

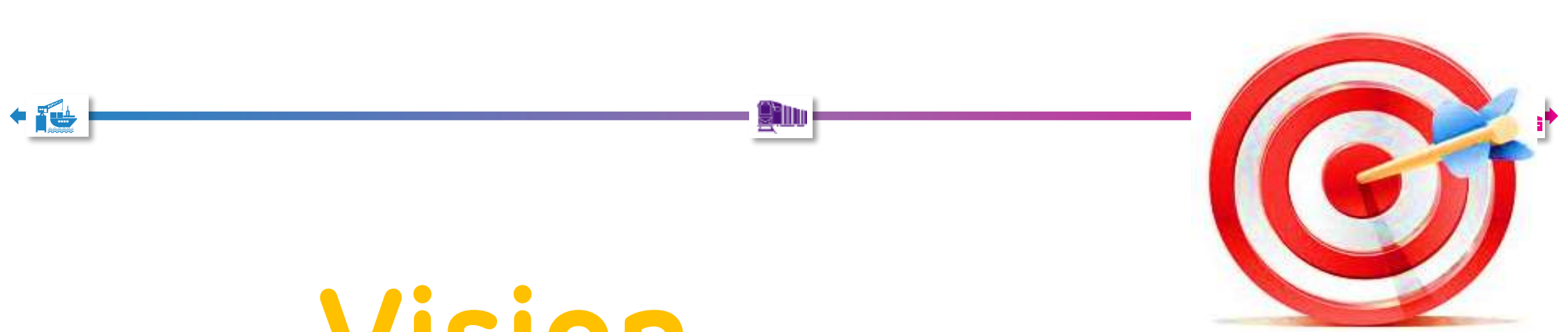


Adani Ports and SEZ Limited

Investors Presentation

adani

Ports and
Logistics



Vision

To achieve 400 MMT of throughput by FY 25

For this APSEZ would pursue both organic and inorganic growth opportunities

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1. Company Profile

APSEZ: A Leader In Ports And Logistics Infrastructure Sector



Leading Developer of Ports & Related Infrastructure

- India's benchmark to global ports in terms of strengths, capacities and operations
- 9 ports in operation, 2 under development and 3 ICDs

Delivering on Strategic Priorities

- Diversifying and enhancing cargo across assets
- Pan-Indian integrated logistics service provider
- Long standing customer relationships and strong business partnerships
- Successful track record of integrating acquisitions

Successful Track Record of Project Development and Execution

- Developed and operating 18 terminals with 47 berths and 2 single-point mooring facilities

Recent highlights

Kattupalli
2018

Ennore Container Terminal
2017

CT-4 at Mundra
2016

Murmugao, Vizag, Kandla Terminals
2015

Key Financial Strengths

- Delivered double digit revenue growth over the last three years: 11.5% over FY17 – FY19 with consistently high EBITDA margins
- Established track record of investment grade ratings
- Successful in de-levering the company

Market Share

21.2%¹

Revenue

US\$ 1,563 mn²

EBITDA

US\$1,011 mn²

Net Debt / ETBIDA

2.9x³

India's Largest Private Developer and Operator of Ports and Related Infrastructure

Unique and Integrated Business Model



Ports

- Total installed capacity of 395 mmtpa
- Concession assets with free pricing

Logistics

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

SEZ (at Mundra)

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

Infrastructure

Marine

- 18 dredgers
- 24 tugs

Quay

- 14+KM length
- 47 berths
- 18 terminals

Handling

- 50 Bulk handling cranes
- 145 RTGs⁽¹⁾
- 24 stakers and reclaimers
- 101 KM conveyors

Storage

- 4.2 MN sq. mtrs. bulk storage area
- 0.9 MN KL tankages
- 51,385 container ground slots

Logistics

- 3 Logistics Parks
- 30 rakes, 16 locomotives
- 83 silos storage

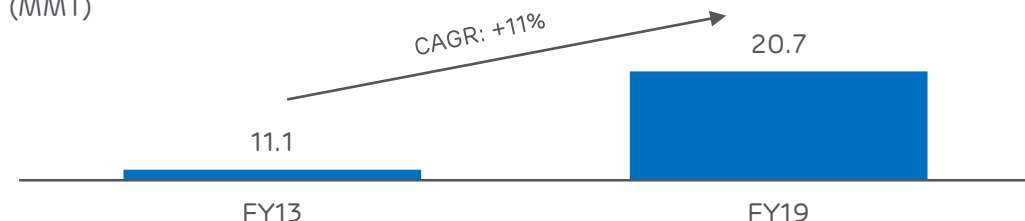
Delivering synergistic value through its integrated model across ports, logistics and SEZ business lines

Turning Around Acquisitions



Dhamra: Well Positioned to Emerge as Hub for East India

Cargo Volumes (MMT)

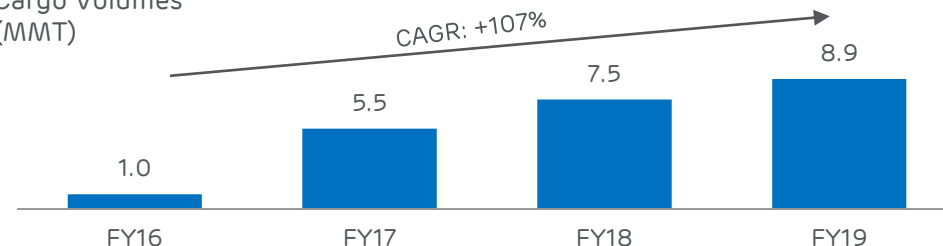


- Acquired on 22 June 2014 and **turned around in the 1st year of operations** – Grew at a CAGR of 11.0% from FY13 to FY19
- Only port between the ports at Paradip and Haldia, is **well located to benefit from the resource rich hinterland** of Odisha, Jharkhand and West Bengal.
- Key factors driving efficiency
 - Rationalizing of operating cost per tonne
 - Reducing dredging cost
 - Reorganizing and reducing corporate expenses

Cargo Type	Dry Bulk
Draft	17.5 Meters
Vessel size	Capesize
Berths	4 Berths, 1,548 Meters Length
Unloaders	8 Cranes, 9 Stacker and Reclaimer

Kattupalli: Successful Commissioning

Cargo Volumes (MMT)



- Started as O&M operator for L&T in Nov 16 – Acquisition completed in June 2018
- **Strategically located** – to cater to the regional container cargo demand for southern India
- Recently developed another liquid tank farm of 224,500 kiloliters to capture **potential of liquid cargo market**
- **Diverse cargo now being handled.** Handles RORO, TMT Bars and Cement for the first time

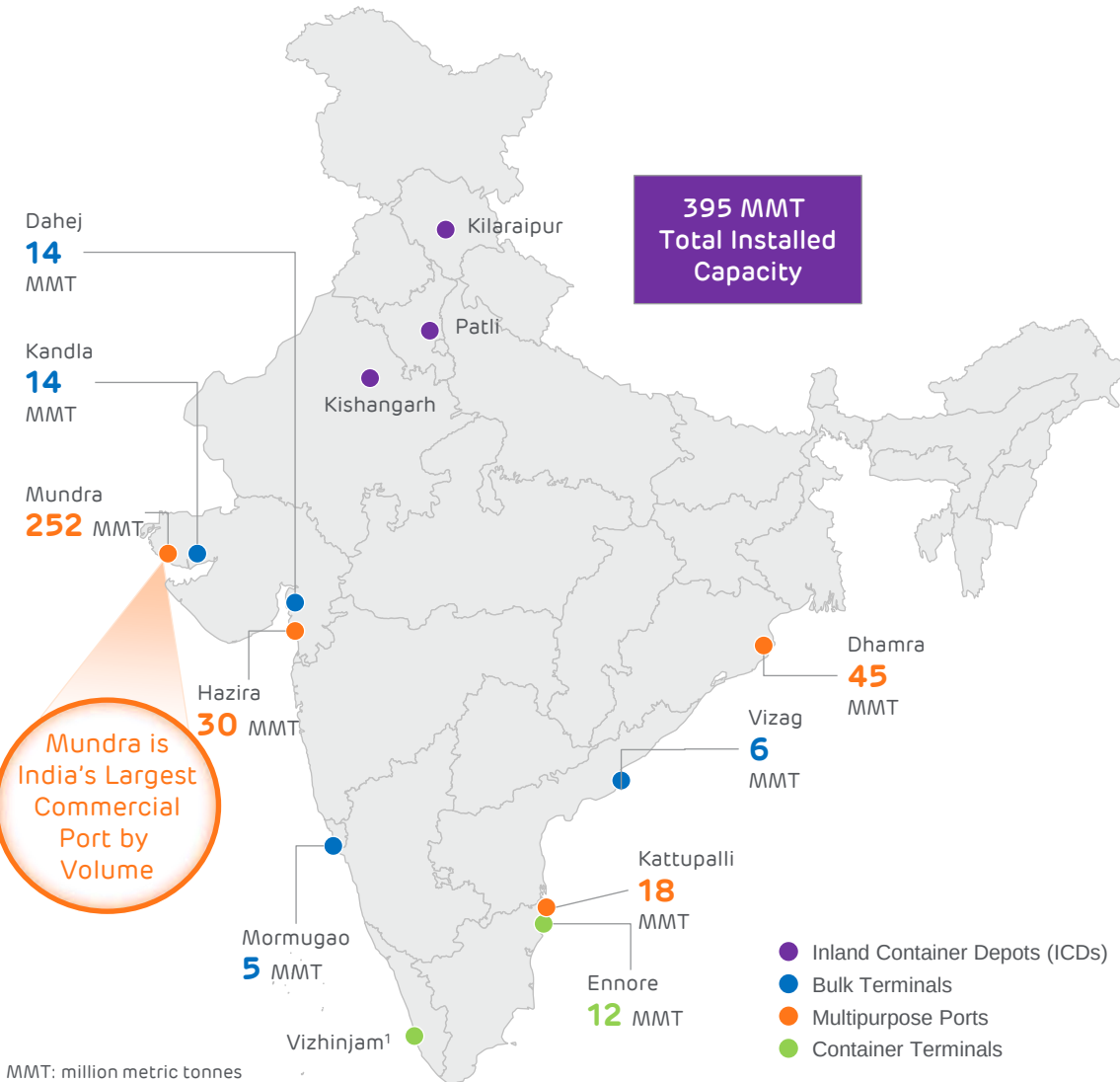
Cargo Type	Mult-cargo
Draft	18 Meters
Vessel size	> 10,000 TEU Vessel
Berths	2 Berths, 710 Meters Length
Unloaders	6 RMQC, 15 RTG

