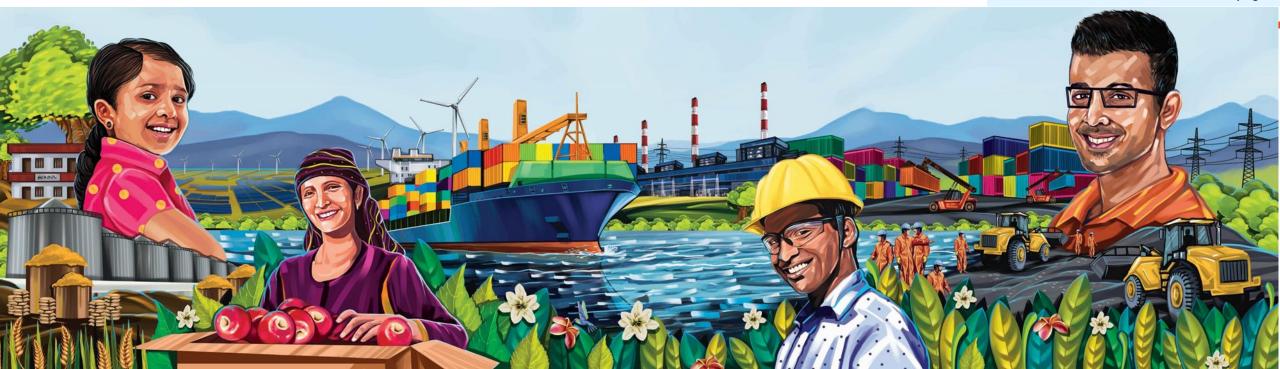


Adani Transmission Limited

Q2 and H1 FY2020 Results Presentation

7 November 2019

Conference Call Dial-in is on the last page



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A. Overview



ATL: Largest Private T&D Company in India



Execution
Strength
and Pan India
Presence



Portfolio of operational/
under-construction
EHV Transmission Network
& Substations including HVDC



~INR 281 Bn/ US\$ 4,019 Mn Regulated Asset base⁽¹⁾ (Fully built)



765 KV, 400 KV, 220 KV EHT AC Pan-India network & only private sector co. to operate 500 KV HVDC in S-E Asia

Predictable and Annuity Returns



3 million +
Retail Electricity (Distribution)
Connections



31 yearsAverage Residual Concession
Life (Transmission) (5)



54%/ 46% RTM / TBCB ⁽²⁾

Robust Financial performance and strong Balance Sheet



BBB-/ Baa3 International Investment Grade Rating⁽³⁾



91%EBITDA Margin (Transmission)
FY19



~99.84 %
Availability
(Transmission)
FY19



INR 32 Bn/ US\$ 461 Mn Fully Built-up Transmission EBITDA (FY23) (4)

Notes: US\$/INR: 70; (1) Fully built estimate based on regulatory approved tariff and bid based tariff profile of operational, under-construction and under-acquisition projects of Transmission and Distribution business. No upsides have been assumed on account of operational efficiencies; (2) Including under-construction and under-acquisition assets on project cost basis and existing assets on book value basis; RTM – Regulated Tariff Mechanism; (3) S&P: BBB- / Fitch: BBB- / Moody's: Baa3; (4) Fully built estimate for Transmission business, based on regulatory approved tariff for operational, under-construction and under-acquisition assets till 31st October 2019 and has at least one full year of operation; (5) Average residual concession life for Transmission assets is as of FY19.

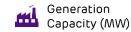
ATL's Evolution and Operational Portfolio



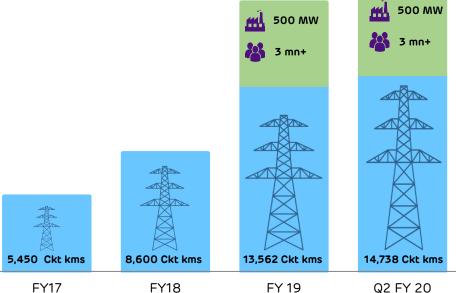
ATL's Transmission Network (ckt km) has grown 2.7x in 3 years; and Distribution business acquired in FY19

ATL's "Grid-to-Switch" Integrated Platform

Transmission Line (Ckt kms)







			Adar	ni Trans	missio	n Limit	ed			
100% ATIL	100%	·	ATSCL &	100% WTGL, WTPL	100% ATBSPL	100%	100%	100% CWRTL	100% STL	100% PPP
Mundra - Dehgam Mundra - Nohindergarh Tiroda - Warora	Tiroda - Aurangabad	Adani Electricity Mumbai (Distribution)	Maru & Aravali lines	Western Transmission (Gujarat) Western Transmission (Maharashtra)	Bikaner – Sikar (Acquired from KEC)	Suratgarh- Sikar	Raipur - Rajnandgaon - Warora	Chhattis- garh - WR	Sipat - Rajnandgaon	8/9/10 New Wins
		Operating	g Assets				Recent	ly Commis	sioned	
3,834 ckms	1,217 ckms	540 ckms	397 ckms	3,063 ckms	343 ckms	278 ckms	611 ckms	434 ckms	348 ckms	413 ckm
6,630 MVA	6,000 MVA	3,125 MVA	1,360 MVA	-	-	-	-	630 MVA	-	585 MVA
c. 28 years	c. 31 years	c. 18 years	c. 30 years	c. 31 years	c.41 years	c. 34 years	c. 35 years	c. 35 years	c. 35 years	c. 35 yea

