	(128.11)	(115.99)	(243.15)	(242.70)
Foreign Exchange (loss)/Gain (net)	(106.45)	(75.38)	(255.71)	(140.68)
Finance Costs	(138.75)	(128.99)	(224.81)	(206.10)
Other Expenses	(10.20)	(13.44)	(29.77)	(28.93)
Profit / (Loss) before tax	**(98.27)**	**(110.79)**	**(212.76)**	**(118.78)**
Income-tax expense	-	-	(63.44)	(82.59)
Profit / (Loss) after tax	**(98.27)**	**(110.79)**	**(276.20)**	**(201.37)**
Other Comprehensive income	(0.10)	(0.12)	(0.13)	(0.20)
Total Comprehensive Income	**(98.37)**	**(110.91)**	**(276.33)**	**(201.57)**
Capital and Other Commitments	**5.65**	**6.69**	**11.04**	**1.34**
Contingent liability not accounted for	**-**	**-**	**11.38**	**4.68**

₹ in crore

Particulars	Adani NYK Auto Logistics Solutions Private Limited		Adani Total Private Limited (Consolidated)
	March 31, 2020	March 31, 2019	March 31, 2020
Share Capital and Reserve & Surplus	5.17	5.88	669.00
Non-current Liabilities	11.55	-	1,387.79
Current Liabilities	4.13	0.02	190.97
Non-current Assets	15.63	3.00	2,073.82
Current Assets	5.22	2.90	173.94
Revenue	2.81	0.05	4.27
Operating Expenses	(2.51)	-	-
Employee Benefit Expenses	-	-	(0.75)
Depreciation and Amortisation Expense	(0.51)	-	(0.01)
Finance Costs	(0.34)	-	(7.03)
Other Expenses	(0.02)	(0.07)	(5.83)
Profit / (Loss) before tax	**(0.57)**	**(0.02)**	**(9.35)**
Income-tax expense	(0.14)	(0.01)	1.96
Profit / (Loss) after tax	**(0.71)**	**(0.03)**	**(7.39)**
Other Comprehensive income	-		(34.36)
Total Comprehensive Income	**(0.71)**	**(0.03)**	**(41.75)**
Capital and Other Commitments	**-**	**-**	**2,557.09**
Contingent liability not accounted for	**-**	**-**	**-**

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

(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, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Net assets of joint venture entities	(161.35)	(62.98)	155.73	432.06
Proportion of Group's share	50%	50%	50%	50%
Group's share	(80.67)	(31.49)	77.86	216.03
Fair valuation adjustment	-	-	-	-
Elimination from intra-group transactions	80.67	31.49	(77.86)	(216.03)
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, 2020	March 31, 2019	March 31, 2020
Net assets of joint venture entities	5.17	5.88	669.00
Proportion of Group's share	51%	51%	50%
Group's share	2.64	3.00	334.50
Fair valuation adjustment	-	-	293.89
Elimination from intra-group transactions/adjustments	-	-	3.83
Carrying amount of Group's interest (refer note 4(a))	2.64	3.00	632.22

(C) Unrecognised share of losses

₹ in crore

Particulars	Adani CMA Mundra Terminal Private Limited		Adani International Container Terminal Private Limited	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Unrecognised share of loss for the year	49.19	55.46	138.16	100.79
Cumulative shares of loss	140.07	90.88	267.61	129.45

₹ in crore

Particulars	Adani NYK Auto Logistics Solutions Private Limited		Adani Total Private Limited (Consolidated)
	March 31, 2020	March 31, 2019	March 31, 2020
Unrecognised share of loss for the year	-	-	-
Cumulative shares of loss	-	-	-

37 Business Combinations and acquisitions during the year

(i) On August 06, 2019, subsidiary Company Adani Logistics Limited has acquired 98.29% equity shares of Adani Logistics Services Private Limited (formerly known as Innovative B2B Logistics Solutions Private Limited) along with its subsidiaries, entities engaged in the business of Logistics Operations. The Group has accounted for business combination based on the fair value of the identified assets, liabilities and contingent liabilities as on the date of acquisition as mentioned below.

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

The fair value of the identifiable assets and liabilities as at the date of acquisition were:

₹ in crore

Particulars	Adani Logistics Services Private Limited including its subsidiaries
Assets	
Property, Plant and Equipment	282.15
Capital work-in-progress	0.14
Other Intangible Assets	20.24
Other non-current financial/non-financial assets	16.39
Trade Receivables	23.54
Other current financial/non-financial assets	4.32
Cash and Bank Balances	2.58
Total Assets	**349.36**
Liabilities	
Borrowings	275.22
Non-Current financial/non-financial liabilities	0.20
Trade Payables	24.58
Current financial/non-financial liabilities	13.20
Provisions	1.65
Deferred Tax liability (refer note (c) below)	16.67
Total Liabilities	**331.52**
Total Identifiable Net Assets at fair value	**17.84**
Purchase Consideration paid	
- For equity	38.47
Non-Controlling Interests	0.46
Goodwill arising on acquisition	**20.17**

Note:-

(a) The determination of the fair value is based on discounted cash flow method. Key assumptions on which the management has based fair valuation includes estimated long-term growth rates, weighted average cost of capital and estimated operating margin. The Cash flow projections take into account past experience and represent the management's best estimate about future developments.

(b) Goodwill is attributable to future growth of business out of synergies from these acquisitions and assembled workforce.

(c) Impact of deferred tax adjustment amounting to ₹ 16.67 crore, arising on business combination, adjusted in Goodwill as per Ind AS - 12 Income Taxes.

(d) From the date of acquisition, Adani Logistics Services Private Limited including its subsidiaries have contributed ₹ 174.19 crore and ₹ 15.01 crore to the Revenue and profit before tax to the Group respectively. If the combination had taken place at the beginning of the year, revenue would have been ₹ 271.28 crore and the profit before tax to the group would have been ₹ 10.33 crore respectively.

(ii) During the year, the Company's subsidiary company Adani Logistics Limited has acquired 100% equity shares of Dhamra Infrastructure Private Limited (formerly known as Welspun Orissa Steel Private Limited) having free hold land amounting to ₹ 235 crore. 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, 2020

38 Additional information of net assets and share in profit or loss contributed by various entities as recognised under Schedule III of the Companies Act, 2013

₹ in crore

Name of entity	As at and for the year ended March 31, 2020							
	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	52.13%	19,865.17	47.16%	1,934.25	-81.25%	11.31	47.60%	1,945.56
Subsidiary Companies								
Indian								
The Adani Harbour Services Private Limited	8.75%	3,335.84	33.99%	1,394.20	0.22%	(0.03)	34.11%	1,394.17
Adani Hazira Port Private Limited	7.22%	2,752.13	16.92%	693.91	3.30%	(0.46)	16.96%	693.45
Adani Logistics Limited	11.11%	4,232.56	2.92%	119.94	-0.50%	0.07	2.94%	120.01
The Dhamra Port Company Limited	6.41%	2,444.27	6.67%	273.67	1.65%	(0.23)	6.69%	273.44
Adani Petronet (Dahej) Port Private Limited	2.30%	875.35	1.89%	77.72	12.72%	(1.77)	1.86%	75.95
Shanti Sagar International Dredging Private Limited	0.95%	360.51	0.93%	38.34	0.07%	(0.01)	0.94%	38.33
Adani Murmugao Port Terminal Private Limited	-0.58%	(220.00)	-2.34%	(96.13)	0.22%	(0.03)	-2.35%	(96.16)
Adani Vizag Coal Terminal Private Limited	-0.57%	(218.15)	-1.06%	(43.59)	0.00%	-*	-1.07%	(43.59)
Adani Warehousing Services Private Limited	0.01%	4.46	-0.02%	(0.86)	0.00%	-	-0.02%	(0.86)
Adani Hospitals Mundra Private Limited	0.01%	3.99	-0.02%	(0.64)	-0.07%	0.01	-0.02%	(0.63)
Mundra International Airport Private Limited	0.01%	5.52	-0.02%	(0.82)	0.00%	-	-0.02%	(0.82)
Mundra Sez Textile And Apparel Park Private Limited	-0.07%	(28.37)	-0.10%	(4.17)	0.00%	-	-0.10%	(4.17)
Adinath Polyfills Private Limited	0.00%	(1.43)	0.00%	(0.08)	0.00%	-	0.00%	(0.08)
MPSEZ Utilities Private Limited	0.25%	96.96	0.26%	10.69	0.22%	(0.03)	0.26%	10.66
Adani Ennore Container Terminal Private Limited	-0.18%	(67.86)	-2.98%	(122.42)	0.43%	(0.06)	-3.00%	(122.48)
Adani Vizhinjam Port Private Limited	0.47%	177.52	-0.34%	(13.85)	0.00%	-	-0.34%	(13.85)
Adani Kattupalli Port Private Limited	0.06%	21.06	0.07%	2.73	0.00%	-	0.07%	2.73
Karnavati Aviation Private Limited	0.45%	172.66	-0.23%	(9.56)	0.65%	(0.09)	-0.24%	(9.65)
Hazira Infrastructure Private Limited	0.07%	25.89	0.02%	0.79	0.00%	-	0.02%	0.79
Mundra International Gateway Terminal Private Limited	0.00%	0.03	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
Adani Bhavanapadu Port Private Limited	0.00%	0.04	0.00%	(0.01)	0.00%	-	0.00%	(0.01)