Integrating Acquisitions: Testimony to Operational Skills

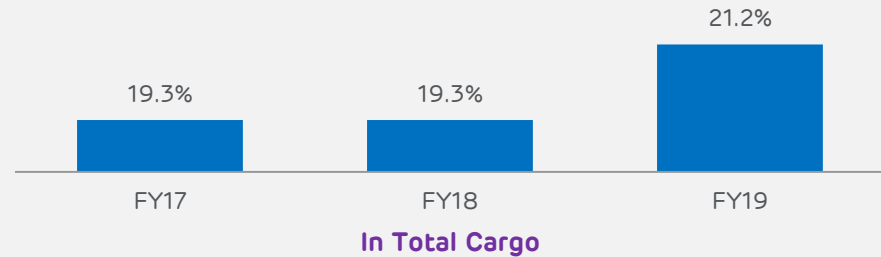
Robust Growth In Diversified Cargo Volumes



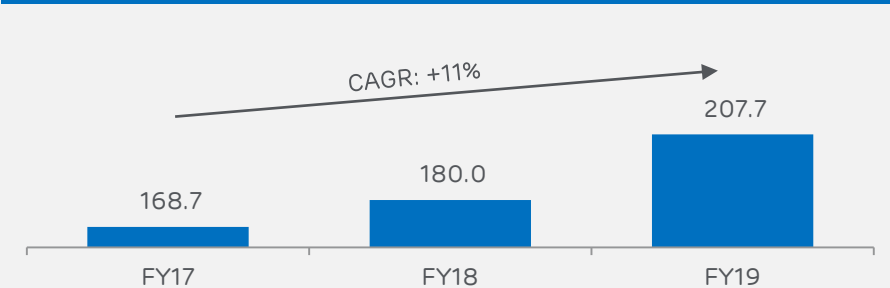
Our Reach



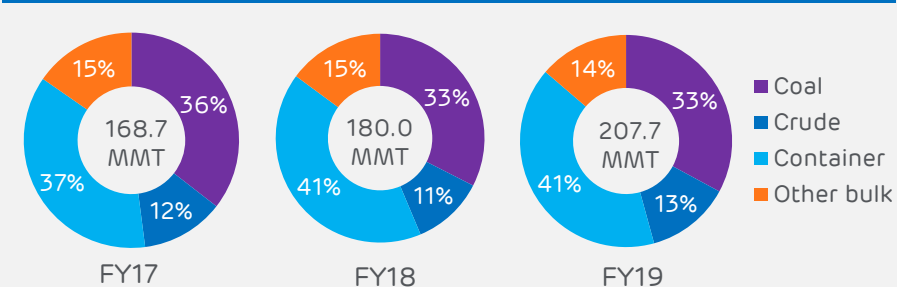
Fast Growing Market Share in India²



Robust Growth in Volumes (MMT)



Maintaining a Diverse Mix of Cargo



APSEZ has been successful in increasing market share sustainably, owing to its unparalleled pan-India reach covering entire Indian hinterland

Note:

1. Under development
2. Percentage of the total export and import cargo handled at all ports in India

Port Assets At Optimal Utilization Of Existing Capacity



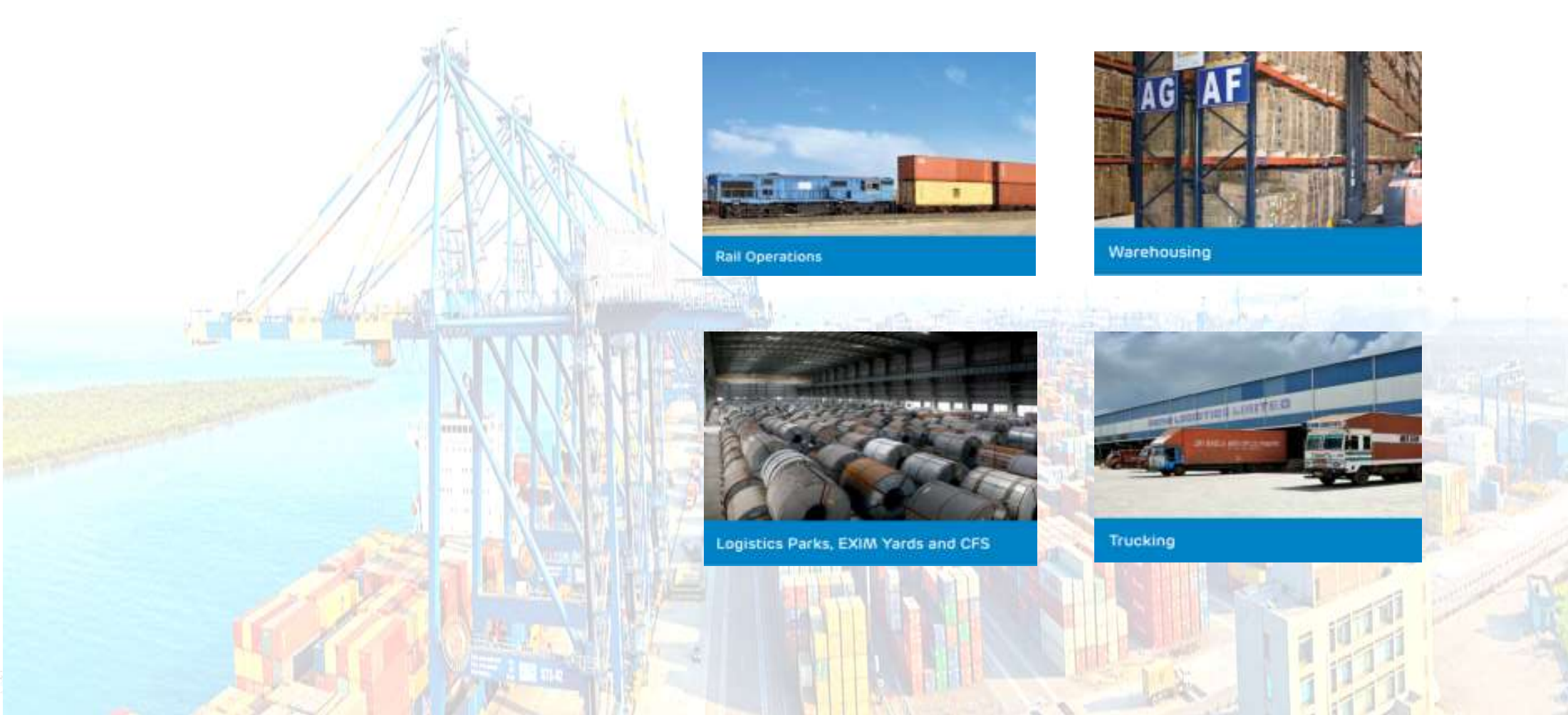
Port ⁽¹⁾	Installed Capacity	Utilization ⁽²⁾	Cargo Mix	Key Highlights
Mundra	252 MMT	137 MMT (55.2%)	   	Reaching New Heights Mundra Port was ranked first in terms of total cargo handled across all Non-Major Ports and Major Ports in India for FY19
Hazira	30 MMT	20 MMT (65.3%)	   	All Cargo Segment Grows Continues to register robust growth and complement nearby Dahej port by handling liquid bulk cargo and container cargo
Dahej	14 MMT	9 MMT (67.4%)	 	Continues to Register Double Digit Growth Close to a cluster of chemical, textile, industrial and agricultural manufacturing facilities and power plants
Dhamra	45 MMT	21 MMT (46.0%)		Well Located to Benefit from Resource Rich Hinterland - Acquired on 22 June 2014 and turned around in the 1st year of operations – Grew at a CAGR of 11.0% from FY13 to FY19 - Driving efficiency through rationalizing of operating cost, reducing dredging cost and corporate expenses
Kattupalli	18 MMT	9 MMT (50.8%)	   	Gaining market share due to congestion at Chennai port - Started as O&M operator for L&T in Nov 16 – Acquisition completed in June 2018 - Strategy in place to convert it from container handling to becoming multi commodity port

The Company has achieved its capex cycle and is ideally positioned to exploit its capacity for accelerated growth



