Adani Portfolio Overview
Adani: A World Class Infrastructure & Utility Portfolio

Flagship

Incubator

(72.3%)

AEL

(60.5%)

AGEL Renewables

(37.4%)

ATGL3 Gas Discom

(100%)

ANIL New Industries

Infrastructure and Utility Core Portfolio

Energy & Utility

(73.9%)

ATL T&D

(75.0%)

APL IPP

(50%)

AdaniConneX4 Data Centre

Transport & Logistics

(66.0%)

APSEZ Ports & Logistics

(100%)

AAHL Airports

(100%)

ARTL Roads

Primary Industry

Materials, Metal & Mining

(63.2%)

Cement5

(100%)

PVC

(100%)

Copper, Aluminum

(100%)

Mining Services & Commercial Mining

Emerging B2C

Direct to Consumer

(44.0%)

AWL Food FMCG

(100%)

ADL Digital

A multi-decade story of high growth centered around infrastructure & utility core

1. Combined m-cap of all listed entities as on Sept 30, 2022; US$/INR ~ 81.55 | 2. NQXT: North Queensland Export Terminal | 3. ATGL: Adani Total Gas Ltd. JV with Total Energies | 4. Data center, JV with EdgeConnex | 5. Cement business includes 63.15% stake in Ambuja Cement which in turn owns 50.05% in ACC Limited. Adani directly owns 6.64% stake in ACC Limited. Ambuja and ACC together have a capacity of 66 MTPA, which makes it the second largest cement manufacturer in India |

Adani: Decades long track record of industry best growth with national footprint

Secular growth with world leading efficiency

- Growth 3x
- EBITDA 70% \(^1,2\)

- Growth 5x
- EBITDA 92% \(^1,4\)

National footprint with deep coverage

- Growth 3x
- EBITDA 92% \(^1,3,5\)

- Growth 1.4x
- EBITDA 41% \(^10\)

Core Portfolio

- Utility: 92%
- Transport: 85%
- Consumers Served: ~400 mn

Note: 1. Data for FY22; 2. Margin for ports business only; Excludes forex gains/losses; 3. EBITDA = PBT + Depreciation + Net Finance Costs – Other Income; 4. EBITDA Margin represents EBITDA earned from power supply business only, does not include distribution business. 5. Contracted & awarded capacity 7. CGD: City Gas distribution 8. GAs - Geographical Areas - Including JV | Industry data is from market intelligence 9. This includes 17GW of renewable capacity where PPA has been signed and the capacity is under various stages of implementation and 29GW of capacity where PPA is yet to be signed. 10. Data for FY21
Adani: Repeatable, robust & proven transformative model of investment

**Phase**
- **Origination**
  - Analysis & market intelligence
  - Viability analysis
  - Strategic value
- **Site Development**
  - Site acquisition
  - Concessions and regulatory agreements
  - Investment case development
- **Construction**
  - Engineering & design
  - Sourcing & quality levels
  - Equity & debt funding at project
- **Operation**
  - Life cycle O&M planning
  - Asset Management plan
- **Capital Mgmt**
  - Redesigning the capital structure of the asset
  - Operational phase funding consistent with asset life

**Activity**
- **India's Largest Commercial Port** (at Mundra)
  - Highest Margin among peers
- **Longest Private HVDC Line in Asia** (Mundra – Mohindergarh)
  - Highest line availability
- **648 MW Ultra Mega Solar Power Plant** (at Kamuthi, Tamil Nadu)
  - Constructed and Commissioned in nine months
- **Energy Network Operation Center (ENOC)**
  - Centralized continuous monitoring of plants across India on a single cloud based platform

**Performance**
- **Origination**
  - First ever GMTN of US$ 2bn by AEML - an SLB in line with India's COP26 goals
  - ATL tied up revolving facility of US$ 1bn to fund its green infrastructure thrust.
  - Issuance of 20 & 10 year dual tranche bond of US$ 750 mn - APSEZ the only infrastructure company to do so
  - Green bond issuance of US$ 750 mn establishes AGEL as India's leading credit in the sector

**Notes:**
**ATL: A platform well-positioned to leverage growth opportunities in T&D business**

### Development

**Execution Prowess**
- Transmission Network of 18,795 ckm<sup>(1)</sup>
- Built Longest Private HVDC Line in Asia<sup>(4)</sup>

### Operations

**Operating Efficiency**
- Robust network availability and supply/distribution reliability
- One of the lowest O&M cost per ckm<sup>(2)</sup>

**Consumer-centricity**
- Supplier of choice for 12 million+ consumers
- CSAT surveys for 12 critical processes for high consumer satisfaction and AMI Installation

### Returns and Equity Value Creation

**Equity Partnerships<sup>(5,6)</sup>**
- Secured primary equity investments from marquee investors – QIA in AEML (US$ 452 mn) and IHC in ATL (US$ 500 mn)

**Construction Framework Agreement**
- Fully funded plan, ATL has raised US$ 700 mn revolving facility, additional US$ 2 bn GMTN program in place for AEML Capex program

### Strategic Presence

- Transmission - Presence in 13 states with 31 transmission projects
- Distribution - Integrated utilities catering to gateway city of Mumbai (AEML) and Mundra SEZ area (MUL)

### Balanced pool mix

- Transmission<sup>(3)</sup>: 52% of EBITDA - Central pool
- 48% of EBITDA - State pool

