

WELSPUN ENTERPRISES LTD

An Infra Player with a Difference

February 2020



Actual photo of Delhi-Meerut Expressway; completed in record 19 months vs. scheduled 30 months

SAFE HARBOR

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Any reference herein to "the Company" shall mean Welspun Enterprises Limited, together with its consolidated subsidiaries.

KEY INVESTMENT HIGHLIGHTS

Welspun Group

comes with vast experience of

- Nurturing businesses
- Executing marquee projects
- Investing & timely value unlocking

Sunrise Infra Sector

~ Rs. 102 trillion capital expenditure in infrastructure sector during FY2020-25 due to NIP

Hybrid Annuity Model (HAM) Opportunity

- Win-win model for government & developer
- Around half of road awards happening through HAM

Welspun Enterprises

- Focused purely on HAM
- Robust order book provides strong visibility
- Demonstrated operational excellence
 - Financial strength

Asset Light Model

- Focused on Project Management Consultancy (PMC)
- Minimal Plant & Machinery
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 - High RoCE, Low Leverage

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WELSPUN GROUP OVERVIEW

FY19 Revenue

Rs. 185 bn

CAGR 21% (1995-2019)

FY19 EBITDA

Rs. 25 bn

Overall 13% EBITDA margin

Fixed Asset Base

Rs. 61 bn

Asset creation calibrated to
Demand & Cash flows

Net Debt of Rs. 32 bn

Continuous focus on reducing
high cost debt

Net Debt to Equity of 0.40 x

25,000+ Employees

Managing large, diverse
workforce across geographies

Strong Credit Rating

Welspun India: AA

Welspun Corp: AA-

Welspun Enterprises: AA(SO)



Global Leader in Home Textiles

Ranked #1 Home Textile Supplier
to USA 5 Times in Last 6 Years



Global Leader in Large Diameter Pipes

Manufacturing facilities in India,
Saudi Arabia & USA



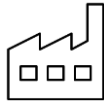
Specialised HAM Infra player

Completed India's first 14 lane
Expressway in record time of 19
months vs scheduled 30 months

GROUP'S RICH EXPERIENCE OF PROJECT EXECUTION



History of designing & building manufacturing plants & projects worth USD 3 bn+



Successfully built Anjar Welspun City, spread across 2,500 acres in Gujarat



Built renewable energy portfolio of 1,000+ MW worth Rs.10,000+ crores & successfully divested it



Track record of delivering quality projects, on or before time



Successfully built one-of-its-kind anciliarisation (captive outsourcing) model in Textiles



Experience of value unlocking from assets of more than Rs. 130 bn in the past five years

Group vision to be among the Top-3 HAM players in the country

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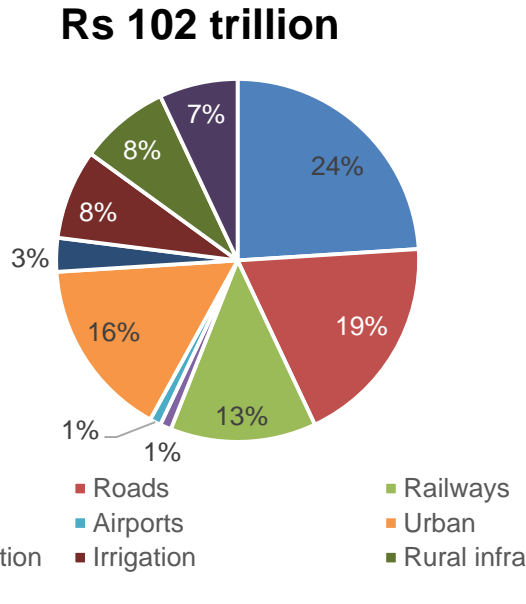
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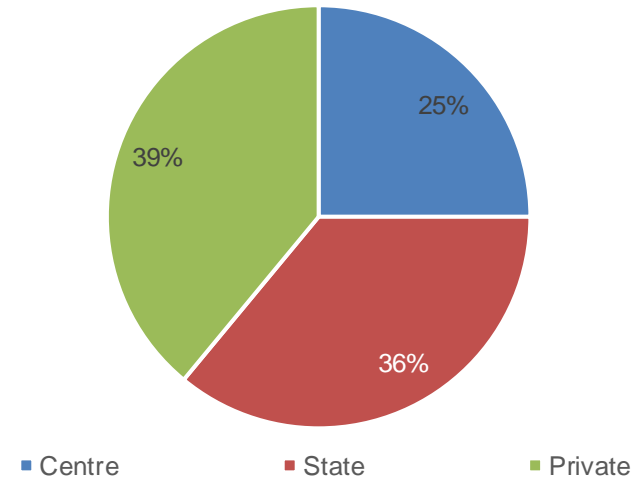
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ROAD SECTOR TO GET STRONG THRUST FROM GOVERNMENT