Logistics

Connecting and Simplifying the Supply Chain



Logistics Snapshot



Logistics Parks at key demand centers



Warehousing
- CFS, FTWZ, Bonded, & Domestic



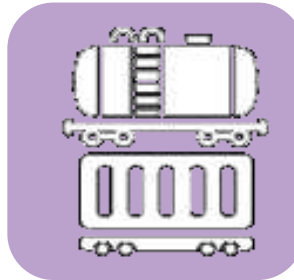
47 Trains - container, bulk, grain



Grain Silos for Grain storage



Domestic containers and Tanktainers



Inland & Coastal Waterways



First-Mile & Last-Mile **Road Bridging**



Multi-modal **Transport Technology** Platform

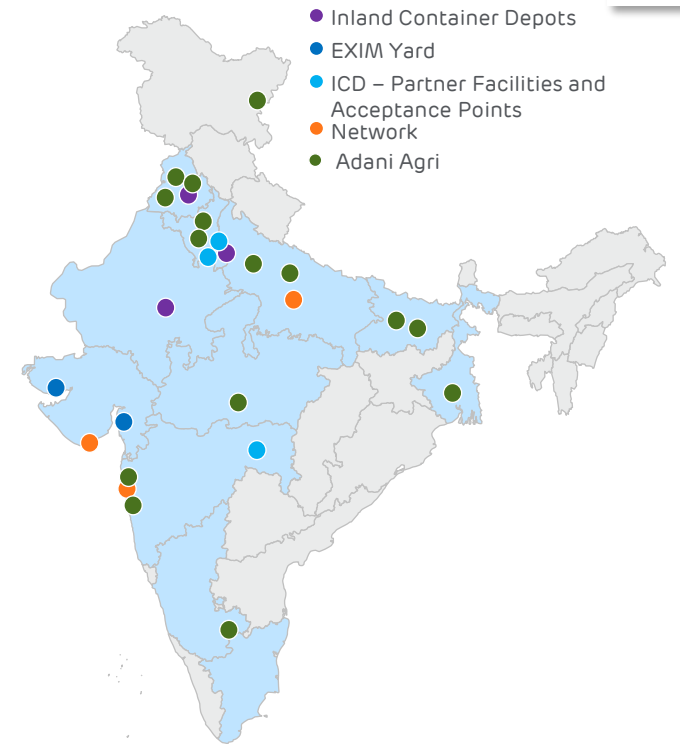
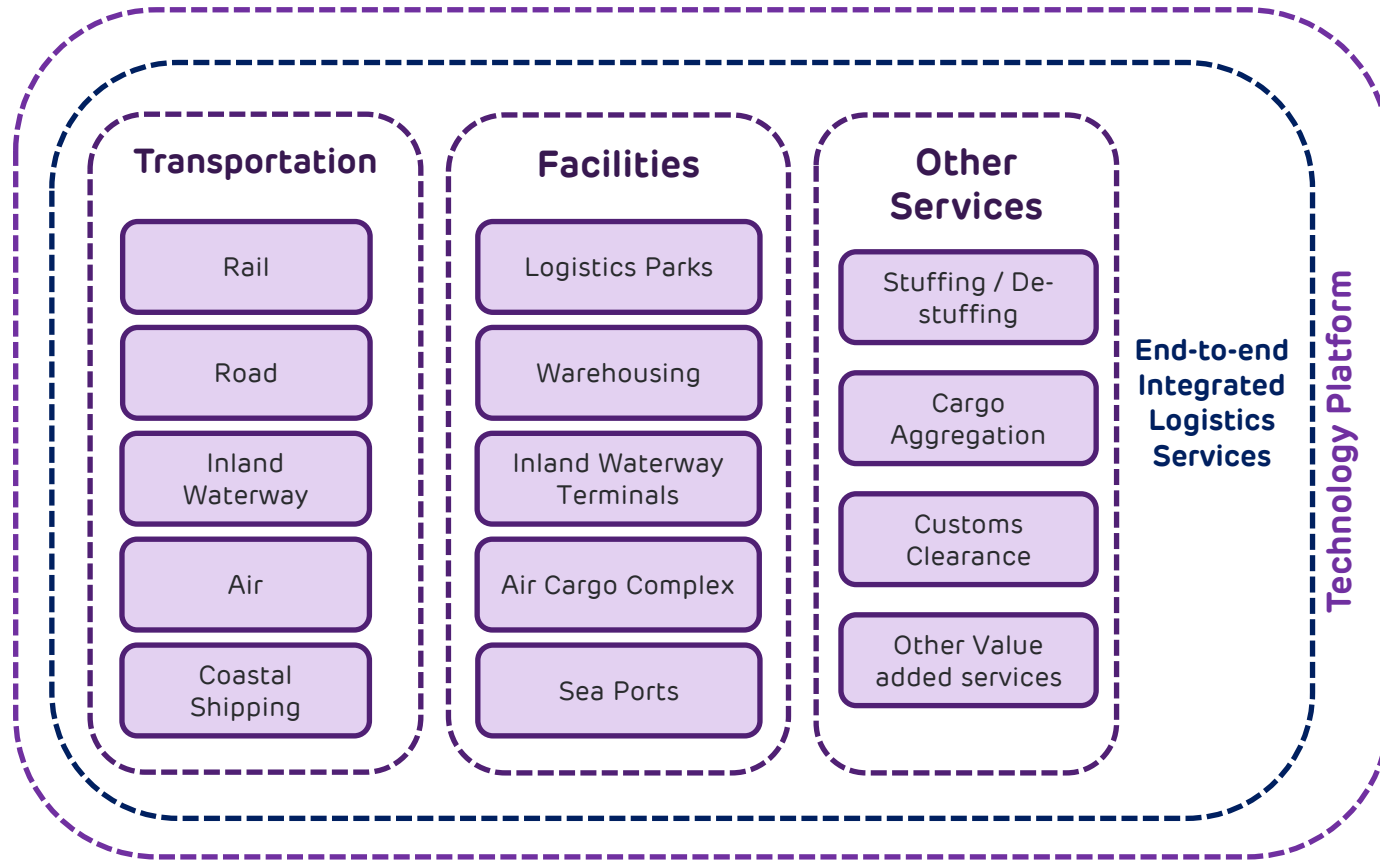


9 Sea Ports, with Dry, Container & Liquid Cargo capability



Future ready to take advantage of next stage of connectivity boom

Logistics: End to End Connectivity



Creating Value

Example of Customer Centric End to End Logistics Offerings Ensuring Maximum Synergies



Developing fully integrated logistics model for servicing diverse range of cargo

Adani Logistics – by 2023



15+
Multi-modal
Logistics Parks



100+
Rakes

5 Mn SqFt+
Warehouse Space



2 Mn Sqft
Cold Storage



1.5 MMT+
Silo Capacity



50K MT
Air Cargo



25+
Barges
(Inland Waterway)



2. Key Financials

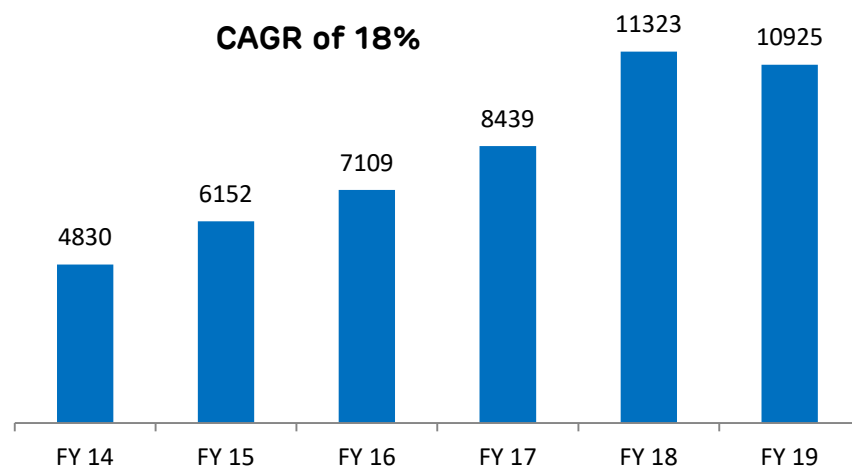
Robust Earnings and Return Metrics



Revenue from Operations

(INR Cr)

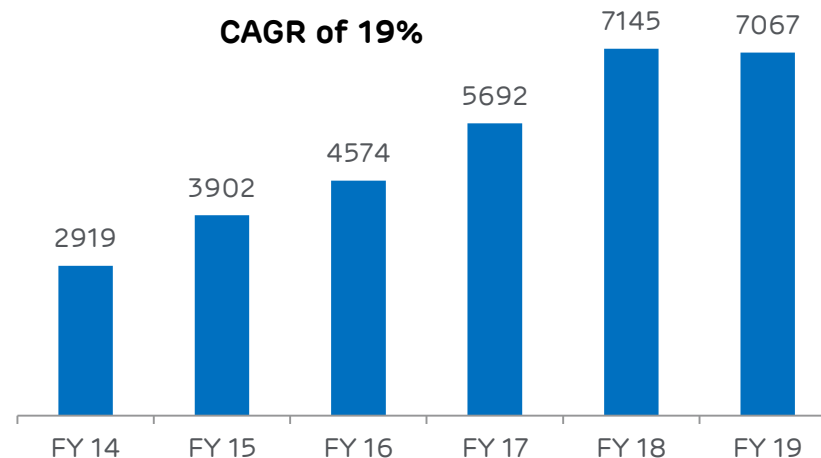
CAGR of 18%



Consolidated EBITDA

(INR Cr)