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

₹ in crore

Name of entity	As at and for the year ended March 31, 2020							
	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
Marine Infrastructure Developer Private Limited	5.30%	2,020.25	2.30%	94.39	0.65%	(0.09)	2.31%	94.30
Blue Star Realtors Private Limited	0.63%	240.77	-0.07%	(2.77)	0.00%	-	-0.07%	(2.77)
Madurai Infrastructure Private Limited	0.60%	228.70	-0.13%	(5.21)	0.00%	-	-0.13%	(5.21)
Dholera Port And Special Economic Zone Limited	-0.01%	(3.09)	-0.01%	(0.27)	0.00%	-	-0.01%	(0.27)
Adani Kandla Bulk Terminal Private Limited	-1.19%	(451.55)	-3.08%	(126.24)	0.57%	(0.08)	-3.09%	(126.32)
Dholera Infrastructure Private Limited	-0.01%	(3.71)	-0.01%	(0.32)	0.00%	-	-0.01%	(0.32)
Adani Agri Logistics Limited	1.31%	499.19	0.56%	23.06	1.51%	(0.21)	0.56%	22.85
Adani Agri Logistics (MP) Limited	0.00%	0.35	-0.02%	(0.79)	0.07%	(0.01)	-0.02%	(0.80)
Adani Agri Logistics (Harda) Limited	0.00%	1.39	0.00%	(0.04)	0.00%	-*	0.00%	(0.04)
Adani Agri Logistics (Hoshangabad) Limited	0.00%	1.04	-0.01%	(0.57)	0.00%	-*	-0.01%	(0.57)
Adani Agri Logistics (Satna) Limited	0.00%	1.04	0.00%	(0.08)	0.07%	(0.01)	0.00%	(0.09)
Adani Agri Logistics (Ujjain) Limited	0.01%	3.79	-0.01%	(0.30)	0.07%	(0.01)	-0.01%	(0.31)
Adani Agri Logistics (Dewas) Limited	0.01%	2.60	-0.01%	(0.34)	0.00%	-*	-0.01%	(0.34)
Adani Agri Logistics (Katihar) Limited	0.04%	13.76	-0.03%	(1.30)	0.00%	-	-0.03%	(1.30)
Adani Agri Logistics (Kotkapura) Limited	0.01%	3.13	0.00%	(0.15)	0.07%	(0.01)	0.00%	(0.16)
Adani Agri Logistics (Kannauj) Limited	0.09%	35.90	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
Adani Agri Logistics (Panipat) Limited	0.13%	50.76	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
Adani Agri Logistics (Moga) Limited	0.03%	9.64	0.00%	(0.09)	0.00%	-	0.00%	(0.09)
Adani Agri Logistics (Mansa) Limited	0.02%	6.81	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
Adani Agri Logistics (Bathinda) Limited	0.01%	4.00	0.00%	0.02	0.00%	-	0.00%	0.02
Adani Agri Logistics (Barnala) Limited	0.03%	10.68	0.00%	(0.08)	0.00%	-	0.00%	(0.08)
Adani Agri Logistics (Nakodar) Limited	0.02%	9.22	0.00%	(0.05)	0.00%	-	0.00%	(0.05)
Adani Agri Logistics (Raman) Limited	0.02%	8.26	0.00%	(0.04)	0.00%	-	0.00%	(0.04)

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

₹ in crore

Name of entity	As at and for the year ended March 31, 2020							
	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 (Dahod) Limited	0.00%	0.38	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
Adani Agri Logistics (Borivali) Limited	0.00%	0.24	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
Adani Agri Logistics (Dhamora) Limited	0.00%	0.24	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
Adani Agri Logistics (Samastipur) Limited	0.04%	13.39	0.00%	0.02	0.00%	-	0.00%	0.02
Adani Agri Logistics (Darbhanga) Limited	0.07%	26.02	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
Dermot Infracon Private Limited	0.36%	135.94	0.00%	(0.15)	0.00%	-	0.00%	(0.15)
Dhamra Infrastructure Private Limited *	0.08%	29.77	0.00%	(0.05)	0.00%	-	0.00%	(0.05)
Adani Tracks Management Services Private. Limited #	0.00%	0.05	0.00%	-*	0.00%	-	0.00%	-*
Adani Logistics Services Private. Limited *	0.65%	249.12	0.35%	14.55	1.65%	(0.23)	0.35%	14.32
Adani Noble Private. Limited *	-0.03%	(10.84)	0.01%	0.48	0.00%	-	0.01%	0.48
Adani Forwarding Agent Private. Limited *	0.00%	(0.02)	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
Adani Cargo Logistics Private. Limited *	0.00%	0.92	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
Adani Logistics Infrastructure Private. Limited *	0.00%	0.91	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
Adani Pipelines Private. Limited #	0.00%	0.05	0.00%	-*	0.00%	-	0.00%	-*
Adani Total Private Limited (subsidiary till December 31, 2019)	0.00%	-	0.83%	34.11	0.00%	-	0.83%	34.11
Dhamra LNG Terminal Private Limited (subsidiary till December 31, 2019)	0.00%	-	0.00%	(0.16)	72.63%	(10.11)	-0.25%	(10.27)
Total Adani Fuels Marketing Private Limited (subsidiary till December 31, 2019) #	0.00%	-	0.00%	-	0.00%	-	0.00%	-
Foreign								
Abbot Point Operations Pty Limited	-0.01%	(3.34)	0.16%	6.36	0.00%	-	0.16%	6.36
Abbot Point Bulkcoal Pty Limited	0.18%	68.87	0.95%	38.77	0.00%	-	0.95%	38.77
Adani Mundra Port Pte. Limited	0.00%	(0.06)	0.00%	(0.04)	0.00%	-	0.00%	(0.04)
Adani Abbot Port Pte. Limited	0.00%	(0.06)	0.00%	(0.04)	0.00%	-	0.00%	(0.04)
Adani International Terminals Pte Limited	-0.04%	(14.21)	-0.30%	(12.13)	0.00%	-	-0.30%	(12.13)
Adani Mundra Port Holding Pte Limited	0.00%	(0.04)	0.00%	(0.05)	0.00%	-	0.00%	(0.05)

Notes to the Consolidated Financial Statements
for the year ended March 31, 2020

₹ in crore

Name of entity	As at and for the year ended March 31, 2020							
	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 Bangladesh Ports Private. Limited#	0.00%	0.46	0.00%	-	0.00%	-	0.00%	-
Adani Yangon International Terminal Company Limited	1.30%	495.06	0.00%	-	0.00%	-	0.00%	-
Bowen Rail Operations Pte Limited#	0.00%	0.02	0.00%	(0.02)	0.00%	-	0.00%	(0.02)
Bowen Rail Company Pty Ltd.#	0.00%	0.01	0.00%	-	0.00%	-	0.00%	-
Non-controlling interest	-0.58%	(219.59)	-0.52%	(21.40)	-3.16%	0.44	-0.51%	(20.96)
Joint Venture Entities								
Indian								
Adani International Container Terminal Private Limited	0.20%	77.86	-3.37%	(138.06)	0.72%	(0.10)	-3.38%	(138.16)
Adani CMA Mundra Terminal Private Limited	-0.21%	(80.67)	-1.20%	(49.13)	0.43%	(0.06)	-1.20%	(49.19)
Adani NYK Auto Logistics Solutions Private Limited	0.01%	2.64	-0.01%	(0.36)	0.00%	-	-0.01%	(0.36)
Adani Total Private Limited	0.97%	369.34	-0.09%	(3.56)	0.00%	-	-0.09%	(3.56)
Dhamra LNG Terminal Private Limited	1.13%	431.87	-0.01%	(0.41)	87.07%	(12.12)	-0.31%	(12.53)
Total Adani Fuels Marketing Private. Limited#	0.00%	0.02	0.00%	-*	0.00%	-	0.00%	-
Sub total	**100%**	**38,105.43**	**100%**	**4,101.56**	**100%**	**(13.92)**	**100%**	**4,087.64**
CFS Adjustments and Eliminations		(12,481.94)		(338.43)		50.98		(287.45)
Total	**100%**	**25,623.49**	**100%**	**3,763.13**	**100%**	**37.06**	**100%**	**3,800.19**

-* Figures being nullified on conversion to ₹ in crore.
* Company acquired during the year
# Company incorporated during the year.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

₹ in crore

Name of entity	As at and for the year ended March 31, 2019							
	Net Assets i.e total assets minus total liabilities		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	as % of Consolidated net assets	Amount	as % of Consolidated Profit or Loss	Amount	as % of Consolidated Other Comprehensive Income	Amount	as % of Consolidated Total Comprehensive Income	Amount
Parent Company								
Adani Ports and Special Economic Zone Limited	61.83%	20,491.67	60.41%	2,637.72	118.29%	18.82	60.62%	2,656.54
Subsidiaries Companies								
Indian								
The Adani Harbour Services Private Limited	8.29%	2,748.47	26.03%	1,136.59	-0.25%	(0.04)	25.94%	1,136.55
Adani Hazira Port Private Limited	6.21%	2,058.68	10.76%	469.83	-2.70%	(0.43)	10.71%	469.40
Adani Logistics Limited	6.71%	2,223.64	0.75%	32.64	0.38%	0.06	0.75%	32.70
The Dhamra Port Company Limited	6.55%	2,170.83	2.61%	113.74	-2.01%	(0.32)	2.59%	113.42
Adani Petroleum Terminal Private Limited	0.06%	18.48	-0.02%	(0.89)	0.00%	-	-0.02%	(0.89)
Adani Petronet (Dahej) Port Private Limited	2.54%	841.14	4.85%	211.90	-12.70%	(2.02)	4.79%	209.88
Shanti Sagar International Dredging Private Ltd	0.97%	322.18	3.91%	170.73	-0.13%	(0.02)	3.90%	170.71
Adani Murmugao Port Terminal Private Limited	-0.37%	(123.84)	-2.37%	(103.39)	-0.31%	(0.05)	-2.36%	(103.44)
Adani Vizag Coal Terminal Private Limited	-0.53%	(174.56)	0.67%	29.37	-0.50%	(0.08)	0.67%	29.29
Adani Warehousing Services Private Limited	0.02%	5.32	0.07%	3.17	0.00%	-	0.07%	3.17
Adani Hospitals Mundra Private Limited	0.01%	4.59	0.01%	0.60	-0.06%	(0.01)	0.01%	0.59
Mundra International Airport Private Limited	0.02%	6.34	-0.01%	(0.44)	0.00%	-	-0.01%	(0.44)
Mundra SEZ Textile And Apparel Park Private Limited	-0.07%	(24.21)	-0.11%	(4.98)	0.00%	-*	-0.11%	(4.98)
Adinath Polyfills Private Limited	0.00%	(1.35)	0.00%	(0.06)	0.00%	-	0.00%	(0.06)
MPSEZ Utilities Private Limited	0.26%	86.30	0.17%	7.44	-0.31%	(0.05)	0.17%	7.39
Adani Ennore Container Terminal Private Limited	0.16%	54.62	-2.49%	(108.88)	0.13%	0.02	-2.48%	(108.86)
Adani Vizhinjam Port Private Limited	0.58%	191.37	-0.05%	(2.38)	0.00%	-	-0.05%	(2.38)
Adani Kattupalli Port Private Limited	1.56%	518.33	0.23%	10.26	0.00%	-	0.23%	10.26
Karnavati Aviation Private Limited	0.55%	182.31	-0.11%	(4.73)	-0.57%	(0.09)	-0.11%	(4.82)
Hazira Infrastructure Private Limited	0.08%	25.10	0.02%	0.91	0.00%	-	0.02%	0.91
Mundra International Gateway Terminal Private Limited	0.00%	0.04	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
Adani Bhavanapadu Port Private Limited	0.00%	0.05	0.00%	-*	0.00%	-	0.00%	-*
Marine Infrastructure Developer Private Limited	4.30%	1,425.94	1.33%	58.21	1.07%	0.17	1.33%	58.38