3,834 ckms	1,217 ckms	540 ckms	397 ckms	3,063 ckms	343 ckms	278 ckms	611 ckms	434 ckms	348 ckms	413 ckms
6,630 MVA	6,000 MVA	3,125 MVA	1,360 MVA	-	-	•	-	630 MVA	-	585 MVA
c. 28 years	c. 31 years	c. 18 years	c. 30 years	c. 31 years	c.41 years	c. 34 years	c. 35 years	c. 35 years	c. 35 years	c. 35 years
Fixed return	Fixed return	Fixed return	Fixed tariff	Fixed tariff	Fixed tariff	Fixed tariff	Fixed tariff	Fixed tariff	Fixed tariff	Fixed tariff
Centre / State	State	State	State	Centre	State	State	Centre	Centre	Centre	State
INR 49.6 Bn/ US\$ 709Mn	INR 57.7 Bn/US\$ 824Mn	INR 55.7 Bn/ US\$ 796 Mn	INR 3.9 Bn/ US\$ 56 Mn	INR 18.2 Bn/ US\$ 260 Mn	INR 2.2 Bn/ US\$ 31 Mn	INR 1.3 Bn/ US\$ 19 Mn	INR 12.1 Bn/ US\$ 173 Mn	INR 9.5 Bn/ US\$ 136 Mn	INR 5.4 Bn/US\$ 77 Mn	INR 4.4 Bn/ US\$ 63 Mn



B Transformation capacity

Residual concession life

D Contract type

E Counterparty

Asset base⁽²⁾

Note: USD/INR: 70; ATIL - Adani Transmission (India) Limited; MEGPTCL - Maharashtra Eastern Grid Power Transmission Co. Limited; AEML: Adani Electricity Mumbai Limited (Distribution business); ATBSPL: Adani Transmission Bikaner Sikar Private Limited; STL - Sipat Transmission Limited; RRWLT - Raipur Rajnandgaon Warora Transmission Limited; CWTL - Chhattisgarh WR Transmission Limited; ATRL - Adani Transmission (Rajasthan) Limited; ATSCL - Aravali Transmission Service Company Limited, WRSS M - Western Region System Strengthening Scheme Gujarat, (1) 74% in ATSCL with an option to acquire balance 26% in a manner consistent with Transmission Service Agreement and applicable consents; (2) Asset base for operational assets as of July-2019; Mumbai GTD / BSES - as per proposed funding plan.

Q2 and H1 FY20: Highlights



Operational

- Transmission: Avg. availability 99.8% in Q2 and 99.9% in H1
- Distribution: AT&C loss down 21 bps in Q2 at 8.18% and 62 bps in H1 at 7.97%, driven by ongoing technical loss and theft reduction initiatives and collection improvement

Financial

- Q2 Revenue up 114% yoy due to acquisition of Distribution business, and revenue contribution from 7 new Transmission Networks
- The 7 new Transmission Networks contributed Rs. 153 crore of Revenue and Rs. 147 crore of EBITDA; higher margin driven by greater revenue in initial years
- Q2 Operational EBITDA of Rs. 1,082 crore, up 63% yoy.
- Q2 Consolidated PAT of Rs. 230 crore, up 82% yoy. Transmission PAT of Rs. 158 crore, up 38% yoy and Distribution PAT of Rs. 72 crore.

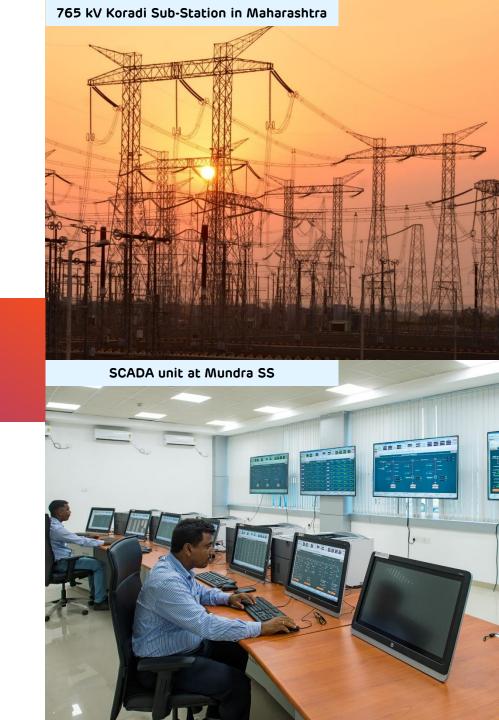
Strategic

- New Projects: Won Two Transmission bids in Sept-Oct through TBCB: Lakadia-Banaskantha and Jam Khambaliya with total first full year tariff of Rs. 144 crore per annum
- Capex plans drawn up at AEML Mumbai Distribution business, and are being pursued with STU and MERC for consents