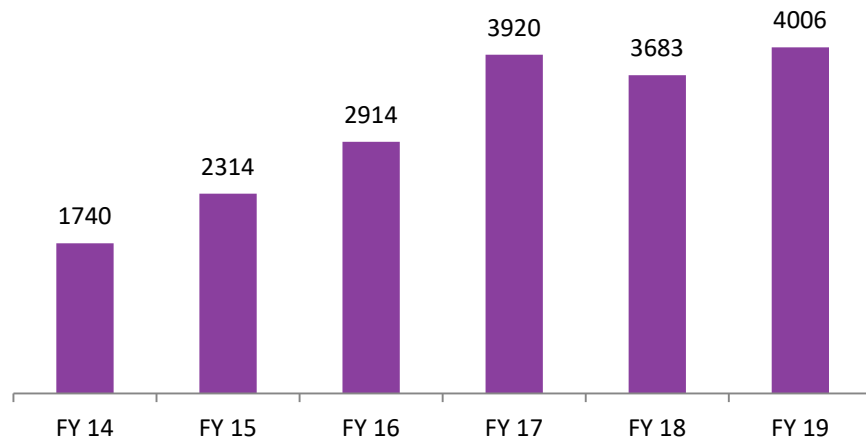
CAGR of 19%



Profit for the Year

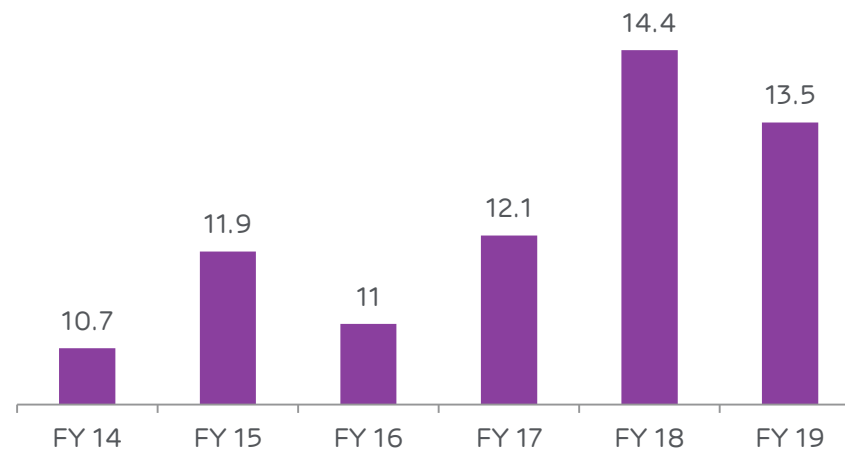
(INR Cr)

CAGR of 18%



Return on Capital Employed⁽¹⁾

(%)



Note: (1) Return on Capital Employed = EBIT / Capital Employed; Capital Employed = Net Debt + Shareholders Equity; EBIT = EBITDA – Depreciation and amortization expenses; Net Debt = Gross Debt (Excl. Bills Discounted) less Cash and Cash Equivalents, Bank Balances, and Current Investments

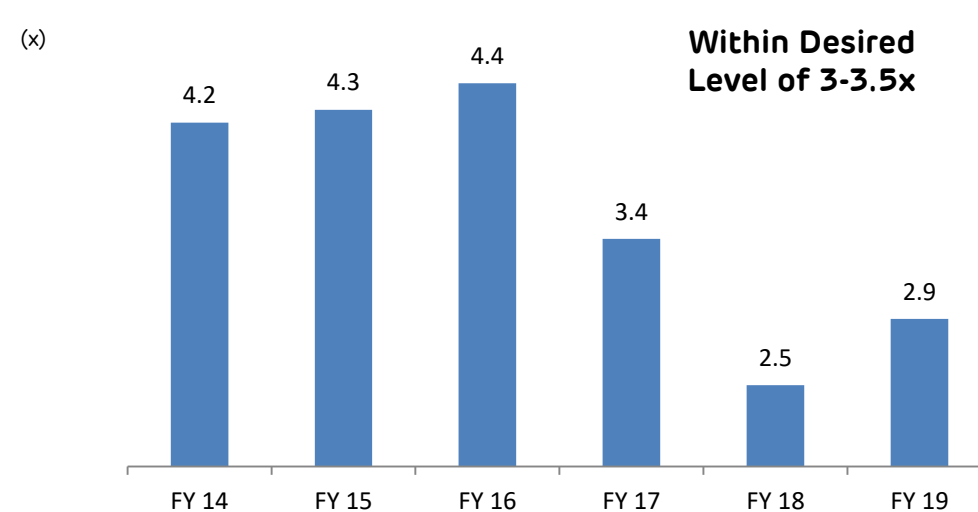
Strong Balance Sheet and Improved Leverage



Debt / Net Worth⁽¹⁾

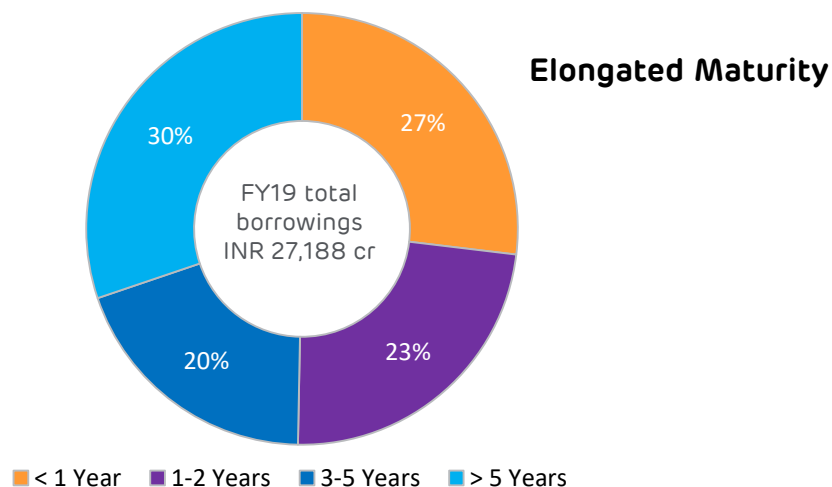


Net Debt / EBITDA⁽²⁾



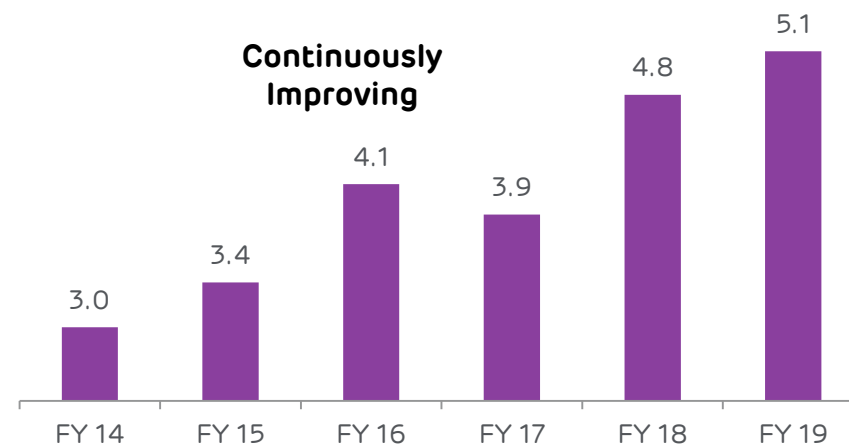
Borrowings Profile

(years)



EBITDA / Finance Cost

(x)



Note: Average Exchange Rate INR / USD of 67.0896, 64.4474 and 69.8889 for FY17, FY18 and FY19 respectively for P/L items and period end exchange rate INR / USD 64.8386, 65.0441 and 69.1713 for FY17, FY18 and FY19 respectively for Balance sheet items

(1) Net worth = Equity Share Capital + Other Equity + Non Controlling interest

(2) Net Debt = Total Debt - Cash and Cash Equivalents; Total Debt = Long Term Borrowings + Short Term Borrowings + Current Maturities of Long Term Debt; Cash and Cash Equivalents includes Current Investments

(3) Short Term Debt = Short Term (Current) Borrowings + Current Maturities of Long Term Borrowings.

APSEZ: Compelling Investment Thesis



Proven credentials as proxy to India's infrastructure growth
Well positioned to leverage **strong macro fundamentals** of India

Pan India Presence allows to capture addressable growth market and
De-risks the portfolio.



Integrated business model which includes SEZ, logistics and capacity of
delivering end-to-end solutions to marquee clients

Ability to developing and operate infrastructure assets
with focus on sustained improvement in ESG.



Robust financial performance and investment grade track record will ensure
Continuous enhanced return to shareholders.

Increased focus on return to shareholders



Changes in Shareholder Return Policy

- APSEZ's recently revised its dividend and shareholder return policy to be consistent with the long term strategic growth objectives of the company:
 1. APSEZ has a consistent growth in its cash flow and thus endeavors to reward shareholders, **APSEZ can declare bonus dividend or capital return or combination of both in addition to the set annual dividend policy.**
 2. APSEZ's policy is of a **stable 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. The selection of the form of distribution is to optimize return to Shareholder.