### Embedded ESG Framework

- Decarbonisation of Grid (30% and 60% RE power by FY23 and FY27)
- Installed 3.36 MWp solar capacity for auxiliary consumption at substations
- Board Diversity and Strengthening

### Significant Growth Potential

- Green industrial cluster in Mundra
- Increasing participation in renewable grid (eg: HVDC Mumbai, Khavda)
- Transmission development in green corridor

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**Note:**
1) Transmission network is as of Sept 2022 and includes operational, under-construction assets; 2) As per internal benchmarking on global transmission peers; 3) Pool mix as of FY22; 4) HVDC - High voltage direct current – Longest at the time of commissioning; 5) QIA’s Investment in AEML: Rs 32 bn total investment (US$ 170 mn of Equity and US$ 282 mn of shareholder sub-debt); 6) QIA - Qatar Investment Authority, IHC - International Holding Company, SEZ - Special Economic Zone, MUL - MPSEZ Utilities Limited EBITDA: Earning before interest tax and depreciation, O&M: Operation and Maintenance, MW: Megawatt Peak, SS: Substation, Ckm: Circuit Kilometer, ESG: Environmental, Social and Governance, ROE: Return on Equity, Mn: Million, GMTN: Global Medium Term Note, AEML: Adani Electricity Mumbai Limited
Notes: 1) TBCB: Tariff based competitive bidding; 2) Network includes operational, under construction assets as of Sept 2022; AMI: Advanced Metering Infrastructure; AEML: Adani Electricity Mumbai Limited; MUL: MPSEZ Utility Limited (Mundra SEZ); BEST: Brihanmumbai Electric Supply & Transport Undertaking; HVDC: High voltage direct current; ROA: Return on Assets; Ckm: Circuit Kilometer; SEZ: Special Economic Zone; Sq.Km: Square Kilometer. 3) Public shareholding include International Holding Corporation (IHC) holding 1.41% stake for US$ 500 mn.
AEML: Century old utility serving the “Gateway” city of India

Largest Integrated utility in India's Commercial Capital - Mumbai

About Mumbai

~11.0% Real GDP CAGR (FY12 – 18)
~6.0% of India's real GDP
4th Most Populous City in World
24th Richest City in world based on GDP (US$)

Mumbai Consumers

2.2x Per capita income of India
$4,630 Per capita income of Mumbai
~$31 Average Electricity Bill of AEML Consumer for FY21
~1% Average electricity bill as % of per capita income

Consumer Centricity

• CSAT survey for 12 critical processes (Supply restoration, Call Centre, Billing, etc.) to gauge & ensure high consumer satisfaction
• Advanced Metering for 7 lakh consumers in phase 1

AEML – Key Milestones Since Acquisition in 2018

Annual Capex (Rs. Crs.)

RAB (Rs. Crs.)

FY18 FY21 FY22 FY23-25 (Cumu.)
Annual Capex (Rs. Crs.)

FY18 FY21 FY22
RAB (Rs. Crs.)

% of Renewable in Power Purchase mix

FY18 FY22

Distribution losses %

FY18 FY22

IG rated Platform with Fully Funded Growth

Servicing 12 million consumers in Mumbai with Consumer-centric Mindset

Note: * Others include BEST, MSEDCL & Tata Power, AMI – Advanced Metering Infrastructure; BKC – Bandra Kurla Complex, MW: Mega Watt, GDP, GDP – Gross Domestic Product, PU: per unit, ABR: Average billing rate, Source – Population Of Mumbai 2020 (Demographic, Facts, etc.) – India Population 2020, CAGR: Compound Annual Growth Rate , RAB: Regulatory Assets Base, IG : investment Grade
ATL: Transformational Journey with Robust Growth and Credit Discipline

ATL has delivered an impressive 18.4% CAGR in EBITDA from FY16-22, while still demonstrating credit discipline and maintaining investment grade rating.

Operating portfolio of 4 ROA assets including the longest private HVDC line in Asia (Mundra – Mohindergarh)

Acquired Maru and Aravali Transmission assets (397 ckm) from GMR

Acquired WTPL and WTGL Transmission assets (3,063 ckm) from R Infra

Acquired Mumbai Distribution from R Infra servicing 12 mn consumers over a 400 sq. km license area marking foray in distribution

• Induction of QIA as equity partner in AEML
• First USPP from India after a decade (30 year paper)
• US$ 2 bn GMTN program fully funding AEML’s Capex
• US$ 700 Mn revolving construction facility fully funding ATL’s growth
• IHC infused US$500 mn as a fresh equity
• Acquired MUL facilitating distribution of electricity in Mundra SEZ area

EBITDA (Rs. Crs)

FY16 1,997
FY17 2,005
FY18 2,937
FY19 3,113
FY20 4,519
FY21 5,066
FY22 5,493

18.4% CAGR growth

Investment grade rating maintained

<table>
<thead>
<tr>
<th>FY16</th>
<th>FY22</th>
</tr>
</thead>
<tbody>
<tr>
<td>Credit Rating</td>
<td>BBB-/ Baa3</td>
</tr>
<tr>
<td>Net Debt to EBITDA (x)</td>
<td>4.6x</td>
</tr>
<tr>
<td>Cost of debt (%)</td>
<td>10.9%</td>
</tr>
<tr>
<td>Average Maturity</td>
<td>5.8 years</td>
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</tbody>
</table>

Consistent outperformance in operating assets

ATSL Obligor Group EBITDA (Projected vs. Actual)