Sector wise break up of Capex in NIP during FY20 25



Sector wise share in the NIP for Road sector



FY20-25: Roads contribution is 19% and irrigation accounts for 8% of total NIP Capex

Private sector expected to be largest contributor towards roads

Vision 2025



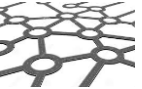
NH total length 200,000 km; expressways 10% of total NH (20,000 km) in major economic corridors



Strategic areas and major tourist destinations

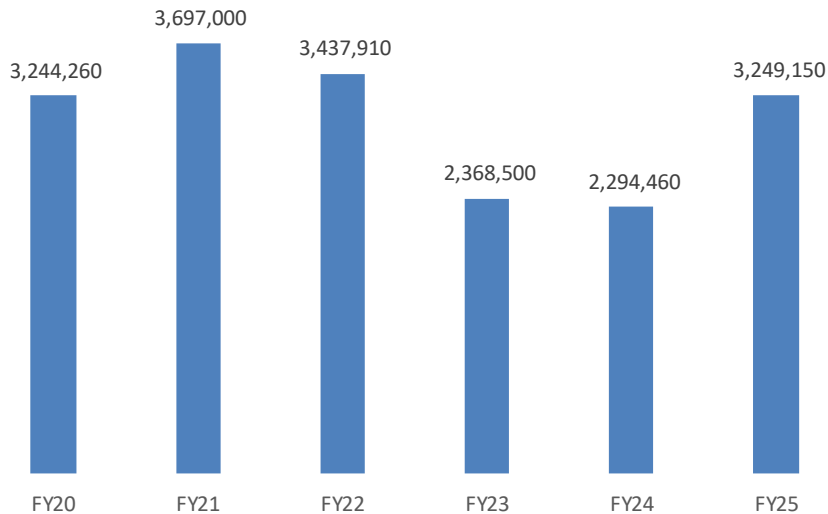


Significantly higher share of the private sector in NH



Last mile connectivity improve access to remote areas

Annual phasing of investments (Rs mn) – 196 trillion



Major projects include the Delhi Mumbai Expressway and Chennai Bengaluru Expressway

POTENTIAL UNDER BUY & TURNAROUND STRATEGY

Several HAM projects awarded to various infra players with weaker balance sheet are not financially closed...

...Welspun Enterprises with its strong banking relationship backed with strong balance sheet sees this as an opportunity to be a Turnaround Specialist

Welspun Enterprises' Turnaround Record – 3 projects till date

1) Gagalheri-Saharanpur-Yamunanagar (GSY)

2) Chutmalpur-Ganeshpur & Roorkee-Chutmalpur-Gagalheri (CGRG)

Concessionaire

Concessionaire not in a position to achieve financial closure



Along with Welspun Enterprises

Financially closed **within 2 months**

3) Chikhali-Tarsod (Package-IIA)