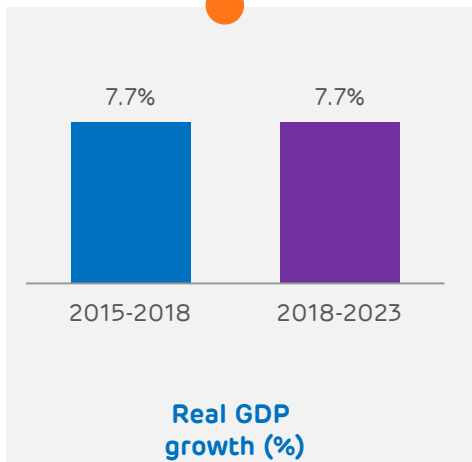


3. Outlook

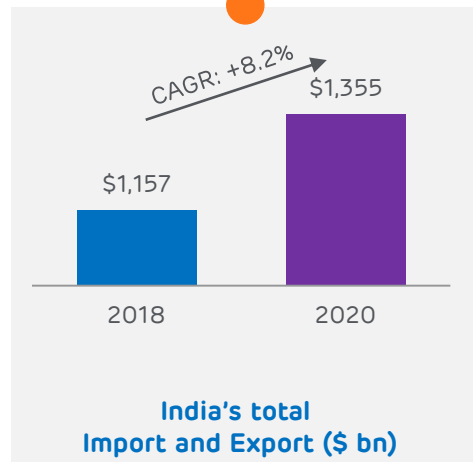
Well Positioned To Leverage India's Macro Tailwinds



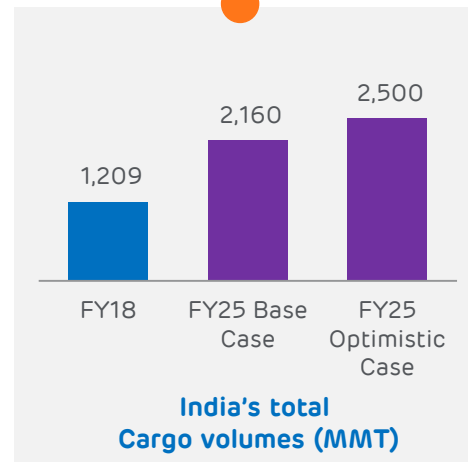
India GDP Growth expected to be 7.7% over 2018-2023⁽¹⁾



India Total Import – Export Value expected to grow at 8.2% CAGR over 2018-2020⁽²⁾



India Cargo Growth Expected to be 8.6% - 10.9% over the FY18 to FY25 period⁽³⁾



Government Focus on Ports
Stable Regulatory Environment

- Stable regulatory **history of 25 years**
- **Long concession periods** (25-30 years) **providing stability**
- New Model Concession Agreement (MCA) to **further increase private sector participation**
- Key Government initiatives:



The Company well-placed to capture significant portion of the large and growing addressable market

1. Source: World Bank, International Monetary Fund
 2. Source: OECD (2019), Trade in goods and services (indicator). doi: 10.1787/0fe445d9-en (Accessed on 18 June 2019)
 3. Source: Sagarmala, Ministry of Shipping

Financial Outlook – FY20



Revenue/EBIDTA

- Revenue growth of 12%-14%.
- EBIDTA growth of 14%-16%
- Expected ROCE to be in the range of 14%-15%

Port Revenue & EBIDTA

- Port Revenue expected to grow by 1.5%-2% on per MT
- Port EBIDTA growth of 16%-18%.

SEZ & Port Development

- SEZ Port development income in the range of Rs.800 cr.
- SEZ lease income to be in the range of Rs 150-200 cr.
- SEZ Port development EBIDTA margin to be in range of 60%-65%.

Capex

- Existing Portfolio of Ports Rs.2,500 cr
- Myanmar Rs.1,000 cr
- Logistics Rs.500 Cr



4. Environment Social Governance

Governance and strategic oversight



- Sustainability issues are overseen by the Sustainability and CSR Committee of the Board, working in cooperation with the Risk and the Audit Committees, and the Board as a whole.
- The Committee considers and oversees the management of key sustainability issues, seeking to perpetuate the long-term success of the business.
- The Committee mandates an annual process of assessing the materiality of sustainability issues key to the long-term success of the business.
- Using analysis of key inputs from various stakeholders the Committee has concluded that the three key sustainability issues for the business are:
 - ☐ Health and safety
 - ☐ Climate change and energy
 - ☐ Water and effluents

Please refer to Appendix for details of above initiatives

Corporate Social Responsibility – Major Initiatives



1) **SAKSHAM:**

- Aims to make 3 lakh Indian youth skilled by 2022. ASDC has more than 30 centres across the nation for facilitating skill development through various courses. 5027 aspirants enrolled under various ASDC courses, new projects

2) **Udaan:**

- Inspiration based plant visit for schools and college students at 3 port locations (Mundra, Dhamra and Hazira).

3) **Swachhagraha:**

- Inculcating Culture of Cleanliness in 3 port locations and covering 48 town/ cities across 17 states programme as whole.

4) **SuPoshan:**

- Curbing Malnutrition & Anaemia with Community based approach at 5 port locations. Activities includes Anthropometric measurement process of children of age group 0-5 years, H.B. screening process undertaken by Sangini for the adolescents, pregnant and lactating mothers.

Corporate Social Responsibility – Adani Foundation



- 11566 students and teachers from 194 schools and institutes visited the Ports under the **Udaan** Project. Udaan is a project that involves exposure visits for school and college students to Business units (Ports, Power Plants & Wilmar) to inspire them to dream big in life.

Adani Vidya Mandir, Ahmedabad

- On March 8, the Women's Day was celebrated by felicitating the housekeeping female staff and appreciating their work and contribution to the school.

SAKSHAM

- Adani Foundation and Adani Skill Development Centre supported the DRDA (District Rural Development Authority) to complete its mission of empowering 18 widow women by providing General Duty Assistant training.
- Adani Foundation organised a capacity building programme for women from Self-Help Groups with support of Mission Mangalam Team. Three self-help groups were identified for financial support by the Mission Mangalam.

Corporate Social Responsibility – Adani Foundation



Adani Foundation, Mundra received an award recognizing the efforts towards sustainable measures to cultivate and increase the quality and yield of fodder, at the Agricultural Expo in Bhuj. Adani Foundation showcased agricultural initiatives like Maize growing, Fodder Development (NB-21), Drip Irrigation, Bio Gas, Bags made by women from Self-Help Groups, Mangrove Plantation details among other activities.



Order of 100 Jute Bags was completed by the women of Self-Help Groups in Jageshwar, with support from Adani Skill Development Centre at Dahej.

Adani employees adopt education of 704 children of migrant labourers in Mundra: Adani Group employees adopted 704 children of migrant labourers to ensure quality education for the children. The children are now studying in Hindi medium school. They are getting nutritious meals, uniforms and school books under the support program. Special smart e-learning classes have also been introduced for the children. The infrastructure of the school is getting upgraded in order to provide an ideal learning environment. In addition, school buses provided by Adani Ports & Special Economic Zone Ltd. will ferry the children between their homes and the school.



Children of migrant labourers in Mundra.

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5. Appendix



FY 19 Performance

Source: Company Filings, Bombay Stock Exchange

APSEZ – Operational Performance Highlights FY 19



Operational Highlights

- Record cargo throughput – Volume of 208 MMT – 15% Growth
- Growth across eight ports in India - Mundra 13%, Hazira 16%, Kattupalli 18%, and Dahej 30%
- Our terminals at major ports handles 12 MMT (127% growth)
- All segments of cargo register double digit growth
- Balanced Cargo Mix - Coal 33%, Container 41% Crude plus Other Cargo 26%

Acquisitions

- Completion of Kattupalli acquisition
- Adani Logistics Ltd. acquires Adani Agri Logistics Ltd.
- Definitive agreement signed to acquire Innovative B2B Logistics

ESG Initiatives

- An additional Independent Director Ms. Nirupama Rao, IFS, appointed on the Board
- New Policy on “Related Party Transactions for Acquiring and Sale of Assets”
- 2nd Sustainability Report released – Qtrly. ESG Report introduced

Awards

- Mundra bags “Port of the Year – Containerized Cargo” – The Gujarat Junction Award – 2019”

APSEZ – Financial Performance Highlights FY 19



P & L Highlights

- Port Revenue is at Rs.8,897 cr against Rs.7,393 cr up Rs.1,504 cr. 20% growth over FY18
- Port EBITDA is at Rs.6,053 cr against Rs.5,144 cr up Rs.909 cr. 18% growth over FY18
- Logistics EBITDA grows by 20% from Rs.76 cr to Rs.90 cr in FY 19, EBITDA margin @ 16% over 9% in FY 18
- Record PAT of Rs.4,006 cr
- EPS of Rs.19.27 (9% growth over FY18)

Balance Sheet Highlights

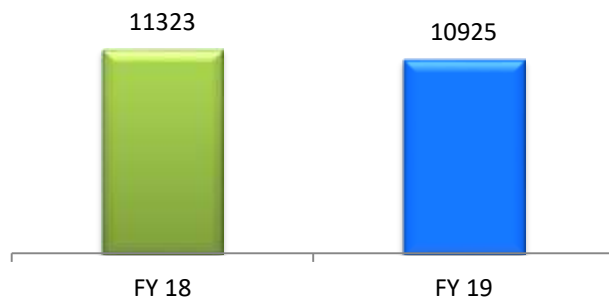
- Total receivables decrease by Rs.1,106 cr. Adani Power receivable decreased by Rs.200 cr
- Capex Rs.2,522 cr as per FY 19 guided range
- Cash flow from operations after change in working capital and investing activities Rs.1,570 cr
- Net Debt to EBITDA at 2.9x, which is within desired level of <3x

Consolidated Financial Performance – FY '19

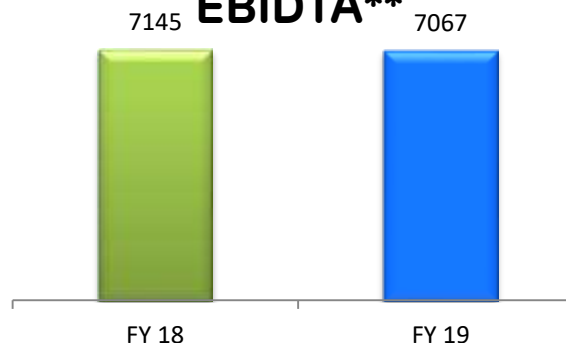
(Rs. in Cr.)