<table>
<thead>
<tr>
<th>FY20</th>
<th>FY21</th>
<th>FY22</th>
</tr>
</thead>
<tbody>
<tr>
<td>Projected</td>
<td>Actual</td>
<td>Projected</td>
</tr>
<tr>
<td>1697 1699</td>
<td>1627 2191#</td>
<td>2258 2250#</td>
</tr>
</tbody>
</table>

USPP Assets EBITDA (Projected vs. Actual)

<table>
<thead>
<tr>
<th>FY20</th>
<th>FY21</th>
<th>FY22</th>
</tr>
</thead>
<tbody>
<tr>
<td>Projected</td>
<td>Actual</td>
<td>Projected</td>
</tr>
<tr>
<td>598 600</td>
<td>609 618</td>
<td>602 654</td>
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</tbody>
</table>

AEML EBITDA (Projected vs. Actual)

<table>
<thead>
<tr>
<th>FY20</th>
<th>FY21</th>
<th>FY22</th>
</tr>
</thead>
<tbody>
<tr>
<td>Projected</td>
<td>Actual</td>
<td>Projected</td>
</tr>
<tr>
<td>1828 1861</td>
<td>1846</td>
<td>1982 2083</td>
</tr>
</tbody>
</table>

Notes: #Including one time income of INR 3295.2 Mn (US$ 43 mn) in FY21 and INR 2012 Mn (US$ 34 mn) in FY22; * includes EBITDA for AEML and PDSL. - Power Distribution Services Limited; EBITDA projections and actuals are from compliance certificates; ROA: Return on Assets, Ckm : Circuit Kilometer, HVDC : High voltage direct current, EBITDA : Earning before interest tax and depreciation; GMTN: Global Medium Term Note, ATSOL: Adani Transmission Step One Ltd., USPP: US Private Placement, CAGR: Compound Annual Growth Rate, QIA: Qatar Investment Authority, US$ INR: 75 (All figures in Rs. Crs)
ATL: Solid Locked-In Growth in both Transmission and Distribution

Transmission Project Pipeline (Rs. Bn)

- **Operating ROA Assets**
  - No. of projects: 4 projects
  - Project cost (Rs. Bn): 107
  - COD/SCOD (2,3): Aug'12-Mar'15
  - Fully operational tariff (Rs. Bn): 19

- **Operating TBCB Projects**
  - No. of projects: 18 projects
  - Project cost (Rs. Bn): 116
  - COD/SCOD (2,3): Dec'13-Sept'22
  - Fully operational tariff (Rs. Bn): 14

- **Under-construction projects**
  - No. of projects: 8 projects
  - Project cost (Rs. Bn): 107
  - COD/SCOD (2,3): Aug'22-Jan'24
  - Fully operational tariff (Rs. Bn): 11

- **1 HVDC project**
  - Project cost (Rs. Bn): ~70
  - COD/SCOD (2,3): April'25
  - Fully operational tariff (Rs. Bn): ROA

Locked-in tariff + O&M Efficiencies to drive EBITDA growth

AEML Capex Schedule (Rs. Bn)

- FY23: 17
- FY24: 17
- FY25: 18

Notes: 1) Considered actual revenue for Operating ROA and Operating TBCB assets as of FY22 and for under-construction projects considered fully operational first year tariff; 2) COD – Scheduled Commercial Operation Date; 3) SCOD for some under-construction projects have been extended by five months due to Covid-19 in line with extension offered by government on central projects; COD is tentative and subject to change 4) ROA: Return on Assets, TBCB: Tariff base competitive bidding, HVDC: High voltage direct current, O&M: Operation and Maintenance, EBITDA: Earning before interest Tax & Depreciation

- Fully funded capex plan of Rs. 52 Bn over FY23-25
- Capex-led growth in Regulated Asset Base (asset hardening) to drive growth in returns
- Significant Smart Metering Opportunity

Capex is focused around consumer-centricity
ATL: Size of Transmission Opportunity for Private Players is ~US$ 30 bn worth projects over FY21-30

Attractive Industry Opportunity backed by strong policy support

- Mandatory competitive bidding introduced since 2006 (TBCB) has created a level playing field for private players
- Private sector has won 35 projects out of total 54 transmission TBCB projects awarded since April-15(1).
- Identified TBCB opportunity in near-term is about Rs. 520 Bn / US$ 6.9 Bn out of which Rs. 134 Bn / US$ 1.8 bn is under RFP/RFQ stage
- Schemes like UDAY, 24x7 Power for All, Village Electrification etc. strengthening the value chain

Growth in transmission lines and transformation capacity

<table>
<thead>
<tr>
<th></th>
<th>Transmission Lines ('000 ckms)</th>
<th>Transformation Capacity ('000 MVA)</th>
</tr>
</thead>
<tbody>
<tr>
<td>FY19</td>
<td>404</td>
<td></td>
</tr>
<tr>
<td>FY24 (P)</td>
<td>523</td>
<td></td>
</tr>
<tr>
<td>FY29 (P)</td>
<td>665</td>
<td></td>
</tr>
<tr>
<td>FY34 (P)</td>
<td>2,093</td>
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</tbody>
</table>

Notes:
1) Opportunity size as per internal study conducted by Deloitte in Jan 2019, 2) CEA; 3) FX rate as on Feb 16, 2022, US$/INR ~ 75

Renewable penetration to further boost requirement for transmission infrastructure strengthening