Concessionaire

Concessionaire not in a position to achieve financial closure



Along with Welspun Enterprises

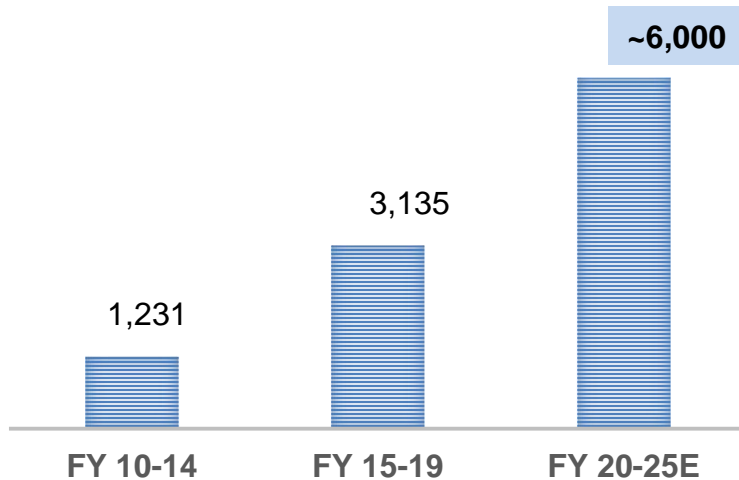
Financially closed **within 1 month**

WATER SECTOR – KEY FOCUS AREA IN MODI 2.0

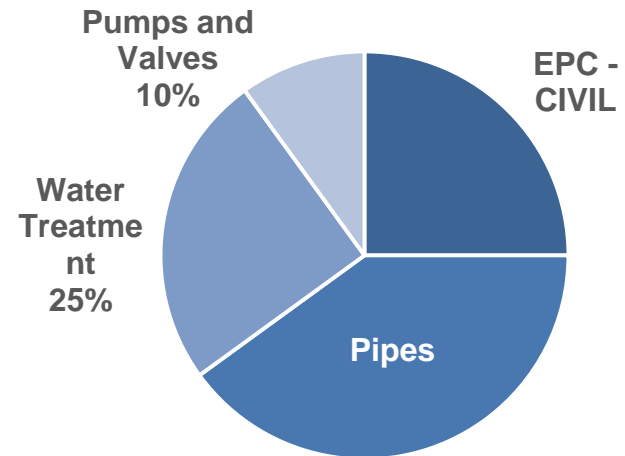
Government’s Mission: ‘Nal se Jal’

Target of providing 100% piped water to all households by 2024 (from current 18%)

Investments in water area to double in the next 5 years (Rs. Bn)



Major Project cost likely to be distributed amongst



A new ‘Jal Shakti’ Ministry formed unifying the water management functions

As per NIP report, 3.6 lakh crores have been assigned for water sector

Major projects include Ken Betwa , Godavari Cauvery river linking, Clean Ganga, and reservoir projects

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NHAI HYBRID ANNUITY MODEL (HAM) INTRODUCED IN 2016....

....to overcome BOT issues including

Land Acquisition

Change of scope

Traffic changes

Toll Risk

Financing

....thus, now NHAI awarding projects under HAM and pure EPC.

HAM advantageous to both Developer & Authority

NHAI as a partner providing **40% funding**

12-15% of project cost
Minimal Equity requirement

At least **80% land** provided by the authority on appointed date. COD given based on land provided

All Clearances provided by the authority before appointed date

No Toll Collection Risk
No traffic risk

O&M covered by separate payments from authority

During construction, **Better Credit Rating than BOT** on account of lower risk

Once constructed, **AAA (SO) Credit Rating** as semi-annual assured payments from NHAI