Revenue



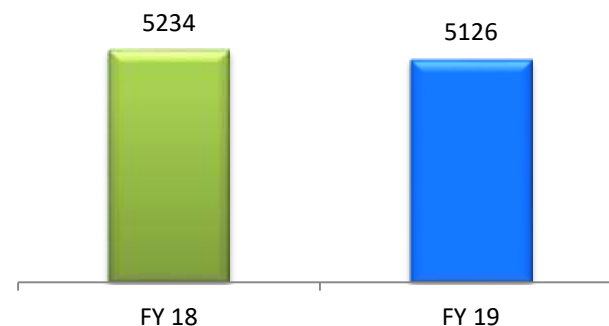
EBIDTA**



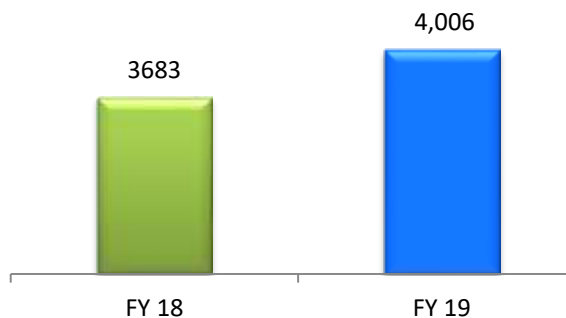
Revenue* has grown by 15%
(Excluding SEZ income of Rs.769 cr. in FY19 vs. Rs 2481 cr in FY 18)

EBITDA** has grown by 17%
(Excluding SEZ EBITDA of Rs.665 cr. in FY9 vs. Rs.1679 cr. in FY 18)

PBT



PAT



PAT has grown by 9% to Rs.4,006 cr, highest in APSEZ history.

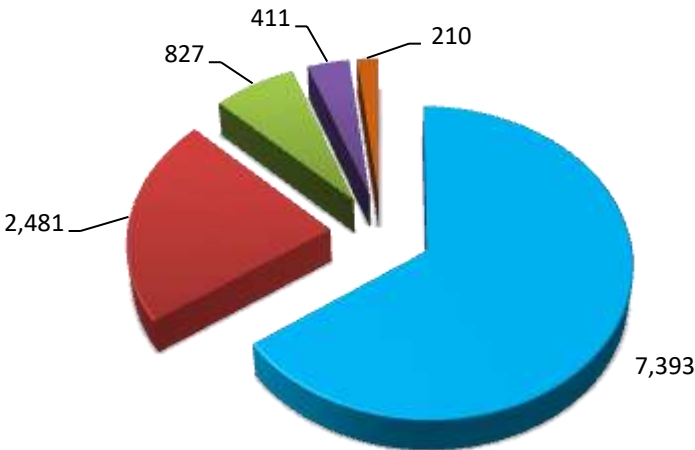


Revenue – Segment Wise Break up FY '19

(Rs. In Cr.)



FY 18

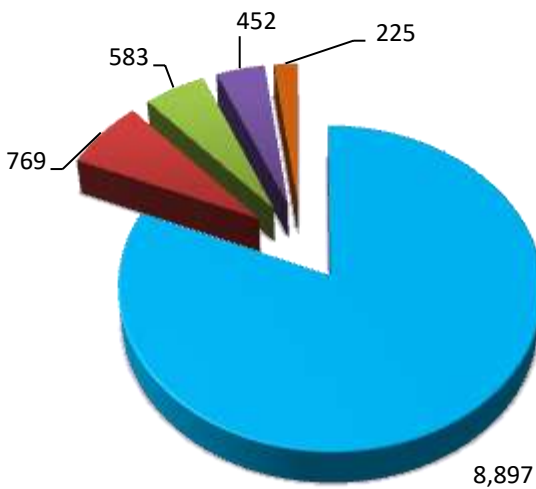


Ports SEZ Logistics Australia Other revenue

Total Revenue – Rs.11,323 cr.

Port Revenue – Rs.7,393 cr.

FY 19



Ports SEZ Logistics Australia Other revenue

Total Revenue – Rs.10,925 cr.

Port Revenue – Rs.8,897 cr.

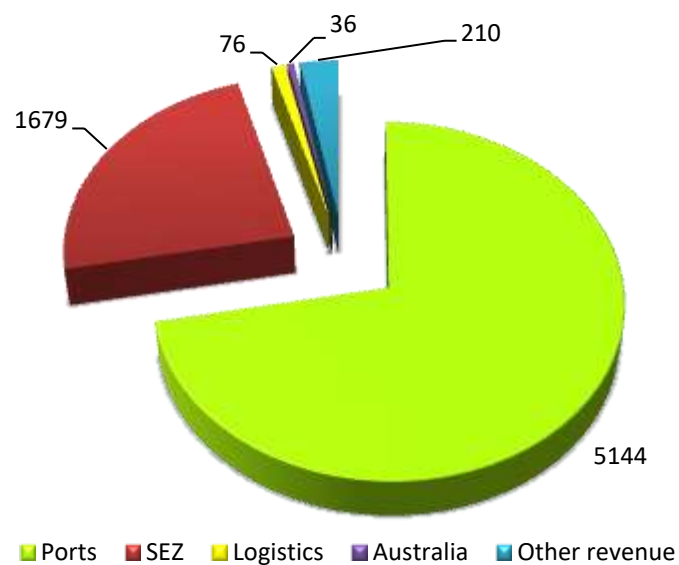
Total Revenue	- 4%
Ports Revenue	up 20%

EBIDTA* - Segment Wise Break up FY 19

(Rs. In Cr.)



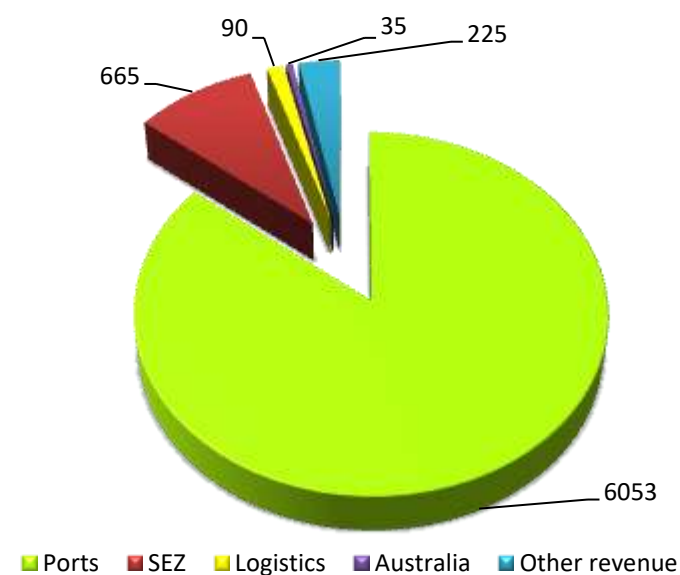
FY 18



Total EBIDTA – Rs.7,145 cr.

Port EBIDTA – Rs.5,144 cr.

FY 19



Total EBIDTA – Rs.7,067 cr.

Port EBIDTA – Rs.6,053 cr.

Total EBIDTA	- 1%
Ports EBIDTA	up 18%

**EBIDTA excludes Forex Gain / Loss,
FY 18 reported EBIDTA was including 63 cr of Ind As treatment for Kattupalli.

Key Ports & Logistic Vertical Performance FY '19

(Rs. In Cr.)

Particulars	Mundra		Hazira		Dahej		Dhamra		Kattupalli / MIDPL	
	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18
Cargo (MMT)	137	122	20	17	9	7	21	21	9	8
Operating Revenue	5,336	6,534	1,106	962	421	335	1,106	931	211	165
Expenses	1,552	2,025	301	268	152	115	451	395	89	123
EBIDTA	3,784	4,509	804	694	269	220	655	536	122	42
EBIDTA %	71%	69%	73%	72%	64%	66%	59%	58%	58%	25%

Particulars	Harbour		Logistics		Others		Elimination		Consol	
	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18
Cargo (MMT)					12	5			208	180
Operating Revenue	1,263	1,039	583	827	1,397	938	-498	-408	10,925	11,323
Expenses	136	107	492	751	1,110	752	-426	-359	3,858	4,178
EBIDTA	1,127	932	90	76	287	186	-72	-49	7,067	7,145
EBIDTA %	89%	90%	16%	9%	21%	20%	14%	12%	65%	63%

Mundra -: Includes SEZ income of Rs769 cr in FY 19 vs. Rs.2,481 cr. in FY 18 and SEZ EBITDA Rs.665 cr in FY 19 vs. Rs.1679 cr in FY 18. To have fair comparison of Mundra EBITDA margin Rs.65 cr of one time incentive to be eliminated.

Kattupalli – Operating cost reported last year includes the Ind AS treatment of finance cost of Rs.63 cr which has been removed in current year. Kattupalli EBITDA not comparable as it was acquired in June 2018

Others includes Goa, Tuna, Vizag, Shanti Sagar International Dredging, Australia Ops, Ennore, Aviation and Utilities

Above financials are based on standalone. Consolidated financials eliminates inter company transactions.