India has committed to sourcing 50% of its energy requirements from RE by 2030 targeting renewable capacity of 500 GW

- Renewable capacities concentrated in western and southern regions of the country
- Due to intermittent nature and to provide grid stability, there is a requirement of dedicated transmission corridors for renewable evacuation
- 15 projects of Rs. 153 Bn / US$ 2 bn are Inter State Green Energy Corridor projects under bidding currently

Overall investment of Rs. 8,180 Bn / US$ 109 bn over ~15 years

Opportunity for Private Sector Players is Rs. 2,280 Bn / US$ 30 bn

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ATL: Distribution Privatization Opportunity and Other Drivers

- Power distribution is one of the largest consumer facing sectors in the country. 96.7% of ~270 mn households in India are connected to the grid.
- Discoms in India have been primarily owned and operated by state governments
- Government of India power ministry recently issued the standard bidding documents for privatisation of power discoms
- Privatization being undertaken under Atmanirbhar Bharat scheme, starting with Union territories. Government has completed tendering process for Chandigarh Discom, Dadra & Nagar Haveli Discom
- Smart Metering Opportunity – Estimated Market Size of 25 Crs Meters requiring investment of Rs. 2.2 Lakh Crs / US$ 29 billion by FY26(5). ATL won smart metering project worth Rs. 13 billion to install 10.8 Lakh smart meters for BEST in October 2022.

Current Inefficiencies Faced by Discoms

- State owned distribution utilities (Discoms) plagued by structural issues and financial inefficiencies
- High leverage levels, inefficient capital structure
- Tariff inadequacy, resulting in requirement for high subsidies
- Payout of subsidies typically delayed, due to budget deficits
- High levels of operational inefficiencies (AT&C loss(1)), low network reliability
- High Cost overheads against regulatory targets

How Privatisation Will Help Reform The Sector

- Privatization to help turn around Discoms through operational efficiencies, higher investment and better consumer services(2)
- Operational efficiencies: Reduce AT&C losses, improve collection efficiencies, reliability metrics (SAIDI(4), SAIFI(4))
- Power purchase: Optimisation in power mix to reduce power purchase cost and in turn reduce consumer tariff
- Investment to strengthen network: Above efficiencies will allow investment towards improving network reliability
- Better consumer services: Faster responsiveness, consumer-centric service delivery model, quick redressal of consumer grievance

Notes: 1) Aggregate Technical & Commercial losses; 2) After privatisation in 2002, AT&C (Aggregate Technical & Commercial) losses in Delhi were reduced from a high of 53% to around 8%; 3) Standard Bidding Document issued by the Ministry of Power; 4) SAIDI: System Average Interruption Duration Index, SAIFI: System Average Interruption Frequency Index; 5) UT: Union Territory; 5) Internal estimates
ATL: Attractive Industry Opportunity supported by an Evolved and Stable Regulatory Regime

### Section 62 (ROA) Tariff Method - Multi Year (5 yr) Tariff

- **Costs**
  - O&M Expenses
  - Power Procurement Costs
  - All other costs

- **RAB Components (Regulated Debt and Equity)**
  - Interest Costs (Term debt and Working Capital)
  - Return on Equity grossed up for tax
  - Additional incentives linked to efficiencies

- **Total @ 90% RAB (Salvage Value @ 10%)**
  - Depreciation

### Section 63 (TBCB) Tariff Method – License Period Basis

- **Annual charge for a 35-year period is set through the bidding process**
- **Projects are bid either on BOOM or BOOT basis (residual life of assets normally exceed TSA period/concession period)**
- **Tariff is adopted by the relevant Electricity Regulatory Commission (ERC)**

### Regulatory landscape

- CERC and SERC established & predictable in maintaining and defining tariffs

### MYT Determination

- CERC – 20 years track record
- MERC – 19 years track record

### Transmission: Payment Pooling Mechanism Reduces Counterparty Risk

- CTU (PGCIL) / STU acts as revenue aggregator
- Billed as per regulatory / bid tariff profile

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1) MYT – Multi Year Tariff; CTU – Central Transmission Utility; STU – State Transmission Utility; CERC – Central Electricity Regulatory Commission; MERC – Maharashtra Electricity Regulatory Commission, RERC – Rajasthan Electricity Regulatory Commission; BOOM – Build, Own, Operate and Maintain; PPA – Power Purchase Arrangement; BOO – Build, Own and Operate; BOT – Build Operate and Transfer
ATL: Business Philosophy focusing on De-risking at every stage of project lifecycle

**Route Identification & Survey**
- Route alignment on topographic maps to optimize route & identify key parameters
- Utilization of Drones for route survey
- Robust site diligence and route planning to minimize project cost and ROW issues

**Project Planning & Scheduling**
- Robust Pre bid estimation of ROW, Project Cost and Timelines resulting in assurity of returns
- Solid vendor management and strong relationships add to business sustainability and avoid cost escalations

**Capital Management**
- Takeout of construction debt post commissioning (eg: USPP issuance)
- Maintained international investment grade rating while achieving impressive growth

**Project Execution**
- Complex projects experience: Completed HVDC project (~1000 kms) in a record time of 24 months
- Contracting methodology focused on derisking – competitively awarded on fixed price & fixed time basis
- Availability of large talent pool and in-house capabilities

**Construction Finance**
- Derisked financing through fully-funded plan
- Revolving Construction facility of US$ 700mn for transmission and GMTN facility of US$2 bn for AEML
- LC facility to reduce financing cost & optimize funding schedule