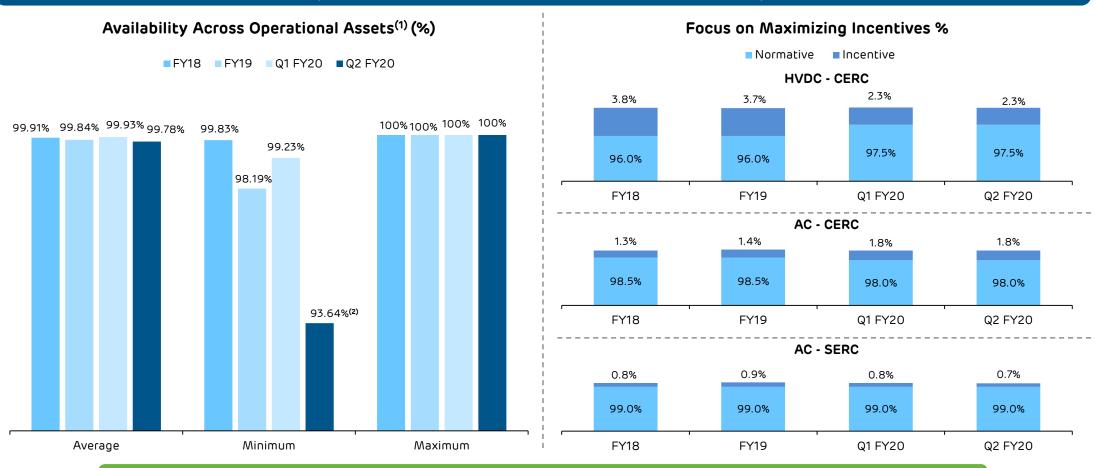
B. Operational Highlights



Transmission: Operating Performance Underpinned by Strong Capabilities



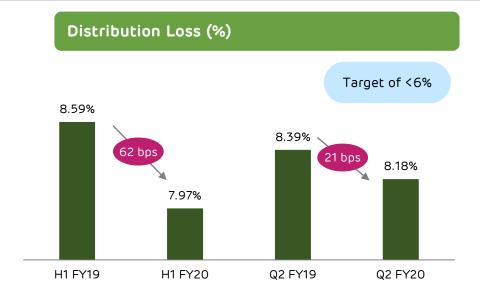
Strong operational capabilities and focus on incentive maximization led to consistent performance across assets with 99.8% availability

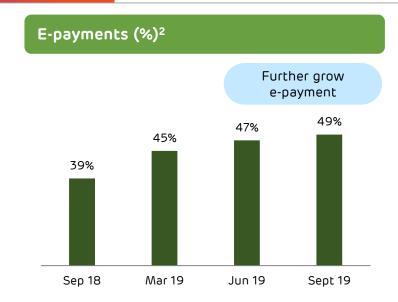


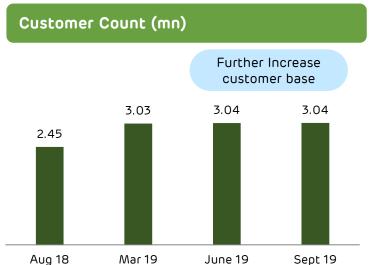
Transmission earnings = Availability of assets

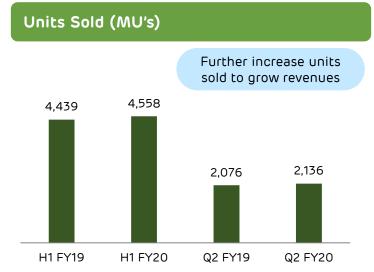
Distribution Business (AEML)1: Strong Operating Metrics