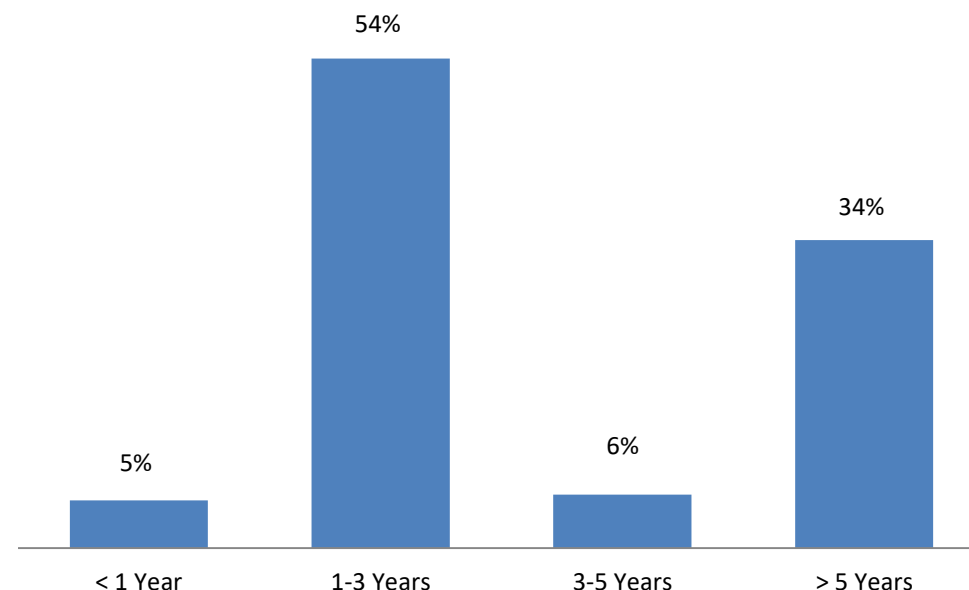
Debt Profile & Key Rating Ratios – FY 19

(Rs. In Cr.)

Net Debt

Description	Mar'2018	Mar'2019	Variance
Long Term Borrowings	20,629	19,883	(746)
Short Term Borrowings	1	6,188	6,187
Current Portion of Long Term Borrowings	802	1,116	314
Gross Debt	21,432	27,188	5,756
			-
Less Cash and Bank Balances	2,968	5,967	3,000
Less Current Investments	520	514	(6)
Total Cash & Cash equivalent	3,487	6,481	2,994
			-
Net Debt	17,945	20,707	2,762

Maturity profile of Long Term Debt



Particulars	FY 18	FY 19
FFO / Gross Debt (18% - 25%)	22.4%	18.7%
FFO / Net Debt (13% to 15%)	25.1%	22.7%
FFO Interest coverage (3x – 4.5x)	5.4x	4.5x

- *Net Debt to EBIDTA at 2.9x.
- Debt maturity at 4.08 years.
- Key ratios within rating agencies norms..

Key Return Ratios & Cash Flow

(Rs. in cr.)

Ratios	FY 17	FY 18	FY 19
ROCE	12.1%	15.8%	13.5%
ROE	24.9%	19.0%	17.6%
Net Debt /EBIDTA	3.4x	2.5x	2.9x

- Continue to maintain net debt to EBITDA within our desired level of 3 to 3.5x
- Investment in new assets viz. Kattupalli, Dhamra and Terminals at Major Ports are yet to achieve their full potential, thereby impacting profitability ratios in the interim

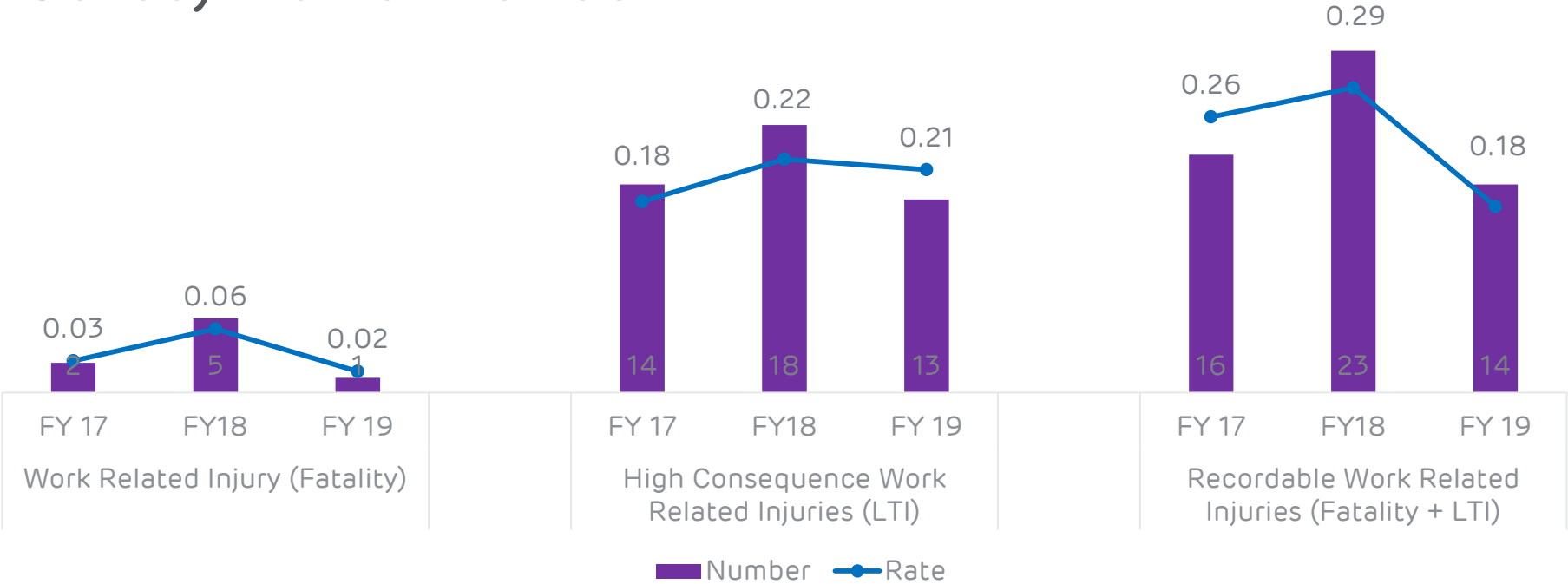


ESG Performance

Source: Company Filings, Bombay Stock Exchange



Safety Performance

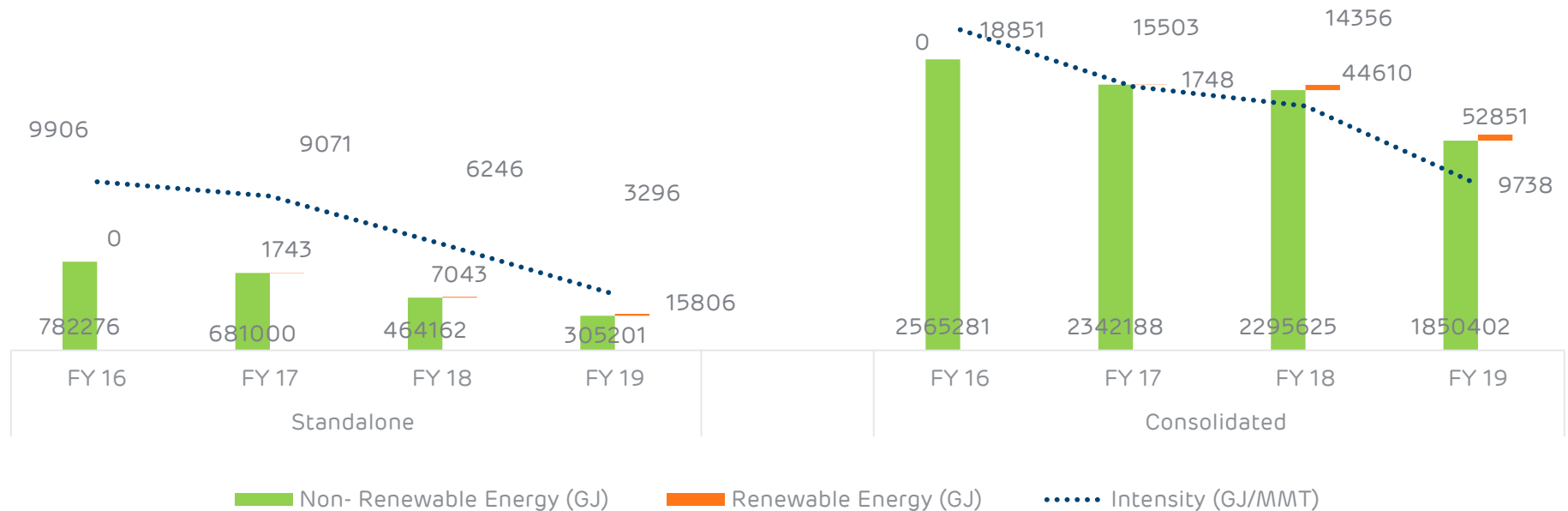


(On Roll + Contractual + Third Party Associates)

Our clearly stated goal is 'No Fatality, No Injuries and No Excuses and are working towards it



Energy - Performance



Energy consumption per MMT of cargo handled ↓ **47%** from previous year FY 18 & ↓ **67%** than the base year FY 16