**Tech Enabled Operations**
- Life cycle O&M planning
- Reliability centered Maintenance
- Remote operation of sub-stations and integration with Energy Network Operating Centre

Notes:
- EPC: Engineering, procurement, and construction
- O&M: Operations & Maintenance
- USPP: US Private Placement
- LC: Letter of credit
- GMTN: Global Medium Term Note
- AEML: Adani Electricity Mumbai Limited
ATL: Technology enabled O&M Excellence

**Design and Technology Excellence**
- In-house design team capable of designing towers using software tools like PLS Tower and STAAD-PRO
- Drone inspection for Asset maintenance and Pre-bid survey (LIDAR method)(1)
- ERS tool for emergency restoration of lines up to 765kV within 48 hours for higher reliability and incentive income

**Project Excellence**
- Completed HVDC project (~1,000 kms) within record time of 24 months
- Majority of the projects completed within time and budget allowing ATL to maintain high market share of 35% in FY21 and 22% in FY22
- Cost savings at development and O&M allowing RoE optimization

**O&M Excellence**
- In-house team with vast O&M experience
- Remote operation of sub-stations (Rajasthan assets) and predictive maintenance through Energy Network Operating Centre (ENOC)
- Low-cost and condition-based O&M through tools like SCADA and processes like IMS, Disha for robust and sustainable O&M

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**Operational Excellence**

**Robust Transmission and Distribution Network**

**Transmission business - Average System Availability %**

<table>
<thead>
<tr>
<th>Year</th>
<th>FY18</th>
<th>FY19</th>
<th>FY20</th>
<th>FY21</th>
<th>FY22</th>
</tr>
</thead>
<tbody>
<tr>
<td>Ckm</td>
<td>99.9%</td>
<td>99.8%</td>
<td>99.8%</td>
<td>99.9%</td>
<td>99.7%</td>
</tr>
</tbody>
</table>

**Distribution business - Supply Reliability (ASAI) %**

<table>
<thead>
<tr>
<th>Year</th>
<th>FY18</th>
<th>FY19</th>
<th>FY20</th>
<th>FY21</th>
<th>FY22</th>
</tr>
</thead>
<tbody>
<tr>
<td>Ckm</td>
<td>99.900%</td>
<td>99.900%</td>
<td>99.992%</td>
<td>99.993%</td>
<td>99.996%</td>
</tr>
</tbody>
</table>

Notes: (1) LIDAR: Light Detection and Ranging - currently at trial stage; IPMS: Integrated Project Management Solution; ENOC: Energy Network Operating Center; SCADA: Supervisory Control and Data Acquisition; ABEM (Adani Business Excellence Model); AHM: Asset Health Management; IoT: Internet of Things; IMS: Integrated Management Systems; ERS: Emergency Restoration System; Ckm: Circuit Kilometer; RoE: Return on Equity; O&M: Operation and Maintenance; HVDC: High Voltage Direct Current
**AEML Business philosophy:** Sustainability, Reliability and Consumer Focus (Affordability & Responsiveness)

### Reliability
- Pioneer in adoption of **advanced technologies**
- Only utility with **integrated GIS, WMS, OMS, CRM**
- **Redundancy** built at 3 levels (N-1-1 Cluster wise)
- **100% unmanned remote operated stations**
- **Islanding scheme** insulating consumers from external grid outage
- **Installed capacity is twice of maximum demand**
- **Sustainable Regulated Asset Development** ensuring **asset hardening**
- **100% underground network**

### Affordability & Responsiveness
- **Consumer-centric service** delivery model → Emerging as "supplier of choice"
- **Consumer Affair Committee** for Consumer satisfaction
- **Widening Digital Payment** avenues
- **Long term renewable power tie up** at lower cost
- **Asset hardening** ensures operational excellence → Higher consumer base → **Lower tariff**
- **Smoothening of FAC resulting in tariff stability**

### High Supply Reliability
- FY20: 99.992%
- FY21: 99.993%
- FY22: 99.996%

### Consistent decline in tariff
- **Avg. Power Purchase Cost (INR/unit)**: FY20: 4.58, FY21: 4.44, FY22: 5.25

**Notes:** GIS - Geographical Information system, WMS - Work Management system, OMS - Outage management system, CRM - Customer relationship management, FAC - Fuel adjustment charges
ATL: Capital Management Philosophy to achieve growth at scale with capital discipline

ATL is the only private sector transmission and distribution company in India with International IG Rating
- Long life contracted assets with sovereign counterparties in a stable regulatory regime (Transmission: 35 year concession, Distribution: Perpetual life)
- Capital structure designed through debt financing at longer tenure matching concession life and terms akin to stable assets

Project Construction Financing
- Ensure senior debt availability for Project Construction
- Ensure NFB facility to bid for project

Cash to Growth
- LRA for future unfunded capex

Post-Commissioning Phase
- Debt Capital market refinancing at lower interest rate, longer tenure and terms akin to stable assets

Development Phase

Demonstrated

- Raised green field finance over ~INR 140 Bn (USD 1.9 bn) for project construction
- NFB limit of INR 1,150 crore (USD 153 mn)
- Revolving Construction Facility of USD 700 mn
- Construction Facility to be upsized to fund confirmed projects and upcoming project

Free Cashflow from operational projects providing necessary equity capital for growth