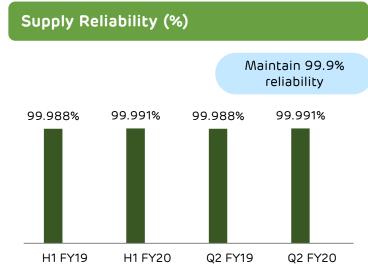






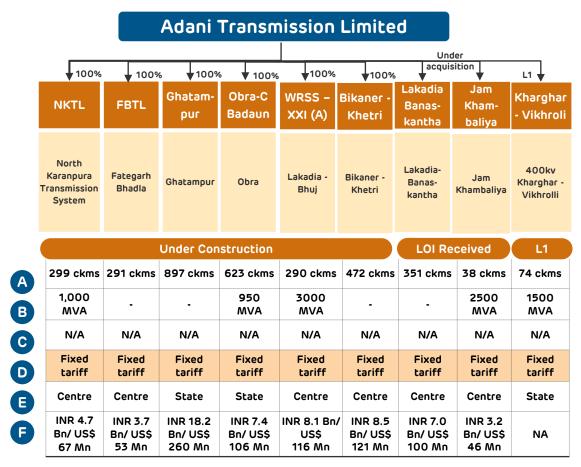






ATL Project Pipeline at a Glance











765kV Ghatampur TPS-Agra SC line

















C. Financial Highlights



P&L: H1FY20 vs. H1FY19



H1 FY20 H1 FY20 H1 FY20 H1 FY19 H1 FY19 H1 FY19 Sr. No. **Particulars** % change Transmission Distribution (Consolidated) **Transmission** Distribution* (Consolidated)* Revenue 1,318 4,103 5,421 1,073 655 1,728 1.1 Net Transmission & Distribution Charges 1.1.a Transmission & Distribution Charges 1,319 4,103 5,422 1,075 655 1,730 213% 1.1.b Less: Rebate 1.2 Incentive on availability 24 24 25 2 Expenses: 2.1 Operating Exp 593 2.1.a Operational & Maintanance Exp. 51 543 55 78 134 2,047 346 346 2.1.b Power & Fuel Exp. 2,047 42 470 512 28 73 101 2.1.c Employee Exp New SPV's Operating Exp. 13 13 2.1.d (STL, RRWTL, CWRTL, PPP 8,9,10, ATRL) EBITDA (From Operation) 2,281 3=(1-2) 1,238 1,043 1,009 158 1,167 95% Operational EBITDA Margin 92% 25% 42% 92% 24% 67% Add: 4 4.1 Sale of Traded Goods/EPC 332 332 4.2 Construction income 4.3 Carrying Cost 34 4.4 Other Income - Treasury 20 57 77 25 4.5 Interest inc. on advance given for GTD acq. 107 107 5 Less: 5.1 330 330 Purchase of Traded material 5.2 CSR Exp 9 13 5.3 Construction cost 13 6=(3+4-5) **EBITDA** 2,348 167 1,309 1,248 1,100 1,142 79% 511 514 1.025 426 72 498 Finance Cost 42 330 247 296 338 Depreciation 577 53 9=(6-7-8) | PBT(before one time income) 407 340 747 420 473 -17 -107 -161 -161 -90 Arrears/Exceptional Items: 10.1 Regulatory Income/(Expense) -161 -161 -17 Arrear Income/(Revenue Reversal as per True -90 10.2 Up Order) -90 331 11=(9-10) | PBT 407 178 585 36 367 60% 12.1 75 32 107 73 Tax 16 18 34 13 13 26 12.2 Deferred Tax 13=(11-12) PAT 316 128 444 244 15 259 71% Interest on R-infra advances & Revenue -14 Reversal as per true up (Net off Tax) -14 15=(13-14) Comparable PAT 316 128 444 230 15 245 81%

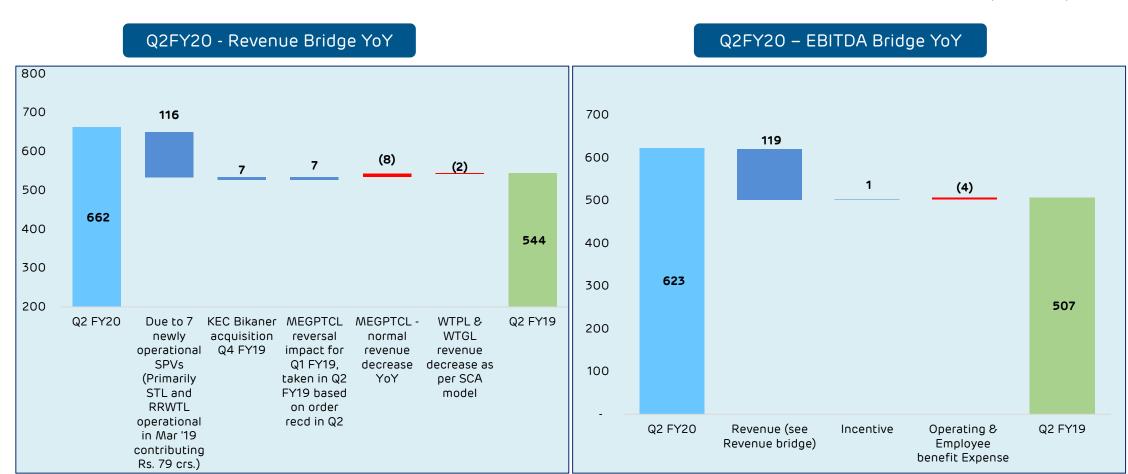
P&L: Q2FY20 vs. Q2FY19



Sr. No.	Particulars	Q2 FY20	Q2 FY20	Q2 FY20	Q2 FY19	Q2 FY19	Q2 FY19	% change	
31. 140.	Particulars	Transmission	Distribution	(Consolidated)	Transmission	Distribution*	(Consolidated)*	% Change	
1	Revenue								
1.1	Net Transmission & Distribution Charges	662	1,914	2,576	544	655	1,199		
1.1.a	Transmission & Distribution Charges	664	1,914	2,577	545	655	1,201	115%	
1.1.b	Less: Rebate	-1	-	-1	-2	-	-2		
1.2	Incentive on availability	12	-	12	11	•	11		
2	Expenses:								
2.1	Operating Exp								
2.1.a	Operational & Maintanance Exp.	27	284	311	29	78	107		
2.1.b	Power & Fuel Exp.	-	940	940	-	346	346		
2.1.c	Employee Exp	18	231	249	14	73	87		
0.4 1	New SPV's Operating Exp.				_		_		
2.1.d	(STL, RRWTL, CWRTL, PPP 8,9,10, ATRL)	6	-	6	5	-	5		
3=(1-2)	EBITDA (From Operation)	623	459	1,082	507	158	665	63%	
	Operational EBITDA Margin	92%	24%	42%	91%	24%	55%		
4	Add:								
4.1	Sale of Traded Goods/EPC	-	5	5	264	-	264		
4.2	Construction income	-	-	-	12	-	12		
4.3	Other Income - Treasury	8	37	45	15	9	24		
4.4	Interest inc. on advance given for GTD acq.				42	-	42		
5	Less:								
5.1	Purchase of Traded material	-	5	5	262	-	262		
5.2	CSR Exp	5	0	5	4	-	4		
5.3	Construction cost	-	-	-	10	-	10		
6=(3+4-5)	EBITDA	626	496	1,122	563	167	730	54%	
7	Finance Cost	257	237	493	212	75	287		
8	Depreciation	166	125	291	150	42	192		
9=(6-7-8)	PBT(before one time income)	203	134	337	201	51	251		
10	Arrears/Exceptional Items:	-	-74	-74	-90	-17	-107		
10.1	Regulatory Income/(Expense)	-	-74	-74	-	-17	-17		
	Arrear Income/(Revenue Reversal as per True						00		
10.2	Up Order)	-	-	-	-90	-	-90		
11=(9-10)	РВТ	203	61	264	111	33	145	83%	
12.1	Tax	29	6	35	26	8	34		
12.2	Deferred Tax	16	-17	-2	8	13	21		
13=(11-12)	PAT	158	72	230	78	12	90	157%	
	Interest on R-infra advances & Revenue								
14	Reversal as per true up (Net off Tax)	-	-	-	37	-	37		
15=(13-14)	Comparable PAT	158	72	230	115	12	127	82%	