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

₹ in crore

Name of entity	As at and for the year ended March 31, 2019							
	Net Assets i.e total assets minus total liabilities		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	as % of Consolidated net assets	Amount	as % of Consolidated Profit or Loss	Amount	as % of Consolidated Other Comprehensive Income	Amount	as % of Consolidated Total Comprehensive Income	Amount
Blue Star Realtors Private Limited	0.13%	43.13	-0.27%	(11.95)	0.00%	-	-0.27%	(11.95)
Madurai Infrastructure Private Limited (formerly known as Mundra LPG Infrastructure Private Limited)	0.00%	(0.02)	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
Dholera Port And Special Economic Zone Limited	-0.01%	(2.81)	-0.01%	(0.29)	0.00%	-	-0.01%	(0.29)
Dhamra LNG Terminal Private Limited	0.00%	0.02	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
Adani Kandla Bulk Terminal Private Limited	-0.98%	(325.23)	-1.83%	(79.82)	-0.63%	(0.10)	-1.82%	(79.92)
Dholera Infrastructure Private Limited	-0.01%	(3.39)	-0.01%	(0.39)	0.00%	-	-0.01%	(0.39)
Mundra LPG Terminal Private Limited (till December 28, 2018)	0.00%	-	-0.01%	(0.26)	0.00%	-	-0.01%	(0.26)
Adani Dhamra LPG Terminal Private Limited (till December 28, 2018)	0.00%	-	0.00%	-*	0.00%	-	0.00%	-*
Adani Agri Logistics Limited	1.17%	388.84	0.01%	0.40	-1.63%	(0.26)	0.00%	0.14
Adani Agri Logistics (MP) Limited	-0.01%	(4.26)	0.00%	0.02	0.00%	-*	0.00%	0.02
Adani Agri Logistics (Harda) Limited	-0.01%	(3.60)	0.00%	(0.04)	0.06%	0.01	0.00%	(0.03)
Adani Agri Logistics (Hoshangabad) Limited	-0.01%	(3.33)	0.00%	0.03	0.06%	0.01	0.00%	0.04
Adani Agri Logistics (Satna) Limited	-0.01%	(3.69)	0.00%	0.01	0.06%	0.01	0.00%	0.02
Adani Agri Logistics (Ujjain) Limited	0.00%	(0.77)	0.00%	0.09	0.00%	-*	0.00%	0.09
Adani Agri Logistics (Dewas) Limited	-0.01%	(2.01)	0.00%	0.07	0.00%	-*	0.00%	0.07
Adani Agri Logistics (Katihar) Limited	0.00%	0.30	0.00%	(0.08)	0.00%	-	0.00%	(0.08)
Adani Agri Logistics (Kotkapura) Limited	0.00%	(1.33)	0.00%	(0.03)	0.00%	-*	0.00%	(0.03)
Adani Agri Logistics (Kannauj) Limited	0.00%	(0.83)	0.00%	-	0.00%	-	0.00%	-
Adani Agri Logistics (Panipat) Limited	0.00%	(0.22)	0.00%	-	0.00%	-	0.00%	-
Adani Agri Logistics (Moga) Limited	0.00%	(0.21)	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
Adani Agri Logistics (Mansa) Limited	0.00%	0.32	0.00%	-*	0.00%	-	0.00%	-*
Adani Agri Logistics (Bathinda) Limited	0.00%	0.90	0.00%	-*	0.00%	-	0.00%	-*
Adani Agri Logistics (Barnala) Limited	0.00%	(0.39)	0.00%	(0.01)	0.00%	-	0.00%	(0.01)

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

₹ in crore

Name of entity	As at and for the year ended March 31, 2019							
	Net Assets i.e total assets minus total liabilities		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	as % of Consolidated net assets	Amount	as % of Consolidated Profit or Loss	Amount	as % of Consolidated Other Comprehensive Income	Amount	as % of Consolidated Total Comprehensive Income	Amount
Adani Agri Logistics (Nakodar) Limited	0.00%	(0.07)	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
Adani Agri Logistics (Raman) Limited	0.00%	0.12	0.00%	-*	0.00%	-	0.00%	-*
Adani Agri Logistics (Dahod) Limited	0.00%	0.05	0.00%	-*	0.00%	-	0.00%	-*
Adani Agri Logistics (Borivali) Limited	0.00%	0.05	0.00%	-*	0.00%	-	0.00%	-*
Adani Agri Logistics (Dhamora) Limited	0.00%	0.05	0.00%	-*	0.00%	-	0.00%	-*
Adani Agri Logistics (Samastipur) Limited	0.00%	0.04	0.00%	-*	0.00%	-	0.00%	-*
Adani Agri Logistics (Darbhanga) Limited	0.00%	0.04	0.00%	-*	0.00%	-	0.00%	-*
Dermot Infracon Private Limited	0.00%	(0.01)	0.00%	(0.01)	0.00%	-	0.00%	(0.01)
Foreign								
Abbot Point Operations Pty Limited	-0.03%	(10.02)	-0.14%	(6.05)	0.00%	-	-0.14%	(6.05)
Abbot Point Bulkcoal Pty Ltd	0.13%	44.73	0.42%	18.38	0.00%	-	0.42%	18.38
Adani International Terminals Pte Limited	0.00%	(1.14)	-0.01%	(0.49)	0.00%	-	-0.01%	(0.49)
Adani Mundra Port Holding Pte Ltd	0.00%	0.01	0.00%	(0.03)	0.00%	-	0.00%	(0.03)
Adani Mundra Port Pte. Limited	0.00%	(0.02)	0.00%	(0.03)	0.00%	-	0.00%	(0.03)
Adani Abbot Port Pte. Limited	0.00%	(0.02)	0.00%	(0.03)	0.00%	-	0.00%	(0.03)
Adani Yangon International Terminal Company Limited	0.00%	-	0.00%	-	0.00%	-	0.00%	-
Non-controlling interest	-0.63%	(209.94)	-1.25%	(54.53)	2.77%	0.44	-1.23%	(54.09)
Joint Venture Entities								
Indian								
Adani International Container Terminal Private Limited	0.65%	216.03	-2.31%	(100.68)	-0.63%	(0.10)	-2.30%	(100.78)
Adani CMA Mundra Terminal Private Limited	-0.10%	(31.49)	-1.27%	(55.40)	-0.38%	(0.06)	-1.27%	(55.46)
Adani NYK Auto Logistics Solutions Private Limited	0.01%	3.00	0.00%	(0.02)	0.00%	-	0.00%	(0.02)
Sub total	**100%**	**33,144.27**	**100%**	**4,366.17**	**100%**	**15.91**	**100%**	**4,382.08**
CFS Adjustments and Eliminations		(8,606.07)		(375.95)		(0.06)		(376.01)
Total	**100%**	**24,538.20**	**100%**	**3,990.22**	**100%**	**15.85**	**100%**	**4,006.07**

-* Figures being nullified on conversion to ₹ in crore.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

39 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 previous year, the Management had assessed that it would be prudent to record revenue from this project once definitive agreements are executed by both the parties. Consequently the Company derecognised accrued income amounting to ₹ 121.90 crore (net off of advance received ₹ 50 crore and cost) which was recognised in earlier financial year. The same is presented as an exceptional item in the consolidated financial statements for the year ended March 31, 2019.

During the current year, as assessed by the management, due to the disputes between the Company and Customer with respect to construction, operation and maintenance of the LNG Project, Interim and Arbitration Agreement dated December 24, 2019 was executed. Pursuant thereto, ₹ 666 crore has been received and arbitration has been invoked by the Company. The Company is in process of preparing and computing its claims to be filed before the Arbitral Tribunal. The Company and Customer have appointed their nominee arbitrators and the Umpire of the Arbitral Tribunal will be named by the nominee arbitrators of the Parties, shortly. Pending further developments, no revenue has been recorded as at March 31, 2020.

40 (a) Adani Vizag Coal Terminal Private Limited ("AVCTPL") - a subsidiary of the Company is engaged in Port services under concession from one of the port trust authorities of the Government of India. The Port authority issued Consultation Notice to AVCTPL in accordance with the provisions of the Concession Agreement. As at March 31, 2018, AVCTPL had assessed the appropriateness of the carrying value of the Service Concession Rights in it's books and had recorded an impairment amounting to ₹ 155.18 crore based on best estimates by the management.