1st issuance - ATL Obligor Group: US$ 500 mn
2nd issuance - ATL Obligor Group: US$ 500 mn
30 year USPP issuance: US$ 400 mn
AEML bond issuance: US$ 1 Bn
AEML GMTN program: US$ 2 Bn (US$ 300 mn drawn)

Future USD bonds/USPP raise via. Global Debt Capital Market (already demonstrated for operational projects)

Notes: FCFE: Free Cash Flow for Equity; LRA: Liquidity reserve account; Mn: Million; Bn: Billion NFB: Non Fund Based; GMTN: Global Medium Term Notes, IG : Investment Grade, AEML : Adani Electricity Mumbai Limited., USPP : US Private Placement
**ATL: Transformational Capital Management Plan in AEML resulting in value unlocking**

**Capital structure consistent with underlying Business philosophy**
- Elongated maturity reflecting perpetual nature of business
- High quality stable cashflow profile to ensure IG metrics – reduced cost of debt
- Diversified and deep investor base, to provide stability
- Fully funded long term capex program

**Stage - 1 (Acquisition): Aug-18**
- On acquisition, introduced efficient capital structuring - debt financing of USD 1.1 bn
- Debt from Domestic Banks
- Fresh capex debt (D/E 70:30) at competitive pricing

**Stage - 2 (Post Acquisition): Feb-20**
- QIA’s acquisition of 25.1% stake
- Debt reduction through shareholder sub-debt of US$ 282 mn
- Refinancing through US$ 1 bn IG non amortizing bond
- US$ 400 mn ECB Capex revolver facility to fully fund Capex program

**Stage - 3 (Recent): Jun-21**
- Revolving ECB Capex facility used for RAB growth
- Asset hardening improved operational efficiency promoting affordable tariff
- Successfully placed US$ 2bn GMTN program to replace ECB in July 2021

**Stage - 4 (Proposed): Mar-25**
- 100% of term debt placed in international capital markets.
- Diversified global investor base to provide stability
- Elongated maturity → liquidity
- Prudent Capital Management plan to enhance credit quality

**Notes:** QIA: Qatar Investment Authority; ECB: External Commercial borrowings, Bn: Billion; US$: United State dollar; IG: Investment Grade; GMTN: Global medium term notes; D/E: Debt to equity ratio, RAB : Regulatory Asset Base, QIA: Qatar Investment Authority

---

**Equity Component Increased**

<table>
<thead>
<tr>
<th>Stage</th>
<th>Equity</th>
<th>Bond</th>
<th>Bank</th>
<th>ECB</th>
<th>GMTN</th>
</tr>
</thead>
<tbody>
<tr>
<td>Stage-1</td>
<td>69%</td>
<td>31%</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Stage-2</td>
<td>4%</td>
<td>52%</td>
<td>44%</td>
<td>5%</td>
<td>3%</td>
</tr>
<tr>
<td>Stage-3</td>
<td>9%</td>
<td>49%</td>
<td>42%</td>
<td>6%</td>
<td>3%</td>
</tr>
<tr>
<td>Stage-4</td>
<td>33%</td>
<td>36%</td>
<td>31%</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**100% term debt from capital markets**
ATL: Compelling Investment Case

Favorable Industry Landscape
- Significant growth opportunities in Transmission and Distribution with **favourable government policy** and strong T&D infrastructure demand with **increasing shift to renewable energy**
- Evolved and stable regulatory regime conducive for infrastructure investment

Development and Construction Expertise
- Proven track record of excellence in development & construction
- ATL remains **competitive at bidding stage** due to scale benefits. Synergies from wide geographical presence and execution expertise helps **mitigate cost and time overrun risk**
- **Solid vendor management** and strong relationships adds to business sustainability and avoid cost escalations

Operational and Execution excellence
- **Robust operational metrics** - line availability, supply reliability, distribution loss
- One of the **lowest O&M cost through predictive maintenance** and technology excellence

Capital Management Philosophy
- Capital structure designed through debt financing at longer tenure matching concession life and terms akin to stable assets
- ATL is the only private sector transmission and distribution company in India with **International IG Rating**

Capital Allocation and turnaround capability
- Disciplined approach towards new project bidding and acquisitions; stringent IRR (returns) threshold
- Commitment to **maintain strong credit profile and investment grade rating**
- Strong track record of acquisition and turn around of transmission and distribution assets

Notes: T&D: Transmission and Distribution; IG: Investment Grade; O&M: Operation and Maintenance, IRR: Internal Rate of Return
**ATL:** As a matured O&M player, shifting from Time-based Maintenance to Reliability Centered Maintenance

<table>
<thead>
<tr>
<th>Time-based Maintenance (TBM)</th>
<th>Preventive Maintenance (PM)</th>
<th>Condition-based Maintenance (CBM)</th>
<th>Reliability Centered Maintenance (RCM)</th>
</tr>
</thead>
<tbody>
<tr>
<td>• Emergency restoration system</td>
<td>• SAP Integration for triggering and closure of PM activities</td>
<td>• Performing key tests based on equipment health condition</td>
<td>• Image Analytics and Drone surveillance of assets</td>
</tr>
<tr>
<td>• Offline condition assessment</td>
<td>• Regular monitoring of SF6 gas pressure in Breaker</td>
<td>• Online Partial Discharge (PD) for GIS</td>
<td>• Asset Performance Management (APM)</td>
</tr>
<tr>
<td>• Solar module cleaning</td>
<td>• Checking of all parts of equipment &amp; cleaning</td>
<td>• Tan Delta measurement of equipment</td>
<td>• Sensorization of assets</td>
</tr>
<tr>
<td>• Preventive &amp; Corrective actions</td>
<td>• Field force mobility</td>
<td>• PID of insulator</td>
<td>• Health index monitoring of critical equipments</td>
</tr>
<tr>
<td>• Dry cloth cleaning</td>
<td>• Insulator washing</td>
<td>• Asset segregation based on grading</td>
<td>• SF6 gas analyzer</td>
</tr>
</tbody>
</table>