Transmission Business: Revenue and Operating EBITDA Bridge

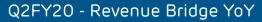




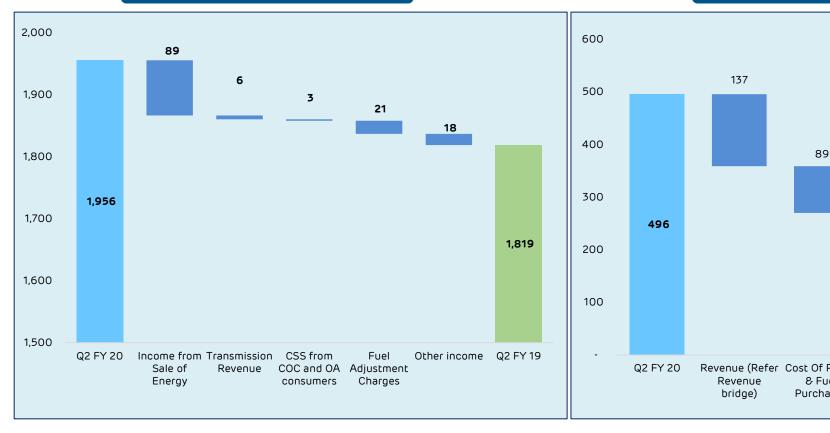
Distribution Business: Revenue and Operating EBITDA Bridge

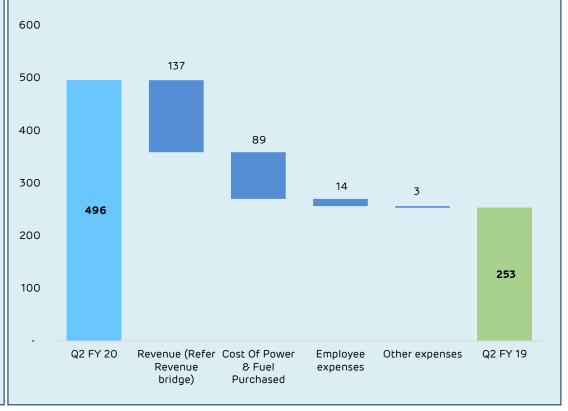


(Rs. in crore)



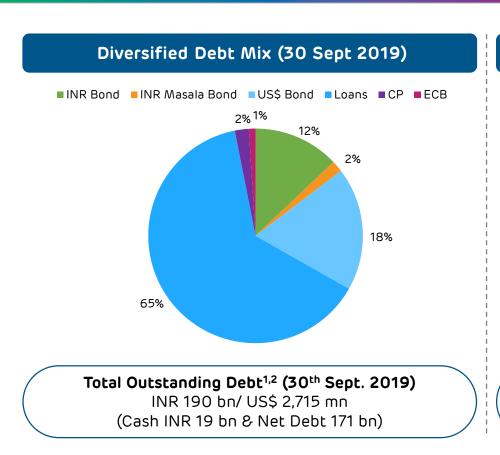
Q2FY20 - EBITDA Bridge YoY

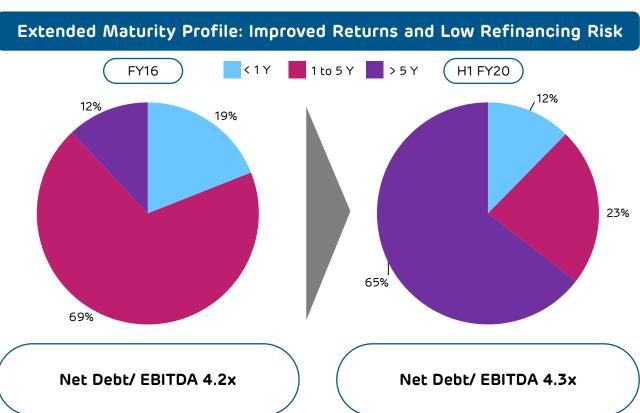




ATL Financing Prowess: Diversified funding sources and focus on debt maturity & cost rationalization