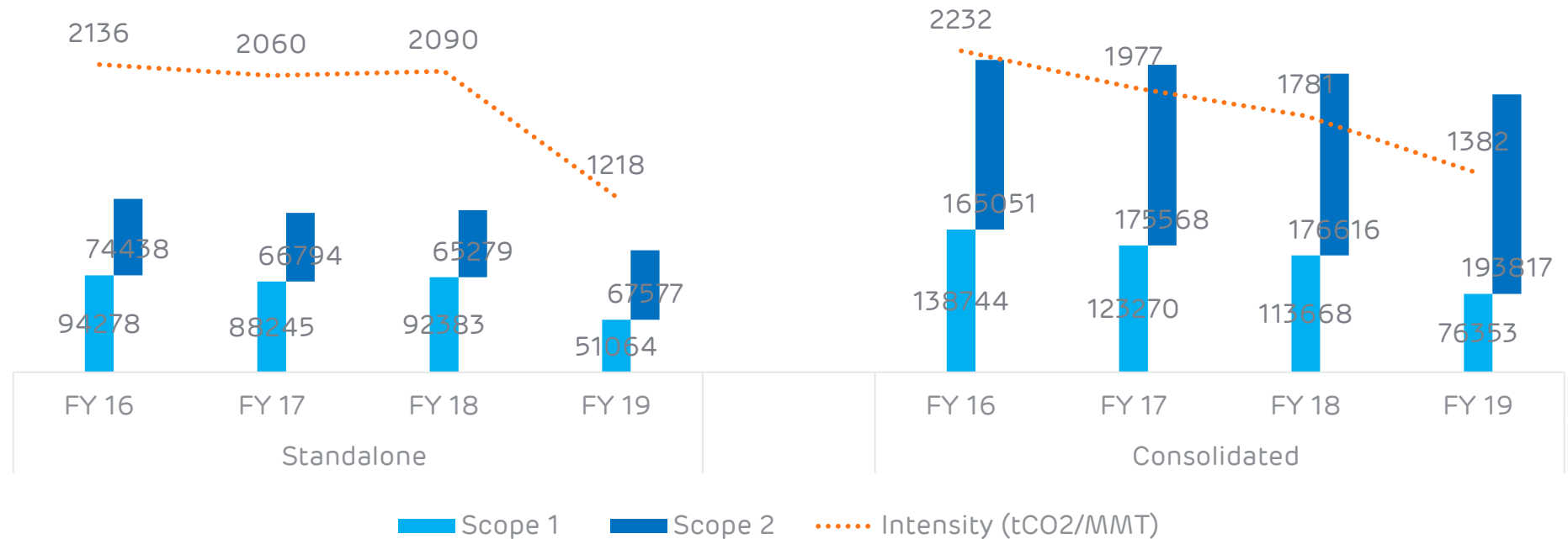
Renewable Energy share is 5% in FY 19

Energy consumption per MMT of cargo handled ↓ **32%** from previous year FY 18 & ↓ **48%** than the base year FY 16

Renewable Energy share is 3% in FY 19



GHG Emissions - Reduction



GHG Emission per MMT of cargo handled
 ↓**42 %** from previous year FY 18 & ↓**43%** than the base year FY 16

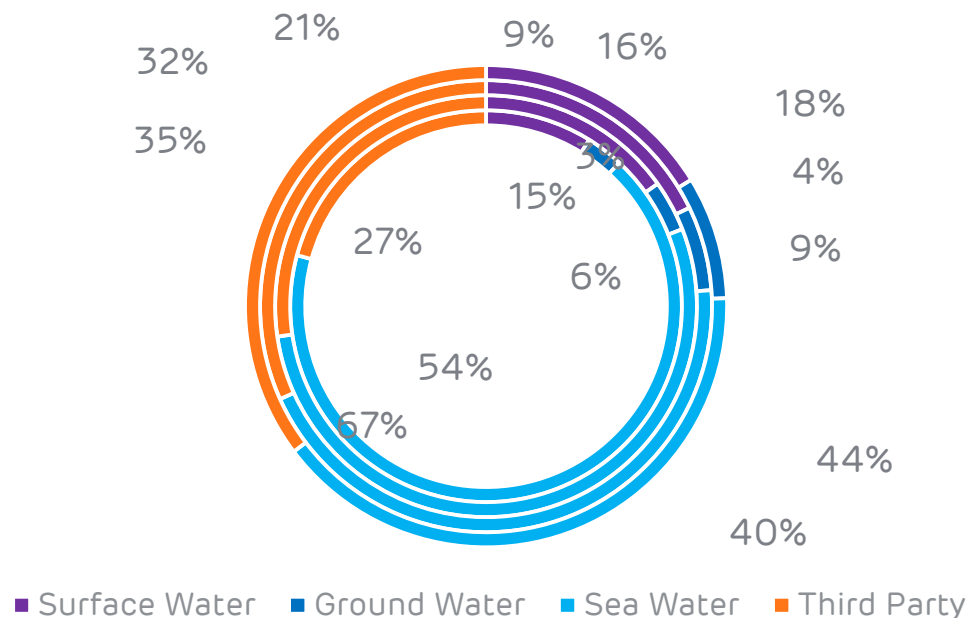
3600 tCO2 GHG emission **saved** due to renewable energy initiative in FY 19

GHG Emission per MMT of cargo handled ↓**22%**
 from previous year FY 18 & ↓**38%** than the base year FY 16

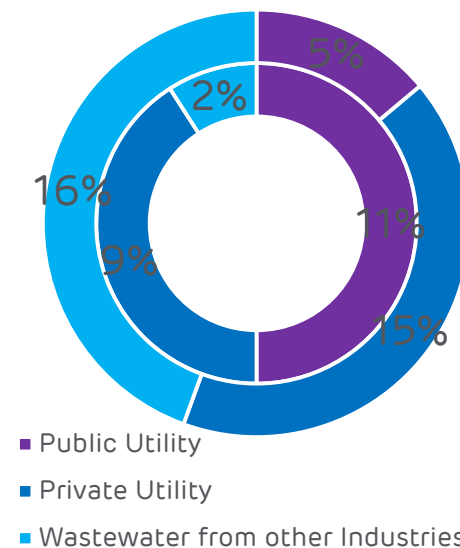
12038 tCO2 GHG emission **saved** due to renewable energy initiative in FY 19



Reduction of Water Withdrawal



Third-party withdrawal to total water withdrawal (%)



422 ML Wastewater treated in our treatment facilities and reused for gardening in FY 19.

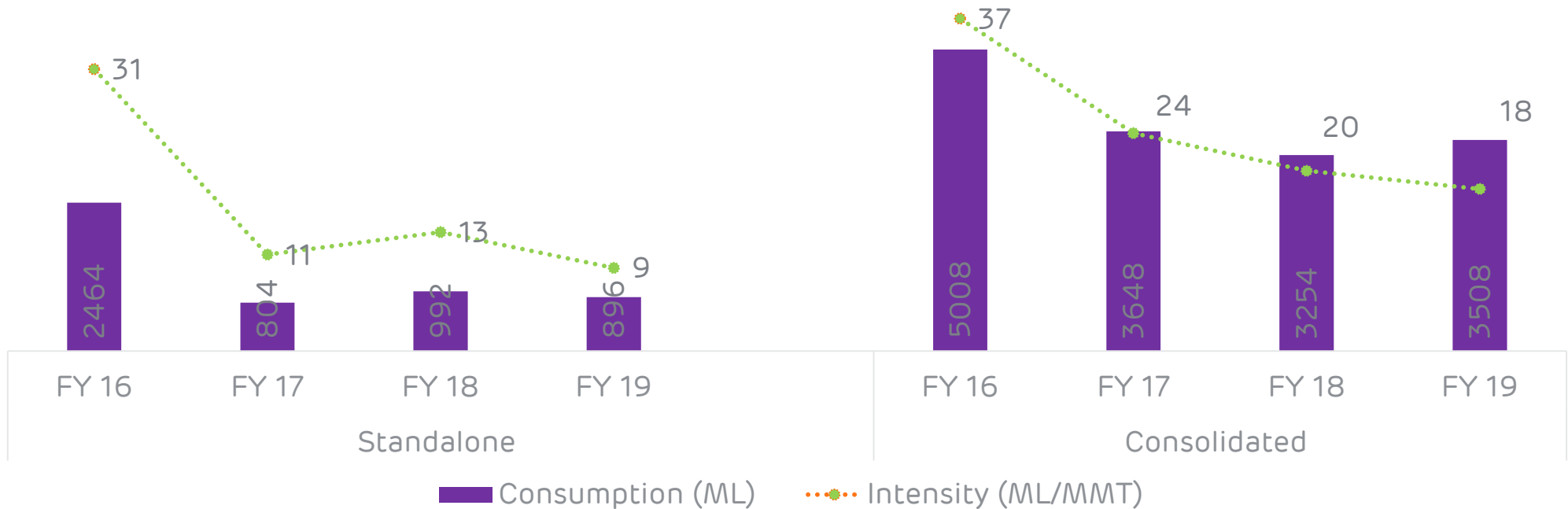
Hazira Port has laid 14 km long pipeline to channelize treated water effluent of KRIBHCO to our port facility, which has reduced 52% of fresh water withdrawal in FY 19.

Reduced our fresh water withdrawal by increasing the share of wastewater from other industries from 2 % in FY 16 to 16 % in FY 19.

Reduce 72% freshwater withdrawal from shared resources in FY 19



Water Consumption



Water intensity improved by **↑31%** from previous year FY 18, & **↑71%** from base year FY 16

Water intensity improved by **↑10%** from previous FY18 & **↑51%** from base year FY 16

adani

Growth
with
Goodness