During the previous financial year, on account of certain positive developments resulting into improved operating efficiency, Consultation Notice was withdrawn by the Port authority. As at March 31, 2019, AVCTPL had reassessed the carrying values of Service Concession Rights and had reversed an impairment loss amounting to ₹ 52.95 crore based on the estimates made by the management. The same is presented as an exceptional item in the consolidated financial statements for the year ended March 31, 2019.

The Management has reassessed the appropriateness of the carrying values of the Service Concession Rights as at March 31, 2020 and has determined that no further impairment or reversal of previously recorded impairment is required at this stage.

(b) During the previous financial year, Adani Murmugao Port Terminal Private Limited ("AMPTPL") had received a demand from Murmugao Port Trust ("MPT") for the payment of revenue share on deemed storage charges of ₹ 72.62 crore upto financial year 2016-17. The Management considered it prudent to make provision to the extent of demand raised. In the meantime, AMPTPL applied to the MPT for classification of the Project as "Stressed Project" in accordance with guidelines issued by Ministry of Shipping. In June 2019, AMPTPL received a letter from MPT informing that it does not meet one of the criteria for classification of Stressed Project and initiated an Arbitration for recovery of revenue share on storage charges. In response, AMPTPL has also appointed an arbitrator as suggested by MPT. Pending the conclusion of the Arbitration proceedings, AMPTPL had provided ₹ 58.63 crore as revenue share on deemed storage income for the period April 2017 to June 2019 (shown as exceptional item) and continued to make the provision till period ended March 31, 2020.

41 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 and Adani Murmugao Port Terminal Private Limited. In developing these projections, the management has considered the benefit arising from the relaxation received/ expected to be received in the form of rationalisation of revenue share from storage income from Port Trust in accordance with guidelines issued by Ministry Of Shipping. The Management has also considered industry reports, economic indicators and general business conditions to make the necessary adjustments in its future projections for the possible effects of the COVID-19 event, as available to the Management on the date of these financial statements. The management has considered the benefit of the above relaxation, the effects of COVID-19 event considered to be short term in nature as well as made various estimates relating to cargo traffic, port tariffs, inflation, discount rates, revenue share on income etc considered as reasonable

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

by the Management, over the entire concession period. On a careful evaluation of the aforesaid factors, the Management of the Company has concluded that the recoverable amount of Property, Plant and Equipment and Intangible Assets is higher than their carrying amounts as at March 31, 2020. Hence, no provision for impairment is considered necessary at this stage. The eventual outcome of the impact of the global health pandemic as well as the actual cargo traffic and port tariffs, considering the long period, may be different from those estimated as on the date of approval of these financial statements.

42 During the year, the Company's subsidiary Adani Logistics Limited has entered into Onshore Joint Venture Agreement (the "JV Agreement") with Total Holdings SAS ("TOTAL") and consequently on May 03, 2019, 2,02,00,000 equity shares of ₹ 10 each of Adani Petroleum Terminal Private Limited (APTPL) have been issued to TOTAL. APTPL has, thereafter, been renamed as Adani Total Private Limited ("ATPL").

On fulfilment of condition precedent mentioned in the above agreement, the Group has recorded fair value gain of ₹ 434.30 crore, arising from infrastructure development of Port and LNG infrastructure at Dhamra, from erstwhile subsidiary Dhamra LNG Terminal Private Limited. ATPL has been accounted as joint venture entity w.e.f December 31, 2019.

43 On January 03, 2020, Adani Ports and Special Economic Zone Limited ("APSEZL") has announced that it will be acquiring controlling stake of 75% in Krishnapatnam Port Company Limited. ("KPCL") from the existing shareholders of KPCL. The said acquisition is subject to regulatory approvals.

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, 2020	As at March 31, 2019
The Dhamra Port Company Limited	2,559.31	2,559.31
Adani Kandla Bulk Terminal Private Limited	0.06	0.06
Abbot Point Bulkcoal Pty Limited	1.85	1.98
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 Total Private Limited (Formerly known as Adani Petroleum Terminal Private Limited)	-	1.72
Adani Logistics Services Private Limited and its subsidiaries (refer note 37 (i))	20.17	-
Goodwill relating to Merger of Adani Port Limited	44.86	44.86
Total	**3,286.25**	**3,267.93**

Notes:

The goodwill is tested for impairment annually and as at March 31, 2020, the goodwill was not impaired.

The recoverable amounts of the CGUs are determined from value-in-use calculations. The key assumptions for the value-in-use calculations are those regarding the discount rates, growth rates and expected changes to direct costs during the year. Management estimates discount rates using pre-tax rates that reflect current market assessments of the time value of money. The growth rates are based on management's forecasts. Changes in selling prices and direct costs are based on past practices and expectations of future changes in the market.

The Group prepares its forecasts based on the most recent financial budgets approved by management with projected revenue growth rates ranging from 6% to 20%.

The rates used to discount the forecasts is 9% to 13.5%.p.a.

Management believes that any reasonable possible change in any of these assumptions would not cause the carrying amount to exceed its recoverable amount.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

45 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, 2020. This information has been determined to the extent such parties have been identified on the basis of information available with the Company and relied upon by auditors.

₹ in crore

Sr. No.	Particulars	March 31, 2020	March 31, 2019
a	Principal amount and interest due thereon remaining unpaid to any supplier as at the end of each accounting year.		
	Principal	1.96	2.07
	Interest due	Nil	Nil
b	The amount of interest paid by the buyer in terms of section 16, of the Micro Small and Medium Enterprise Development Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	Nil	Nil
c	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro Small and Medium Enterprise Development Act, 2006.	Nil	Nil
d	The amount of interest accrued and remaining unpaid at the end of each accounting year.	Nil	Nil
e	The amount of further interest remaining due and payable even in the succeeding years until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of MSMED Act 2006.	Nil	Nil

46 On December 27, 2019 Adani Logistics Limited ("ALL"), a wholly owned subsidiary of Adani Ports and Special Economic Zone Limited ("APSEZL") has signed a definitive agreement to acquire 40.25% stake in Snowman Logistics Limited ("Snowman") from Gateway Distriparks Limited. As a part of this transaction, ALL made a mandatory open offer as per the Substantial Acquisition of Shares and Takeover Guidelines, 2011 for a maximum 26% of the public shareholding in Snowman. On March 13, 2020 ALL completed the acquisition of 4,34,42,879 equity shares representing 26% of the total voting equity share capital of Snowman, pursuant to open offer at a price of ₹ 44 per equity share, in accordance with Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and accounted the same as an investment in an associate.

Further, ALL is in discussion with Gateway Distriparks Limited in relation to the purchase of its 40.25% stake in Snowman.

The Group has accounted for its share of the net fair value in Snowman based on provisional fair valuation of Snowman's assets and liabilities. The Group has not considered any share of profit/ loss for the period as the amount is immaterial.

47 In terms of the development and operations of Vizhinjam International Deepwater Multipurpose Seaport ("Project") as per Concession Agreement ("CA") dated August 17, 2015 with Government of Kerala, the scheduled milestone date, for Adani Vizhinjam Port Private Limited ("AVPPL") to complete the Project including Commercial Operation Date ("COD") and extension till August 30, 2020.

As at reporting date, AVPPL has not achieved the Scheduled COD because of events Cyclone Ockhi in November, 2017, Extreme Adverse Weather conditions at Sea in July, 2018 whereby project work got standstill, Amendments in procedures for Environment Clearance, as per the National Green Tribunal (NGT) vide order dated September 13, 2018, Nationwide lockdown due to COVID-19 pandemic in March, 2020 which are in nature of Force Majeure events under clause 35.5.1 of the CA. Presently AVPPL is in discussions with Government of Kerala and Vizhinjam International Seaport Limited for revision in Project completion schedule and clarification on certain 'Force Majeure Events' raised by the AVPPL vide it's letter dated December 02, 2017, July 18, 2018, October 04, 2018 and March 20, 2020 with the authorities to take up the matter.

Based on the various representations made by the AVPPL for the reasons for delay in achieving the COD and discussions at regular Project Review meetings convened by the Principle Secretary to the Government of Kerala, Port Department and minutes thereof, the management is confident with regards to authorities accepting its stand of various 'Force Majeure Events', claimed during the course of the construction of the project as well as revision in the project completion schedule.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

48 Pursuant to BOO agreement with Food Corporation of India (FCI), the subsidiary Company Adani Agri Logistics Limited ("AALL") developed a Field Depot at Bandel, District Hooghly in the state of West Bengal ("Hooghly depot") with storage capacity of 25,000 MT. For this purpose, AALL had entered into a lease agreement for land with Eastern Railways. The land was taken on lease from Eastern Railway for an initial period of four years with the anticipation that it would be renewed periodically. The AALL constructed warehousing facility ('Silos') along with Railway Siding on this leasehold land and started movement and distribution of food grains on behalf of FCI at this location.

After completion of four years of lease agreement, the AALL approached Eastern Railways for renewal of lease period. In the meantime, Eastern Railway kept on giving permission to handle rakes and the operations in Bandel continued till 2014. However, Eastern Railways did not renew lease agreement by citing a cabinet note which barred permanent construction of a commercial establishment on railway land. Consequently, it stopped rake movement of the AALL in March 2014. As the AALL was unable to transport food grains at this depot, FCI stopped making payment of revenues for this depot. Considering the uncertainty involved in ultimate recovery, the AALL had not recognized revenues for the year ended March 31, 2020. Similarly, such charges do not form part of any other disclosure of notes forming part of consolidated financial statements.

In order to resolve the issue and get the lease agreement renewed, the AALL had filed a writ petition before Kolkata High Court on 15.12.2016. The High Court, vide its order dated 04.01.2017, had asked Eastern Railways to resolve the matter amicably. However, Eastern Railways did not renew lease period again and therefore, the AALL had filed second writ petition before Kolkata High Court on 24.04.2017.