**Harnessing Cutting-edge Technology for advanced O&M**

Notes: GIS: Gas Insulated Sub-station; PID: Punctured Insulator Detection; SF6: Sulfur hexafluoride
ATL: O&M Philosophy focused on Reliability, Longevity, Sustainability & Safety

### Average Availability

<table>
<thead>
<tr>
<th>FY18</th>
<th>FY19</th>
<th>FY20</th>
<th>FY21</th>
<th>FY22</th>
</tr>
</thead>
<tbody>
<tr>
<td>99.9%</td>
<td>99.8%</td>
<td>99.8%</td>
<td>99.5%</td>
<td>99.7%</td>
</tr>
</tbody>
</table>

### ENOC Benefit

- Enhanced Safety
- Data Analytics
- Video Monitoring System (VMS)
- Security Automation System (SAS)
- Asset Performance Management (APM)

### Analytical dashboard

- Asset Integration in SAP
- Health Index formulation
- Risk score and Action plan

#### Analytical dashboard monitoring and diagnosing asset health on multiple test parameters Driving enhanced asset life.

### Business Sustainability

- Adani Business Excellence Model (ABEM)
- Integrated Management System (IMS)
- Business Continuity Management (BCM)
- Cluster Based Maintenance & Inventory Management
- Cyber Security
- Technical Assessment

### Reliability

- Industry-leading System Availability
- Remote Operations through ENOC

### Longevity

- Asset Health Monitoring Using Analytics Platform

### Sustainability

- Adoption of globally renowned processes

### Safety

- Robust Safety Framework Leading to “Zero” Fatalities in O&M

### Notes:

AI: Artificial intelligence; ML: Machine Learning; EMI: Electro Magnetic Induction; LSSR: Life Saving Safety Rules
**Case Study: TBCB portfolio takeout through USPP**

USPP: 30 years USD notes (USD 400 mn) issued by restricted group of 7 subsidiaries of ATL (2,084 ckm network) with fixed coupon and amortizing structure matching the concession period & revenue profile of the issuer companies.

### Case study USPP: Fully funded Value Creation over lifecycle -> Reinvestment in Growth

#### Phase

- Development
- Operations
- Capital Management

#### Pre-bid Estimates

- Original Est. Project Cost Rs. 36 Bn

#### Actual

- Actual Project Cost Rs. 32 Bn

#### Estimates vs. Actual

- Original Est. Project Cost Rs. 36 Bn vs. Actual Project Cost Rs. 32 Bn
- Original Est. Cost Rs. 0.5 Bn vs. Actual Cost Rs. 0.32 Bn
- Planned RoE <21% vs. Executed RoE of 21%
- Optimized RoE of 55%

### Debt (Rs. Bn)

- Planned: 28
- Executed: 23
- Optimized: 23

### Equity 62.5%

### One-Off Dividend (Debt)

### Fixed FCFE ensuring regular cash streams

### Future of ATL Capital Management Program

- Enabling Assets to Ensure Efficient Capital Churn Cycle at ATL
  - New Asset Construction – Construction Financing and Debt Sizing
  - Refinancing Stabilized Asset - Sustainable Debt Upsized
  - Free Cash Flow reinvested in growth

### Notes:

- TBCB: Tariff-based competitive bidding; USPP: US Private Placement, Ckm: Circuit Kilometer, RoE: Return on Equity, FCFE: Free Cash Flow for Equity
### Adani Transmission Limited

**Operating Assets**

<table>
<thead>
<tr>
<th>Line Length</th>
<th>Capacity</th>
<th>ROA</th>
<th>State</th>
<th>Counterparty</th>
<th>Type</th>
<th>Base</th>
</tr>
</thead>
<tbody>
<tr>
<td>3,834 km</td>
<td>1,217 MVA</td>
<td>75%</td>
<td>Centre</td>
<td>Mundra - Degham</td>
<td>A</td>
<td>INR 57.7 Bn</td>
</tr>
<tr>
<td>2,630 km</td>
<td>73%</td>
<td>State</td>
<td>Tiroda - Chhindwara</td>
<td>B</td>
<td>INR 37.5 Bn</td>
<td></td>
</tr>
<tr>
<td>3,063 km</td>
<td>73%</td>
<td>State</td>
<td>Mundra - Akkalkot</td>
<td>C</td>
<td>INR 1.3 Bn</td>
<td></td>
</tr>
<tr>
<td>3,166 km</td>
<td>73%</td>
<td>State</td>
<td>Mundra - Akkalkot</td>
<td>D</td>
<td>INR 4.4 Bn</td>
<td></td>
</tr>
<tr>
<td>2,076 km</td>
<td>73%</td>
<td>State</td>
<td>Mundra - Akkalkot</td>
<td>E</td>
<td>INR 1.3 Bn</td>
<td></td>
</tr>
<tr>
<td>2,656 km</td>
<td>73%</td>
<td>State</td>
<td>Mundra - Akkalkot</td>
<td>F</td>
<td>INR 1.3 Bn</td>
<td></td>
</tr>
</tbody>
</table>