Investment Grade Ratings International: S&P: BBB- | Moody's: Baa3 | Fitch: BBB-Domestic: India Ratings: AA+ | CARE AA+



D. ESG



ESG initiatives during the quarter



Safety - Always First

Safety Initiatives

- Training: Initiated First-Aid training program for all site employees
- Work Permit: Integrated Work Permit circulated for all project sites
- Task Force: Organogram of task force allocated to Apex Safety Council

Field Safety Audit conducted at different sites



Sustainability & Communities

Communities

- Preparation and approval of CSR Plan for AEML Mumbai
- Sponsorship and Support of "Make India Capable" Program at Pali, Rajasthan for 60 marginalized youth
- Sponsorship of athlete for participation in championship at Malaysia

Electrical Safety Awareness program conducted at various schools



Environmental Initiatives

GreeNoble

- An Initiative for recognizing employees as Green Guru, an Ambassador who contributes towards wellness of the environment
- Plantation drives, rainwater harvesting and plastic ban campaigns were carried out at sites

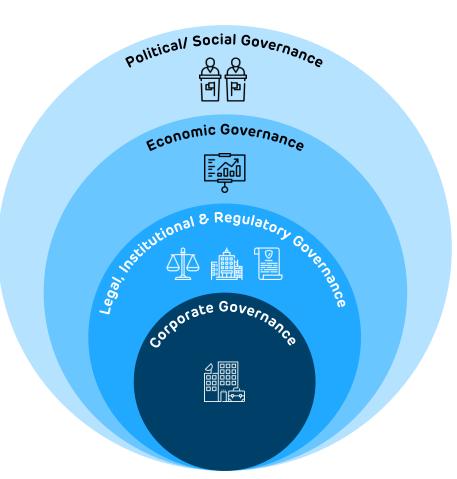
Environmental initiative to recognize employees



Key Corporate Governance Initiatives in H1 FY20



- Reconstituted Audit Committee to comprise only of Independent Directors from June 2019 onwards
- Inducted woman director at AEML board
- Updated policy on "Related Party Transactions for Acquiring and Sale of Assets"
- Adopted Whistle Blower Policy and established mechanism for unethical behavior reporting



- Conducted a 2-day workshop for our O management team in association with CII on Sustainability and Governance
 - Published Integrated Annual Report Ofor FY19, based on <IR> Framework - One of the first companies in the Power sector in India



AGM for FY 2019 held in August O



E-1. Appendix – Supplementary Financial Information



P&L: Q2FY20 vs. Q1FY20



Q2 FY20 Q2 FY20 Q2 FY20 Q1 FY20 Q1 FY20 Q1 FY20 Sr. No. **Particulars** % change Distribution (Consolidated) Transmission Distribution (Consolidated) Transmission Revenue Net Transmission & Distribution Charges 1.1 662 1,914 2,576 656 2,189 2,845 663 1,914 657 1.1.a Transmission & Distribution Charges 2,577 2,189 2,846 -9% 1.1.b Less: Rebate Incentive on availability 12 12 13 13 1.2 2 Operating Expenses: 2.a Operational & Maintanance Exp. 282 27 284 311 24 259 940 940 1,107 2.b Power & Fuel Exp. 1,107 2.c Employee Exp 18 231 249 23 239 262 New SPV's Operating Exp. 2.d 6 6 6 (STL, RRWTL, CWRTL, PPP 8,9,10, ATRL) EBITDA (From Operation) 623 -10% 3=(1-2) 459 1,082 615 584 1,199 Operational EBITDA Margin 92% 24% 42% 27% 42% 92% 4 Add: Sale of Traded Goods/EPC 4.1 37 45 20 32 4.2 Other Income - Treasury 8 5 Less: 5.1 Purchase of Traded material 5.2 CSR Exp. 496 6=(3+4-5) | EBITDA 626 1,122 622 604 1,226 237 493 277 532 257 255 Finance Cost 166 125 291 164 122 285 Depreciation 337 409 9=(6-7-8) PBT(before one time income) 203 134 204 206 -18% -88 10 Arrears/Exceptional Items: -74 -74 -88 -74 -74 -88 Regulatory Income/(Expense) -88 10.1 321 11=(9-10) PBT 203 61 264 204 118 -18% 29 35 45 27 72 12.1 Tax 12.2 Deferred Tax 16 -17 36 72 56 214 13=(11-12) | PAT 158 230 157 8% Arrear /reversal Net off Tax 15=(13-14) Comparable PAT 158 72 230 157 56 214