While the matter was pending with Kolkata High Court, the AALL approached Ministry of Consumer Affairs, Food & Public Distribution, GOI and requested them to take up the matter with Ministry of Railway, whereby Railway could lease out the land with structures/ assets to FCI as there is a policy in Railway that permits leasing out Railway land to a Government entity/ PSU. Accordingly, Minister of Consumer Affairs, Food & Public Distribution took up the matter with the Minister of Railway, who got the matter examined in Railway Board and issued directions that the land can be given on lease to FCI on Long-Term basis provided AALL clears all the dues towards Eastern Railway and FCI takes over the ownership of Bandel depot.

As a result of these directions and discussion with Railway, the AALL had withdrawn the writ petition against Eastern Railway and cleared all dues towards them. The AALL has also submitted its consent to transfer the ownership of Bandel depot to FCI so as to clear the way to resume the operations at Bandel.

Consequent to suspension of operations in Bandel (Hooghly), FCI had unilaterally decided to reduce the Guaranteed Tonnage in Kaithal (2 Lac MT) in proportion to Guarantee Tonnage of Hooghly (66700 MT). The AALL is in discussion on the matter with FCI to resolve it amicably. In case no resolution is arrived at, the AALL will seek remedy in the Arbitration on this particular matter.

The process of leasing out the land by Eastern Railway to FCI is in progress. FCI has communicated with Railway in this regard. Formal meetings have also taken place between FCI and Railway. The AALL expects that the matter would be resolved as both FCI and Eastern Railway have agreed to the mutually arrived at solution for serving procurement, storage and distribution of food grains into Public Distribution System and other welfare schemes of the Govt. of India under National Food Security Act.

49 The subsidiary Company Adani Agri Logistics Limited ("AALL") had entered into an Agreement with FCI on 28.06.2005 for a concession period of 20 years from "Operations Date", whereby it was supposed to develop Silo Terminals with Railway Sidings on BOO basis and procure specialized Rail wagons within 3 years. AALL installed and commissioned two largest units i.e., Moga (Punjab) and Kaithal (Haryana) having Silos of 200000 MT capacity each within a period of 2 years in 2007 i.e., much before the deadline of 3 years and put to the service of FCI. Subsequent units of Navi Mumbai, Hooghly, Chennai, Coimbatore and Bangalore were commissioned in 2008 & 2009. For the delay in execution of these units, AALL had duly paid liquidated damages to FCI as per the contract terms. One of the obligations to be fulfilled by AALL was to provide certain number of specialized wagons (i.e., Rakes) to facilitate the bulk movement of food grain stocks from producing areas of Moga and Kaithal to the consuming areas. Since this was a pilot project and specialized wagons were being introduced for the first time in India, number of rakes required for the project remained a debatable issue between RITES (the consultants) and Railway Board. The AALL initially procured 260 wagons i.e., 5 rakes. However, FCI insisted for 364 wagons i.e., 7 rakes. Eventually, AALL procured 104 more wagons i.e., two more rakes to make total of 7 rakes on 28.09.2013. Meanwhile, AALL continued serving FCI to the full capacity during this period. As per contract, FCI was supposed to give Annual Guaranteed Tonnage (AGT) and WPI based escalation in service charges. Since FCI

Notes to the Consolidated Financial Statements

for the year ended March 31, 2020

considered 28.09.2013 as the actual "Operations date" when the project was 100% complete, they did not give WPI escalation to AALL for the period from 2007 till 28.09.2013. FCI also did not give Guaranteed Tonnage for this period. FCI kept this period on Actual Utilisation 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. After a series of deliberations and consultations with FCI, the matter was referred to Arbitration Tribunal, which is currently ongoing. AALL has 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 28.09.2013 as "Operations Date", the 20 years' Concession Period should be fixed from 2013 till 2033.

Accordingly, the matter is being heard by the Arbitration Panel comprising of three Arbitrators. Arbitral Award is likely to be pronounced this year.

50 Standards issued but not effective:

As at the date of issue of financial statements, there are no new standards or amendments which have been notified by the MCA but not yet adopted by the Group. Hence, the disclosure is not applicable.

51 The Group's management has made initial assessment of likely impact from the pandemic COVID-19 on business and financial risks based on internal and external sources of information including economic forecasts, measures being under taken by Government and expected GDP growth. The management believes while the COVID 19 may adversely impact the business in the short term, it does not anticipate material medium to Long-Term risks to the business prospects. The Group has also considered the possible effects of COVID 19 on the carrying amounts of property plant and equipment, goodwill, intangible assets, receivables and debt covenants using reasonably available information, estimates and judgment and has determined that none of these balances require a material adjustment to their carrying values. The Group has received notices of Force Majeure wrt some construction contractors and suppliers. Similarly, the Group has also issued notices of Force Majeure to customers, suppliers and some concessioning authorities. Based on the preliminary legal evaluation of these notices, the Management does not anticipate any material economic outflow of resources.

52 Events occurred after the Balance Sheet Date

The Group evaluates events and transactions that occur subsequent to the balance sheet date but prior to the approval of financial statements to determine the necessity for recognition and/or reporting of subsequent events and transactions in the financial statements. As of May 05, 2020, there were no subsequent events and transactions to be recognized or reported that are not already disclosed.

For and on behalf of the Board of Directors

Gautam S. Adani
Chairman and Managing Director
DIN : 00006273

Rajesh S. Adani
Director
DIN : 00006322

Karan Adani
Wholetime Director and CEO
DIN: 03088095

Deepak Maheshwari
Chief Financial Officer
Place : Mumbai

Kamlesh Bhagia
Company Secretary

Place : Ahmedabad
Date : May 05, 2020

FORM - AOC - 1

Salient features of the financial statement of Subsidiaries / Joint Ventures Pursuant to Section 129(3) of the Companies Act, 2013 read with Rule 5 of The Companies (Accounts) Rules, 2014

PART "A" - Subsidiaries

₹ in crore, Foreign Currencies in million

No	Name of Subsidiaries	Reporting Period	Reporting Currency	Share Capital	Reserve & Surplus	Total Assets	Total Liabilities	Investments Other than Subsidiaries	Turnover	Profit/(loss) before taxation	Profit/(loss) after taxation	Other Comprehensive Income	Total Comprehensive Income	Proposed Dividend	% of Shareholding
1	The Adani Harbour Services Private Limited	2019-20	INR	57.69	3,278.15	3,456.44	120.60	-	1,441.63	1,443.23	1,394.20	(0.03)	1,394.17	-	100%
2	Adani Hazira Port Private Limited	2019-20	INR	715.47	2,036.66	5,197.92	2,445.80	-	1,273.52	776.80	693.91	(0.46)	693.45	-	100%
3	Adani Logistics Limited	2019-20	INR	655.00	3,577.56	5,075.53	842.97	514.04	738.20	156.97	119.94	0.07	120.01	-	100%
4	The Dhamra Port Company Limited	2019-20	INR	1,148.00	1,296.27	7,799.67	5,355.40	-	1,430.63	334.27	273.67	(0.23)	273.44	-	100%
5	Adani Petronet Dahej Port Private Limited	2019-20	INR	346.15	529.20	1,175.39	300.03	22.51	328.89	91.35	77.72	(1.77)	75.95	-	74%
6	Shanti Sagar International Dredging Private Limited	2019-20	INR	135.05	225.46	994.85	634.34	-	260.71	38.51	38.34	(0.01)	38.33	-	100%
7	Adani Murmugao Port Terminal Private Limited	2019-20	INR	115.89	(335.89)	465.06	685.06	-	104.20	(96.13)	(96.13)	(0.03)	(96.16)	-	100%
8	Adani Vizag Coal Terminal Private Limited	2019-20	INR	101.28	(319.43)	279.62	497.77	-	65.03	(43.59)	(43.59)	-*	(43.59)	-	100%
9	Adani Warehousing Services Private Limited	2019-20	INR	0.05	4.41	9.47	5.00	-	12.42	(0.86)	(0.86)	-	(0.86)	-	100%
10	Adani Hospitals Mundra Private Limited	2019-20	INR	0.30	3.69	7.39	3.40	-	8.76	(0.66)	(0.64)	0.01	(0.63)	-	100%
11	Mundra International Airport Private Limited	2019-20	INR	3.50	2.02	7.79	2.27	-	1.61	(0.82)	(0.82)	-	(0.82)	-	100%
12	Mundra Sez Textile And Apparel Park Private Limited	2019-20	INR	4.91	(33.29)	54.43	82.80	-	7.74	(4.17)	(4.17)	-	(4.17)	-	55%
13	Adinath Polyfills Private Limited	2019-20	INR	0.12	(1.55)	1.34	2.77	-	-	(0.08)	(0.08)	-	(0.08)	-	100%
14	MPSEZ Utilities Private Limited	2019-20	INR	13.14	83.83	157.63	60.67	-	180.13	9.55	10.69	(0.03)	10.66	-	100%
15	Adani Ennore Container Terminal Private Limited	2019-20	INR	192.00	(259.86)	889.76	957.62	-	39.20	(122.41)	(122.42)	(0.06)	(122.48)	-	100%
16	Adani Vizhinjam Port Private Limited	2019-20	INR	199.96	(22.44)	2,488.54	2,311.03	-	-	(13.85)	(13.85)	-	(13.85)	-	100%
17	Adani Kattupalli Port Private Limited	2019-20	INR	0.05	21.01	56.71	35.65	-	16.39	4.11	2.73	-	2.73	-	100%
18	Karnavati Aviation Private Limited	2019-20	INR	45.00	127.67	277.88	105.22	-	47.93	(9.56)	(9.56)	(0.09)	(9.65)	-	100%
19	Hazira Infrastructure Private Limited	2019-20	INR	24.20	1.69	706.43	680.54	-	-	1.07	0.79	-	0.79	-	100%
20	Mundra International Gateway Terminal Private Limited	2019-20	INR	0.05	(0.02)	0.04	0.00	-	-	(0.01)	(0.01)	-	(0.01)	-	100%
21	Adani Bhavanapadu Port Private Limited	2019-20	INR	0.05	(0.01)	0.04	0.00	-	-	(0.01)	(0.01)	-	(0.01)	-	100%
22	Marine Infrastructure Developer Private Limited	2019-20	INR	400.00	1,620.25	2,688.00	667.75	-	249.09	108.46	94.39	(0.09)	94.30	-	97%
23	Blue Star Realtors Private Limited	2019-20	INR	6.91	233.86	240.83	0.05	-	-	(2.77)	(2.77)	-	(2.77)	-	100%
24	Madurai Infrastructure Private Limited	2019-20	INR	0.05	228.65	228.70	0.01	-	-	(5.21)	(5.21)	-	(5.21)	-	100%
25	Dholera Port And Special Economic Zone Limited	2019-20	INR	1.61	(4.70)	0.18	3.26	-	-	(0.27)	(0.27)	-	(0.27)	-	100%
26	Adani Kandla Bulk Terminal Private Limited	2019-20	INR	120.05	(571.60)	937.20	1,388.75	-	163.47	(126.24)	(126.24)	(0.08)	(126.32)	-	100%
27	Dholera Infrastructure Private Limited	2019-20	INR	0.01	(3.72)	0.08	3.80	-	-	(0.32)	(0.32)	-	(0.32)	-	100%
28	Adani Agri Logistics Limited	2019-20	INR	99.83	399.37	883.15	383.96	-	105.45	25.41	23.06	(0.21)	22.85	-	100%
29	Adani Agri Logistics (MP) Limited	2019-20	INR	1.00	(0.65)	18.64	18.30	-	1.05	(0.79)	(0.79)	(0.01)	(0.80)	-	100%