**Recently Commissioned**

<table>
<thead>
<tr>
<th>Line Length</th>
<th>Capacity</th>
<th>ROA</th>
<th>State</th>
<th>Counterparty</th>
<th>Type</th>
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<td>F</td>
<td>INR 1.3 Bn</td>
<td></td>
</tr>
</tbody>
</table>

Notes: ATL - Adani Transmission (India) Limited; MEQPTCL - Maharashtra Eastern Grid Power Transmission Co. Limited; AENL - Adani Electricity Mumbai Limited (Distribution business); ATBSPL - Adani Transmission Bikani Sagar Private Limited; STL - Spit Transmission Limited; RRWTL - Rajputranjagao-Warora Transmission Limited; CWRTL - Chhatarisagar WR Transmission Limited; ATRL - Adani Transmission (Rajasthan) Limited; ATSCL - Aravali Transmission Service Company Limited; MTSCL - Maru Transmission Service Company Limited; WRSS - Western Region System Strengthening Scheme; INR - Indian Rupees; (1) 74% in ATIL 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 per project cost and Mumbai OTO / BSES as per Regulated Asset Base.
### ATL's Under-construction Asset Portfolio as of Q2FY23

**ATL's "Grid-to-Switch" Integrated Platform**
- Transmission Line (Ckms)
- Distribution Customers (mn)

#### ATL's Transmission Network Growth
- FY17: 5,450 Ckm
- FY18: 13,562 Ckm
- FY19: 14,740 Ckm
- FY20: 12 mn+
- FY21: 18,795 Ckm
- FY22: 12 mn+

**ATL's Transmission Network Growth**
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- FY22: 12 mn+

---

### Under Construction

#### ATL Transmission Limited

<table>
<thead>
<tr>
<th>Transmission Line</th>
<th>Transformation capacity</th>
<th>Residual concession life / License period</th>
<th>Contract type</th>
<th>Counterparty</th>
<th>Asset base</th>
<th>SCOD</th>
</tr>
</thead>
<tbody>
<tr>
<td>North Karanpura Transmission System</td>
<td>Lakadha - Bhuj</td>
<td>N/A</td>
<td>Centre</td>
<td>INR 6.7 Bn</td>
<td>Sept - 22</td>
<td>(1)</td>
</tr>
<tr>
<td>WRSS - X (A)</td>
<td>Jam Kambhaliya</td>
<td>N/A</td>
<td>Centre</td>
<td>INR 8.1 Bn</td>
<td>September 22, 2022 - July 24, 2024</td>
<td>(2)</td>
</tr>
<tr>
<td>MP Package II</td>
<td>MP Power Transmission Package II Ltd</td>
<td>N/A</td>
<td>Centre</td>
<td>INR 3.2 Bn</td>
<td>July 22, 2024 - October 23, 2024</td>
<td>N/A</td>
</tr>
<tr>
<td>Khargar - Vikhroli</td>
<td>400kv Khargar - Vikhroli</td>
<td>N/A</td>
<td>Centre</td>
<td>INR 12 Bn</td>
<td>October 23, 2024 - January 23, 2025</td>
<td>N/A</td>
</tr>
<tr>
<td>NKTL</td>
<td>Jam Kambhaliya</td>
<td>N/A</td>
<td>Centre</td>
<td>INR 12 Bn</td>
<td>January 23, 2025 - April 25, 2025</td>
<td>N/A</td>
</tr>
<tr>
<td>VKTL</td>
<td>Warora - Kurnool</td>
<td>N/A</td>
<td>Centre</td>
<td>INR 2 bn</td>
<td>April 25, 2025 - July 25, 2025</td>
<td>N/A</td>
</tr>
</tbody>
</table>

**Notes:**
1. HVDC project SPV will be 100% subsidiary of AEML (Adani Electricity).
2. Asset base for under-construction assets – as per the estimated project cost as of June 2021.

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**ATL's Evolution**
- Since ATL's evolution its Transmission Network (ckms) has grown 3.4x and expanded into Distribution businesses.

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**Transmission Line length**
- FY17: 5,450 Ckm
- FY18: 13,562 Ckm
- FY19: 14,740 Ckm
- FY20: 12 mn+
- FY21: 18,795 Ckm
- FY22: 12 mn+

---

**Transmission capacity**
- FY17: 5,450 Ckm
- FY18: 13,562 Ckm
- FY19: 14,740 Ckm
- FY20: 12 mn+
- FY21: 18,795 Ckm
- FY22: 12 mn+

---

**Residual concession life / License period**
- FY17: 5,450 Ckm
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- FY21: 18,795 Ckm
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**Contract type**
- FY17: 5,450 Ckm
- FY18: 13,562 Ckm
- FY19: 14,740 Ckm
- FY20: 12 mn+
- FY21: 18,795 Ckm
- FY22: 12 mn+

---

**Counterparty**
- FY17: 5,450 Ckm
- FY18: 13,562 Ckm
- FY19: 14,740 Ckm
- FY20: 12 mn+
- FY21: 18,795 Ckm
- FY22: 12 mn+

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**Asset base**
- FY17: 5,450 Ckm
- FY18: 13,562 Ckm
- FY19: 14,740 Ckm
- FY20: 12 mn+
- FY21: 18,795 Ckm
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**SCOD**
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