Balance Sheet: H1 FY20 vs. FY19



Particulars		As at 31st March, 2019	Particulars	As at 30th Sept, 2019	As at 31st March, 2019
ASSETS	2019	2019	EQUITY AND LIABILITIES		
Non-current Assets			Equity		
	22.6.40	22.077	Equity Share Capital	1,100	1,100
Property, Plant and Equipment	22,648	22,837	Unsecured Perpetual Equity Instrument Other Equity	4,308 3,861	3,408 3,535
Right of Use Assets	178	-	Total Equity	9.269	8,043
Capital Work-In-Progress	1,076	694	Liabilities	3,203	0,045
Goodwill	590	590	Non-current Liabilities		
Other Intangible Assets	991	985	Financial Liabilities		
Financial Assets			(i) Borrowings	16,632	16,304
(i) Investments	-	121	(ii) Trade Payable		
(ii) Loans	40	41	(A) total outstanding dues of micro and small ent.	-	-
(iii) Other Financial Assets	1,283	1,312	 (B) total outstanding dues of creditors other than micro and small ent. 	22	22
Deferred Tax Assets (Net)	84	103	(iii) Lease Liabilities	91	_
Income Tax Assets (Net)	38	37	(iv) Other Financial Liabilities	83	183
Other Non-current Assets	1,199	1,006	Other Non Current Liabilities	231	225
Total Non-current Assets		·	Provisions	448	447
	28,127	27,726	Deferred Tax Liabilities (Net)	821	748
Current Assets			Total Non-current Liabilities	18,327	17,928
Inventories	230	366	Current Liabilities Financial Liabilities		
Financial Assets			(i) Borrowings	1,160	1,633
(i) Investments	347	215	(ii) Trade Payables	1,100	1,000
(ii) Trade Receivables	894	722	(A) total outstanding dues of micro and small ent.	2	1
(iii) Cash and Cash Equivalents	1,175	188	(B) total outstanding dues of creditors other than	1,062	1,236
(iv) Bank Balances other than (iii) above	415	513	micro and small ent.		1,230
(v) Loans	510	9	(iii) Lease Liabilities	27	- 7 011
(vi) Other Financial Assets	1,231	1,686	(iv) Other Financial Liabilities Other Current Liabilities	3,033 245	3,211 258
Other Current Assets	164	130	Provisions	59	64
Total Current Assets	4,965	3,830	Current Tax Liabilities (Net)	32	15
Total Assets Defore Regulatory Deferral Ac.	33,093	31,555	Total Current Liabilities	5,620	6,418
	-		Total Liabilities before Regulatory Deferral Ac.	23,946	24,347
Regulatory Deferral Assets Account	556	1,106	Regulatory Deferral Account-Liabilities	433	272
Total Assets	33,649	32,661	Total Equity and Liabilities	33,649	32,661

Cash-flow Statement: H1 FY20 vs. H1 FY19



		For the period	For the period
Sr. No.	Particulars	ended	ended
		30 Sept., 2019	30 Sept., 2018
	Cash flow from operating activities		
	Profit before taxes	585	367
	Operating Profit before working capital changes	2,123	1,065
A.	Net cash generated from / (used in) operating activities	3,437	1,428
B.	Cash flow from investing activities	(1,527)	(2,158)
C.	Cash flow from financing activities	(924)	348
	Net Increase / (Decrease) In cash and cash equivalents (A+B+C)	986	(382)
	Cash and cash equivalents at the beginning of the year	188	609
	Cash and cash equivalents received on account of acquisition of business	0	87
	Cash and cash equivalents at the end of the year	1,175	314

Consolidated Debt Profile and Key Ratios



Particulars	Q2 FY20	Q1 FY20	Q4 FY19
	30-Sep-19	30-Jun-19	31-Mar-19
Obligor	6,933	6,791	7,224
GMR/WRSSS	979	1,002	1,028
Recently Operational Projects/Acq.	2,307	2,310	2,152
Under Construction Projects	54	53	50
AEML	8,522	8,362	8,246
Total Debt (a)	18,795	18,518	18,700
Less: Cash (b)	1,936	985	914
Net Debt (a-b)	16,859	17,533	17,786

Ratios (LTM, 30 Sept 2019)					
Particulars	Actual Ratio	Target			
Consolidated:					
Debt Service Coverage Ratio	1.29	> 1.1			
Fixed Asset Coverage Ratio	1.46	> 1.1			
Net Debt to EBITDA	4.23	< 5.5			
Total External Debt to Net Worth	1.88	< 4.0			

Credit Rating



International- Obligor Group

Rating Agency	Facility	Rating/Outlook		
Fitch	Dollar Bond, Masala Bond	BBB-/Stable		
S&P	Dollar Bond, Masala Bond	BBB-/Stable		
Moody's	Dollar Bond, Masala Bond	Baa3/Stable		

International- USPP

Rating Agency	Facility	Rating/Outlook		
Fitch	Dollar Bond	BBB- (EXP)/ Stable		
Moody's	Dollar Bond	(P) Baa2/ Stable		

Domestic

Rating Agency	Facility	Rating/Outlook
India Ratings	NCD	IND AA+/stable
India Ratings	СР	IND A1+
CARE Ratings	Non-Convertible Debenture (NCD) issue	CARE AA+/ Stable

SPV Ratings - Domestic

Company	Rating Agency	Rating	Outlook	Last Surveillance
ATL	CARE, India Rating	AA+	Stable	Apr-19/Feb-19
AEML	CARE	AA	Stable	Feb-19
RRWTL	Brickwork	A-	Stable	Feb-19
STL	CARE	A-	Positive	Mar-19
CWRTL	CARE	A+	Positive	Mar-19
ATRL	Brickwork	A-	Stable	Oct-18
HPTSL	CARE	BBB +	Positive	Aug-19
BPTSL	CARE	A-	Stable	Mar-19
TPTSL	CARE	A-	Stable	Mar-19
WTGL	India Ratings	AA+ (SO)	Stable	Aug-19
WTPL	India Ratings	AA+ (SO)	Stable	Jan-19
MTSCL	CARE	A-	Stable	Dec-18
ATSCL	CARE	А	Stable	Feb-19
ATBSPL	India Ratings	А	Stable	Sep-19
FBTL	CARE	A-	Stable	Aug-19