FORM - AOC - 1

Salient features of the financial statement of Subsidiaries / Joint Ventures Pursuant to Section 129(3) of the Companies Act, 2013 read with Rule 5 of The Companies (Accounts) Rules, 2014

PART "A" - Subsidiaries

₹ in crore, Foreign Currencies in million

No	Name of Subsidiaries	Reporting Period	Reporting Currency	Share Capital	Reserve & Surplus	Total Assets	Total Liabilities	Investments Other than Subsidiaries	Turnover	Profit/(loss) before taxation	Profit/(loss) after taxation	Other Comprehensive Income	Total Comprehensive Income	Proposed Dividend	% of Shareholding
30	Adani Agri Logistics (Harda) Limited	2019-20	INR	1.00	0.39	18.38	16.99	-	1.16	(0.04)	(0.04)	-*	(0.04)	-	100%
31	Adani Agri Logistics (Hoshangabad) Limited	2019-20	INR	1.00	0.04	18.06	17.02	-	0.71	(0.57)	(0.57)	-*	(0.57)	-	100%
32	Adani Agri Logistics (Satna) Limited	2019-20	INR	1.00	0.04	17.69	16.65	-	1.12	(0.08)	(0.08)	(0.01)	(0.09)	-	100%
33	Adani Agri Logistics (Ujjain) Limited	2019-20	INR	1.00	2.79	15.11	11.32	-	1.20	(0.30)	(0.30)	(0.01)	(0.31)	-	100%
34	Adani Agri Logistics (Dewas) Limited	2019-20	INR	1.00	1.60	16.39	13.79	-	0.99	(0.34)	(0.34)	-*	(0.34)	-	100%
35	Adani Agri Logistics (Katihar) Limited	2019-20	INR	1.00	12.76	37.95	24.20	-	13.61	(1.30)	(1.30)	-	(1.30)	-	100%
36	Adani Agri Logistics (Kotkapura) Limited	2019-20	INR	1.00	2.13	25.40	22.27	-	0.56	(0.15)	(0.15)	(0.01)	(0.16)	-	100%
37	Adani Agri Logistics (Kannauj) Limited	2019-20	INR	1.00	34.90	36.32	0.42	-	-	(0.01)	(0.01)	-	(0.01)	-	100%
38	Adani Agri Logistics (Panipat) Limited	2019-20	INR	1.00	49.76	51.04	0.28	-	-	(0.01)	(0.01)	-	(0.01)	-	100%
39	Adani Agri Logistics (Moga) Limited	2019-20	INR	1.00	8.64	10.17	0.53	-	-	(0.09)	(0.09)	-	(0.09)	-	100%
40	Adani Agri Logistics (Mansa) Limited	2019-20	INR	1.00	5.81	6.82	0.01	-	-	-*	(0.01)	-	(0.01)	-	100%
41	Adani Agri Logistics (Bathinda) Limited	2019-20	INR	1.00	3.00	4.06	0.06	-	-	0.05	0.02	-	0.02	-	100%
42	Adani Agri Logistics (Barnala) Limited	2019-20	INR	1.00	9.68	10.68	0.01	-	-	(0.08)	(0.08)	-	(0.08)	-	100%
43	Adani Agri Logistics (Nakodar) Limited	2019-20	INR	1.00	8.22	9.23	0.01	-	-	(0.05)	(0.05)	-	(0.05)	-	100%
44	Adani Agri Logistics (Raman) Limited	2019-20	INR	1.00	7.26	8.27	0.01	-	-	(0.03)	(0.04)	-	(0.04)	-	100%
45	Adani Agri Logistics (Dahod) Limited	2019-20	INR	0.05	0.33	0.39	0.01	-	-	(0.01)	(0.01)	-	(0.01)	-	100%
46	Adani Agri Logistics (Borivali) Limited	2019-20	INR	0.05	0.19	0.24	0.01	-	-	(0.01)	(0.01)	-	(0.01)	-	100%
47	Adani Agri Logistics (Dhamora) Limited	2019-20	INR	0.05	0.19	0.24	0.01	-	-	(0.01)	(0.01)	-	(0.01)	-	100%
48	Adani Agri Logistics (Samastipur) Limited	2019-20	INR	0.05	13.34	13.40	0.01	-	-	0.02	0.02	-	0.02	-	100%
49	Adani Agri Logistics (Darbhanga) Limited	2019-20	INR	0.05	25.97	26.03	0.01	-	-	(0.01)	(0.01)	-	(0.01)	-	100%
50	Dermot Infracon Private Limited	2019-20	INR	0.01	135.93	135.96	0.02	-	-	(0.15)	(0.15)	-	(0.15)	-	100%
51	Dhamra Infrastructure Private Limited	April 22, 2019 to March 31, 2020	INR	50.11	(20.34)	29.77	-*	-	-	(0.05)	(0.05)	-	(0.05)	-	100%
52	Adani Tracks Management Services Private Limited	July 31, 2019 to March 31, 2020	INR	0.05	-*	0.05	-*	-	-	-*	-*	-	-*	-	100%
53	Adani Logistics Services Private Limited	August 06, 2019 to March 31, 2020	INR	183.01	66.10	314.10	64.99	-	171.34	14.55	14.55	(0.23)	14.32	-	98.29%
54	Adani Noble Private Limited		INR	0.05	(10.89)	20.77	31.62	-	1.81	0.49	0.48	-	0.48	-	98.29%
55	Adani Forwarding Agent Private Limited		INR	0.05	(0.07)	0.00	0.02	-	-	(0.01)	(0.01)	-	(0.01)	-	98.29%
56	Adani Cargo Logistics Private Limited		INR	0.96	(0.04)	1.18	0.25	-	-	(0.01)	(0.01)	-	(0.01)	-	98.29%

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
57	Adani Logistics Infrastructure Private Limited	August 06, 2019 to March 31, 2020	INR	0.96	(0.05)	1.16	0.25	-	-	(0.01)	(0.01)	-	(0.01)	-	98.29%
58	Adani Total Private Limited ("ATPL") (Refer note (A) below)	April 01 to December 31, 2019	INR	-	-	-	-	-	-	45.59	34.11	-	34.11	-	100.00%
59	Dhamra LNG Terminal Private Limited (subsidiary of ATPL) (Refer note (A) below)	April 01 to December 31, 2019	INR	-	-	-	-	-	-	(0.16)	(0.16)	(10.11)	(10.27)		100.00%
60	Total Adani Fuels Marketing Private Limited (subsidiary of ATPL) (Refer note (A) below)	October 22, 2019 to December 31, 2019	INR	-	-	-	-	-	-	-	-	-	-	-	100.00%
61	Adani Pipelines Private Limited	December 12, 2019 to March 31, 2020	INR	0.05	-*	0.05	-*	-	-	-*	-*	-	-*	-	100%
62	Abbot Point Operations Pty Limited	2019-20	INR	0.47	(3.81)	1,027.61	1,030.95	-	489.12	6.36	6.36	-	6.36	-	100%
			AUD	0.10	(0.83)	223.03	223.75	-	101.43	1.32	1.32	-	1.32	-	
63	Abbot Point Bulkcoal Pty Limited	2019-20	INR	-*	68.87	206.17	137.31	-	511.78	44.61	38.77	-	38.77	-	100%
			AUD	-*	14.95	44.75	29.80	-	106.13	9.25	8.04	-	8.04	-	
64	Adani Mundra Port Pte. Limited	2019-20	INR	0.01	(0.07)	-	0.06	-	-	(0.04)	(0.04)	-	(0.04)	-	100%
			USD	-*	(0.01)	-	0.01	-	-	(0.01)	(0.01)	-	(0.01)	-	
65	Adani Abbot Port Pte. Limited	2019-20	INR	0.01	(0.07)	-	0.06	-	-	(0.04)	(0.04)	-	(0.04)	-	100%
			USD	-*	(0.01)	-	0.01	-	-	(0.01)	(0.01)	-	(0.01)	-	
66	Adani International Terminals Pte Limited	2019-20	INR	-*	(14.21)	964.61	978.82	-	-	(12.13)	(12.13)	-	(12.13)	-	100%
			USD	-*	(1.88)	127.48	129.36	-	-	(1.71)	(1.71)	-	(1.71)	-	
67	Adani Mundra Port Holding Pte Limited	2019-20	INR	0.05	(0.09)	0.17	0.21	-	-	(0.05)	(0.05)	-	(0.05)	-	100%
			USD	0.01	(0.01)	0.02	0.03	-	-	(0.01)	(0.01)	-	(0.01)	-	
68	Adani Bangladesh Ports Private Limited	February 17, 2020 to March 31, 2020	INR	0.46	-	0.46	-*	-	-	-	-	-	-	-	100%
			BDT	5.50	-	5.53	0.03	-	-	-	-	-	-	-	
69	Adani Yangon International Terminal Company Limited	2019-20	INR	495.06	-	845.40	350.34	-	-	-	-	-	-	-	100%
			MMK	90,992.53	-	1,55,384.78	64,392.25	-	-	-	-	-	-	-	
70	Bowen Rail Operations Pte Limited	December 11, 2019 to March 31, 2020	INR	0.04	(0.02)	0.05	0.03	-	-	(0.02)	(0.02)	-	(0.02)	-	100%
			USD	0.01	-*	0.01	-*	-		-*	-*	-	-*	-	
71	Bowen Rail Company Pty Limited	December 16, 2019 to March 31, 2020	INR	0.01	-	2.09	2.08	-	-	-	-	-	-	-	100%
			AUD	-*	-	0.45	0.45	-	-	-	-	-	-	-	

-* Figures being nullified on conversion to ₹ in crore and foreign currency in million

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

Notes:-

(A) Names of companies ceased to be subsidiaries due to loss of control/dilution of stake in subsidiaries

- Adani Total Private Limited
- Dhamra LNG Terminal Private Limited
- Total Adani Fuels Marketing Private Limited

(B) Names of subsidiaries which are yet to commence operations

- Hazira Infrastructure Private Limited	- Adani Agri Logistics (Katihar) 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
- Adani International Terminals Pte Limited	- Adani Agri Logistics (Bathinda) Limited
- Adani Mundra Port Holding Pte Limited	- Adani Agri Logistics (Mansa) Limited
- Adani Mundra Port Pte. Limited	- Adani Agri Logistics (Moga) Limited
- Adani Abbot Port Pte. Limited	- Adani Agri Logistics (Borivali) Limited
- Blue Star Realtors Private Limited	- Adani Agri Logistics (Dahod) Limited
- Dermot Infracon Private Limited	- Adani Agri Logistics (Dhamora) Limited
- Adani Bhavanapadu Port Private Limited	- Adani Agri Logistics (Samastipur) Limited
- Mundra International Gateway Terminal Private Limited	- Adani Agri Logistics (Darbhanga) Limited
- Adani Bangladesh Ports Private Limited	- Adani Yangon International Terminal Company Limited
- Bowen Rail Operations Pte Limited	- Bowen Rail Company Pty Limited
- Adani Tracks Management Services Private Limited	- Adani Pipelines Private Limited
- Adani Cargo Logistics Private Limited	- Adani Forwarding Agent Private Limited
- Adani Logistics Infrastructure Private Limited	- Dhamra Infrastructure Private Limited
- Adani Agri Logistics (Kannauj) Limited	

PART "B" :- Associates and Joint Ventures

Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Joint Ventures

₹ in Crore

Sr No	Name of Joint Venture	Latest Audited Balance Sheet Date	Shares of Joint Ventures held by the company at 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, 2020	32,22,31,817	341.03	50%	Note - 1	NA	77.86	-	(138.16)
2	Adani CMA Mundra Terminal Private Limited	March 31, 2020	5,93,78,278	63.86	50%	Note - 1	NA	(80.67)	-	(49.19)
3	Adani NYK Auto Logistics Solutions Private Limited	March 31, 2020	30,60,000	3.06	51%	Note - 1	NA	2.64	(0.36)	-
4	Adani Total Private Limited (Consolidated)	March 31, 2020	2,02,00,000	20.20	50%	Note - 1	NA	334.50	(16.15)	-

Note:-

1. There is significant influence/joint control due to percentage (%) of Share holding.
2. On March 13, 2020, Adani Logistics Limited ("ALL"), a wholly owned subsidiary of Adani Ports and Special Economic Zone Limited ("APSEZL") completed the acquisition of 4,34,42,879 equity shares representing 26% of the total voting equity share capital of Snowman, pursuant to open offer at a price of ₹ 44 per equity share, in accordance with Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and accounted the same as an investment in an associate. The Group has not considered any share of profit/ loss for the period as the amount is immaterial.

For and on behalf of the Board of Directors

Gautam S. Adani
Chairman and
Managing Director
DIN : 00006273

Rajesh S. Adani
Director
DIN : 00006322

Karan Adani
Wholetime Director
and CEO
DIN: 03088095

Deepak Maheshwari
Chief Financial Officer
Place : Mumbai

Kamlesh Bhagia
Company Secretary

Place : Ahmedabad
Date : May 05, 2020

Notice

NOTICE is hereby given that the 21st Annual General Meeting of Adani Ports and Special Economic Zone Limited will be held on Friday, June 26, 2020 at 10.00 a.m. through Video Conferencing/ Other Audio Visual Means to transact the following businesses:

Ordinary Business:

1. To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) for the financial year ended on March 31, 2020 and the Reports of the Board of Directors and Auditors thereon.
2. To confirm the payment of interim dividend on Equity Shares.
3. To declare Dividend on Preference Shares for the financial year 2019-20.
4. To appoint a Director in place of Mr. Karan Adani (DIN: 03088095), who retires by rotation and being eligible, offers himself for re-appointment.

Special Business:

5. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

   "RESOLVED THAT 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 Additional Director of the Company by the Board of Directors w.e.f October 15, 2019 pursuant to the provisions of Section 161 of the Act and Articles of Association of the Company and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of three consecutive years commencing w.e.f October 15, 2019."

6. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

   "RESOLVED THAT pursuant to the provisions of Section 188 and all other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and in terms of applicable provisions of Listing Agreement executed with the Stock Exchanges, consent of the members be and is hereby accorded for ratification / approval of transaction entered into by the Company with related party during the year ended March 31, 2020, as set out in the explanatory statement annexed to the notice convening this meeting."

   "RESOLVED FURTHER THAT the Board of Directors of the Company 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, to pass with or without modification(s), the following resolution as a **Special Resolution**:

   "RESOLVED THAT pursuant to the provisions of Section 12 and other applicable provisions, if any, of the Companies Act, 2013 and rules framed thereunder, the Registered Office of the Company be shifted from "Adani House", Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009 to "Adani Corporate House", Shantigram, Near Vaishno Devi Circle, S. G. Highway, Khodiyar, Ahmedabad-382421, which is outside the local limits of the city, but within the same state falling under the jurisdiction of Registrar of Companies, Gujarat."

   "RESOLVED FURTHER THAT the Board of Directors of the Company or its Committee thereof be and is hereby authorised to file necessary forms and documents, as may be required and to do all such acts, deeds and things as may be deemed fit and proper for shifting of registered office of the Company."

By order of the Board of Directors

Kamlesh Bhagia
Company Secretary

Place: Ahmedabad
Date: May 5, 2020

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

NOTES:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed, the Government of India, Ministry of Corporate Affairs ("MCA") allowed conducting Annual General Meeting ("AGM") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") and dispended the personal presence of the members at the meeting. Accordingly, the MCA issued Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 5, 2020 prescribing the procedures and manner of conducting the AGM through VC/OVAM. In terms of the said circulars, the 21st AGM of the members will be held through VC/OAVM. Hence, members 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. 19 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 1800225533.

3. Information regarding appointment/re-appointment of Directors and Explanatory Statement in respect of special businesses to be transacted pursuant to Section 102 of the Companies Act, 2013 ("Act") and/or Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") is annexed hereto.

4. Pursuant to the MCA Circular No. 14/2020 dated April 8, 2020, the facility to appoint proxy to attend and cast vote for the members 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 Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

6. In line with the aforesaid MCA Circulars, the Notice of AGM along with Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that Notice and Annual Report 2019-20 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.

7. The Register of members and share transfer books of the Company will remain closed from Friday, June 19, 2020 to Friday, June 26, 2020 (both days inclusive) for the purpose of AGM.

8. Members seeking any information with regard to accounts are requested to write to the Company atleast 10 days before the meeting so as to enable the management to keep the information ready.

9. Members holding the shares in physical mode are requested to notify immediately the change of their address and bank particulars to the R & T Agent of the Company. In case shares are held in dematerialised form, the information regarding change of address and bank particulars should be given to their respective Depository Participant.

10. In terms of Section 72 of the Act, nomination facility is available to individual Members holding shares in the physical mode. The Members who are desirous of availing this facility, may kindly write to Company's R & T Agent for nomination form by quoting their folio number.

11. The balance lying in the unpaid dividend account of the Company in respect of dividend declared for the financial year 2012-13 will be transferred to the Investor Education and Protection Fund of the Central Government by October, 2020. Members 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, 2020.

12. 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 the Notice will be available for inspection in electronic mode.

13. The Members can join the AGM through the VC/OAVM mode 15 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 members 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.

14. **Process and manner for members 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), Regulation 44 of SEBI Listing Regulations (as amended), and the Circulars issued by the MCA dated April 8, 2020, April 13, 2020 and May 5, 2020 the Company is providing facility of remote e-voting to its Members 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 members using remote e-voting as well as e-voting system on the date of the AGM will be provided by CDSL.

ii. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Friday, June 19, 2020, 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 member of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. Friday, June 19, 2020, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or e-voting system on the date of the AGM by following the procedure mentioned in this part.

iv. The remote e-voting will commence on Monday, June 22, 2020 at 9.00 a.m. and will end on Thursday, June 25, 2020 at 5.00 p.m. During this period, the members of the Company holding shares either in physical mode or in demat mode as on the Cut-off date i.e. Friday, June 19, 2020 may cast their vote electronically. The members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by CDSL thereafter.

v. Once the vote on a resolution is casted by the member, he/she shall not be allowed to change it subsequently or cast the vote again.

vi. The voting rights of the members shall be in proportion to their share in the paid up equity share capital of the Company as on the Cut-off date i.e. Friday, June 19, 2020.