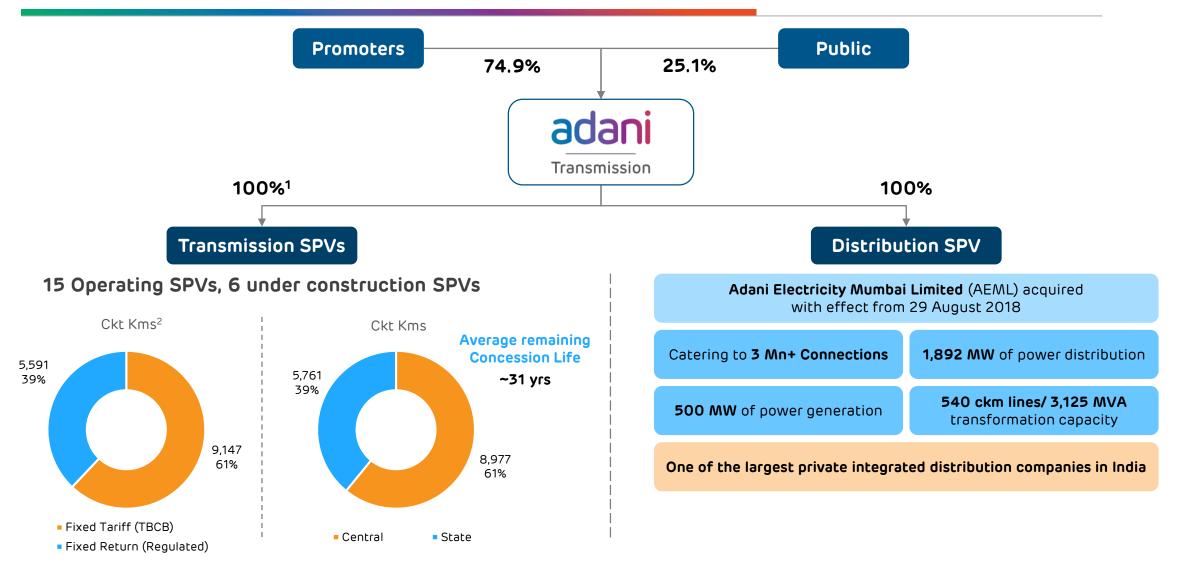


E-2. Appendix – ATL's Structure and Presence



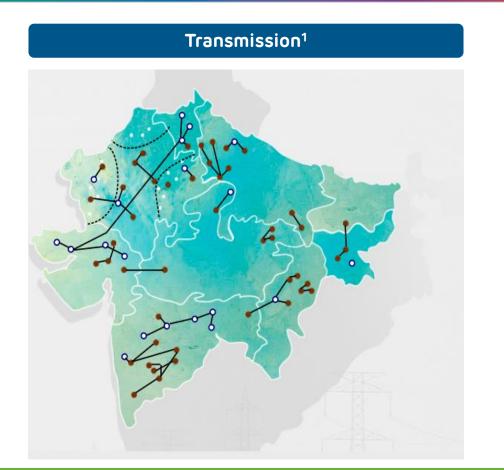
ATL Ownership Structure

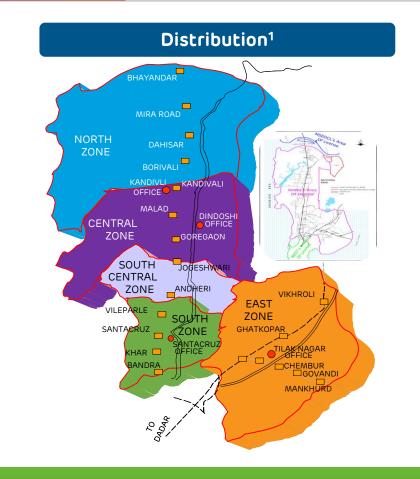




ATL Geographic Footprint







Presence in 9 States, with 21 Transmission Lines², 28 EHV Sub-stations and Integrated Mumbai Distribution Business









Orange dots represent transmission line network



Dotted line represents Grid-SS built on Associated lines 🌋 Longest black non-dashed line is MM HVDC line



Above map represents our area of license in Mumbai

Orange dots represent Adani Electricity Divisional offices

Conference Call Information

Thursday, 7th November, 2019 at 4:00 pm IST

Universal Dial-In (India): +91 22 6280 1448 / +91 22 7115 8332

International Toll Free:

Hong Kong: 800964448

Singapore: 8001012045

UK: 08081011573

USA: 18667462133

International Toll:

Hong Kong: 852-30186877

Singapore: 65-31575746

UK: 44-2034785524

USA: 1-323-3868721

Replay Info: A replay of the call will be available from 7th to 12th Nov.

Dial-in Numbers (India): +91 22 71945757 / +91 22 66635757

Playback Code: 25723

Institutional Investor and Analyst Contact: investor.atl@adani.com