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.

15. Process for those members whose email ids are not registered:

a) For members holding shares in Physical mode - please provide necessary details like Folio No., Name of shareholder by email to Investor.apsezl@adani.com.

b) Members holding shares in Demat mode can get their e-mail id registered by contacting their respective Depository Participant or by email to Investor.apsezl@adani.com.

16. The instructions for shareholders for remote voting are as under:

(i) The voting period begins on Monday, June 22, 2020 at 9.00 a.m. and ends on Thursday, June 25, 2020 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. June 19, 2020 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) The shareholders should log on to the e-voting website www.evotingindia.com.

(iv) Click on Shareholders.

(v) 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. Members holding shares in Physical Form should enter Folio Number registered with the Company.

(vi) Next enter the Image Verification as displayed and Click on Login.

(vii) 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.

(viii) If you are a first time user follow the steps given below:

For Members holding shares in Demat mode and Physical mode	
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) *Members 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).

(ix) After entering these details appropriately, click on "SUBMIT" tab.

(x) Members holding shares in physical mode will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password can also be used by the demat holders for voting for 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.

(xi) For Members holding shares in physical mode, the details can be used only for e-voting on the resolutions contained in this Notice.

(xii) Click on the EVSN of the Company.

(xiii) 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.

(xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xv) 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.

(xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvii) You can also take a print of the votes casted by clicking on "Click here to print" option on the Voting page.

(xviii) 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 and enter the details as prompted by the system.

(xix) **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 through your mobile.**

(xx) 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 authorised signatory who are authorised 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.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or call 1800225533.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, 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 1800225533.

17. **The instructions for shareholders voting on the day of the AGM on e-voting system are as under: -**

a. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

b. Only those Members/ 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.

c. If any Votes are casted by the members through the e-voting available during the AGM and if the same members have not participated in the meeting through VC/OAVM facility, then the votes casted by such members shall be considered invalid as the facility of e-voting during the meeting is available only to the members participating in the meeting.

d. Members 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.

18. 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 three days of the passing of the Resolutions at the 21st AGM of the Company and shall also be communicated to the Stock Exchanges where the shares of the Company are listed.

19. **Instruction for members for attending the AGM through VC/OAVM are as under:**

a) Members 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. Members 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.

b) Members are encouraged to join the Meeting through Laptops for better experience.

c) Further, Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

d) 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.

e) For ease of conduct, members 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 Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM.

f) 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 House ", Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380 009, Gujarat, India CIN: L63090GJ1998PLC034182 E-mail ID: investor.apsezl@adani.com
Registrar and Transfer Agent	:	Link Intime India Private Limited C-101, 247 Park, L B S Marg, Vikhroli (West), Mumbai-400083, Maharashtra, India Phone: +91-22-49186270 | Fax: +91-22-49186060
e-Voting Agency	:	Central Depository Services (India) Limited E-mail ID: helpdesk.evoting@cdslindia.com Phone : +91-22-22723333/8588
Scrutinizer	:	CS Chirag Shah Practising Company Secretary E-mail ID: pcschirag@gmail.com

Annexure to Notice

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND / OR REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

For Item No. 5

Based on recommendation of Nomination and Remuneration Committee, the Board of Directors vide circular resolution dated October 15, 2019 appointed Mr. Bharat Sheth as an Additional Director and also as an Independent Director, for a term of three years w.e.f October 15, 2019, subject to approval of the members.

Pursuant to the provisions of Section 161 of the Companies Act 2013 ("Act"), he holds office as Director up to the date of the ensuing Annual General Meeting. As required under Section 160 of the Act, a notice has been received from a member signifying its intention to propose the appointment of Mr. Bharat Sheth as a Director.

Mr. Bharat Sheth has given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). In the opinion of the Board, he fulfils the conditions specified in the Act read with rules made thereunder for appointment as an Independent Director and he is independent of the management.

Mr. Bharat Sheth is not disqualified from being appointed as Director in terms of Section 164 of the Act.

The terms and conditions for appointment of Mr. Bharat Sheth as an Independent Director of the Company shall be open for inspection by the members at the Registered Office of the Company during normal business hours on any working day.

Brief resume and other details of Mr. Bharat Sheth are provided in annexure to the Notice pursuant to the provision of SEBI Listing Regulations and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

The Board of Directors recommends the said resolution for your approval.

Mr. Bharat Sheth is deemed to be interested in the said resolution as it relates to his appointment. None of the other Directors or key managerial personnel or their relatives is, in anyway, concerned or interested in the said resolution.

For Item No. 6

Pursuant to the provisions of Section 188 of the Companies Act, 2013 read with rules made thereunder and in terms of applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), consent of members by way of an ordinary resolution is required for ratification/ approval of material related party transactions entered into by the Company with related party.

The Company has entered into following transaction with related party during the year ended March 31, 2020 which would be material as per Regulation 23 of the SEBI Listing Regulations:

Name of Related Parties	Dhamra LNG Terminal Pvt. Ltd.
Nature of Relationship	Associate
Nature of transactions	Corporate Guarantee
Transaction during the year	USD 420 million
Outstanding as at 31.03.2020	USD 74.18 million

As per the SEBI Listing Regulations, all related parties of the Company shall abstain from voting on the said resolution.

The Board of Directors recommends the said resolution for your approval.

Mr. Gautam S. Adani, Mr. Rajesh S. Adani and Mr. Karan Adani and their relatives are deemed to be concerned or interested in this resolution. None of the other Directors or key managerial personnel or their relatives is, in anyway, concerned or interested in the said resolution.

For Item No. 7

The existing Registered Office of the Company is located at "Adani House", Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad-380009, which is within the local limits of Ahmedabad. The Company has set up new office premises in the name of "Adani Corporate House" which is situated at Shantigram, Near Vaishno Devi Circle, S. G. Highway, Khodiyar, Ahmedabad-382421. The following are some of the advantages for shifting of registered office of the Company to the new address –

a) The Adani Group has built its own new multi-storied and spacious office building for integration of operations of all group companies at one central office place.

b) Synergy of operations leading to administrative convenience.

c) Single point of contact for all the stakeholders of the Adani Group of Companies and its subsidiaries/ associates etc.

d) To avoid multiple office locations and reduce rental and incidental costs for managing offices at various locations.

The proposed registered office falls outside the local limits of Ahmedabad city and pursuant to the provisions of section 12(5) of the Act, shifting of registered office to the new address as mentioned in the Special Resolution, outside the local limits of the city, requires approval of the members by way of a Special Resolution.

The Board of Directors recommends the above resolution for your approval.

None of the Directors or key managerial personnel or their relatives is, in any way, concerned or interested in the said resolution.

By order of the Board of Directors

Kamlesh Bhagia
Company Secretary

Place: Ahmedabad
Date: May 5, 2020

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

Annexure to Notice

Details of Directors seeking re-appointment/appointment

Name of Director	Age, Date of Birth (No. of Shares held)	Qualification	Nature of expertise in specific functional areas	Name of the companies in which he holds directorship as on 31.03.2020	Name of committees in which he/she holds membership/ chairmanship as on 31.03.2020
Mr. Karan Adani	33 years 07.04.1987	Degree in Economics from Purdue University, USA.	Mr. Karan Adani is Chief Executive Officer and Whole Time Director of the Company. He started his career by learning about the intricacies of the 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.	• Adani Ports and Special Economic Zone Ltd.^^ • Adani Petronet (Dahej) Port Pvt. Ltd. • Adani Hazira Port Pvt. Ltd. • The Dhamra Port Company Ltd. • Adani Vizhinjam Port Pvt. Ltd. • Adani Ennore Container Terminal Pvt. Ltd. • Adani Kandla Bulk Terminal Pvt. Ltd. • Adani Kattupalli Port Pvt. Ltd. • Adani Total Pvt. Ltd. • Adani Properties Pvt. Ltd. • Adani Airport Holdings Ltd. • Karansagar Corporation • Adani Infracon LLP	• **Adani Ports and Special Economic Zone Ltd** ◦ Stakeholders Relationship Committee (Member) • **Adani Kattupalli Port Pvt Ltd** ◦ Corporate Social Responsibility Committee (Chairman)
Mr. Bharat Sheth	62 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 • Indian National Shipowners Association • Accent Realty and Estates LLP • The International Tankers Owners Pollution Federation Limited	• **The Great Eastern Shipping Company Ltd** ◦ Stakeholders Relationship Committee (Member)

Name of Director	Age, Date of Birth (No. of Shares held)	Qualification	Nature of expertise in specific functional areas	Name of the companies in which he holds directorship as on 31.03.2020	Name of committees in which he/she holds membership/ chairmanship as on 31.03.2020
			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 also on the board of Indian National Shipowners Association and International Tanker Owners Pollution Federation Limited. The Company has grown as an esteemed shipping Company internationally through his business insight and ability of timing the markets. From being fully India-centric five years ago, the Company today has just 30-35% of its revenues generating from Indian operations. Under his active leadership, Great Eastern has successfully navigated many tumultuous cycles in the last two decades.		

^^Listed Companies

*Details of directorship and membership/chairmanship of committees in public companies are as on March 31, 2020.

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.

IMPORTANT COMMUNICATION TO MEMBERS

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

Notes

Ports and
Logistics

Adani Ports and
Special Economic Zone Limited
Adani House, Nr. Mithakhali Six Roads,
Navrangpura, Ahmedabad – 380009,
Gujarat

P: +91 79 2656 5555
F: +91 79 2656 5500

www.adaniports.com

Follow us on: /AdaniOnline