Public Private Partnership to build world class infrastructure

Lesser Cash Outflow as compared to EPC model

Revenue Generation from toll collection which funds the annuity

Quality Assured due to maintenance obligation of 15 years by concessionaire

For details refer appendix

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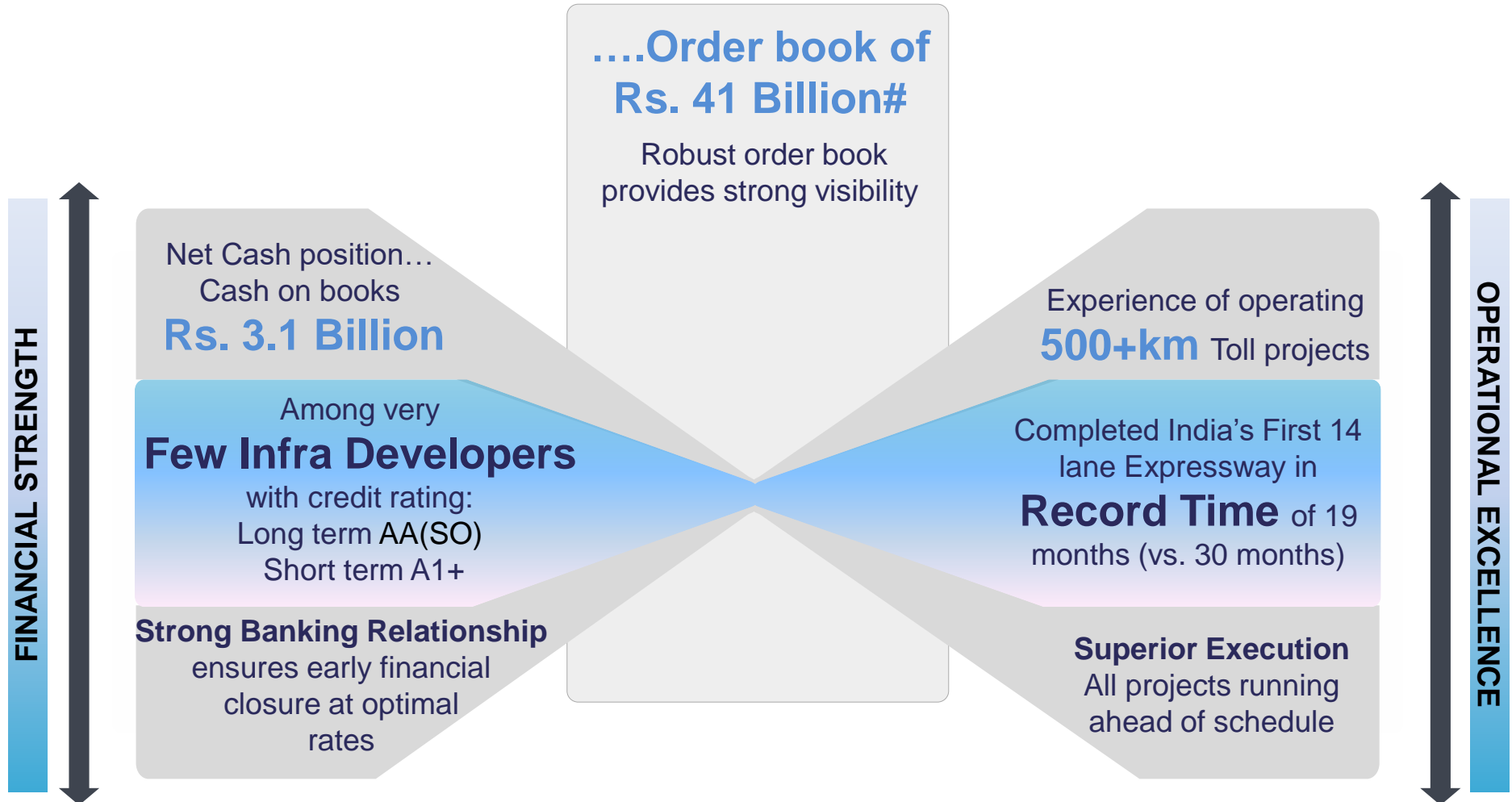
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ROBUST HAM PORTFOLIO: Rs. 85+ BILLION, 590+ KM WITH....



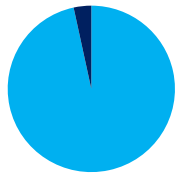
High value creation with focus on HAM Projects

excluding GST

STRONG PLATFORM SET FOR FUTURE GROWTH

Continuously building HAM portfolio through bid / buy strategy for profitable growth
Current order book at ~Rs 41 billion (excluding GST)

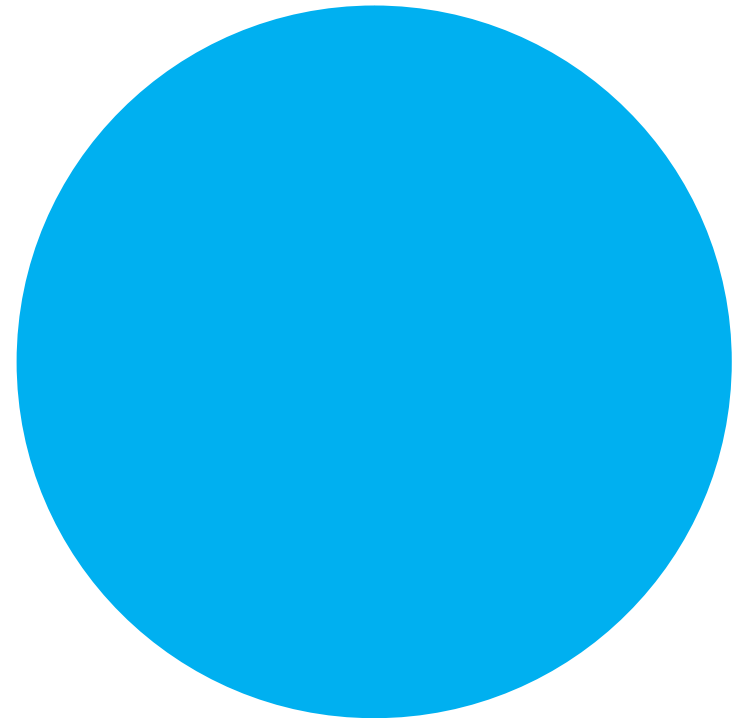
As on Mar-17



EPC of HAM: 5.2 bn
Other EPC: 0.2 bn



As on Dec-19



EPC of HAM: 41 bn

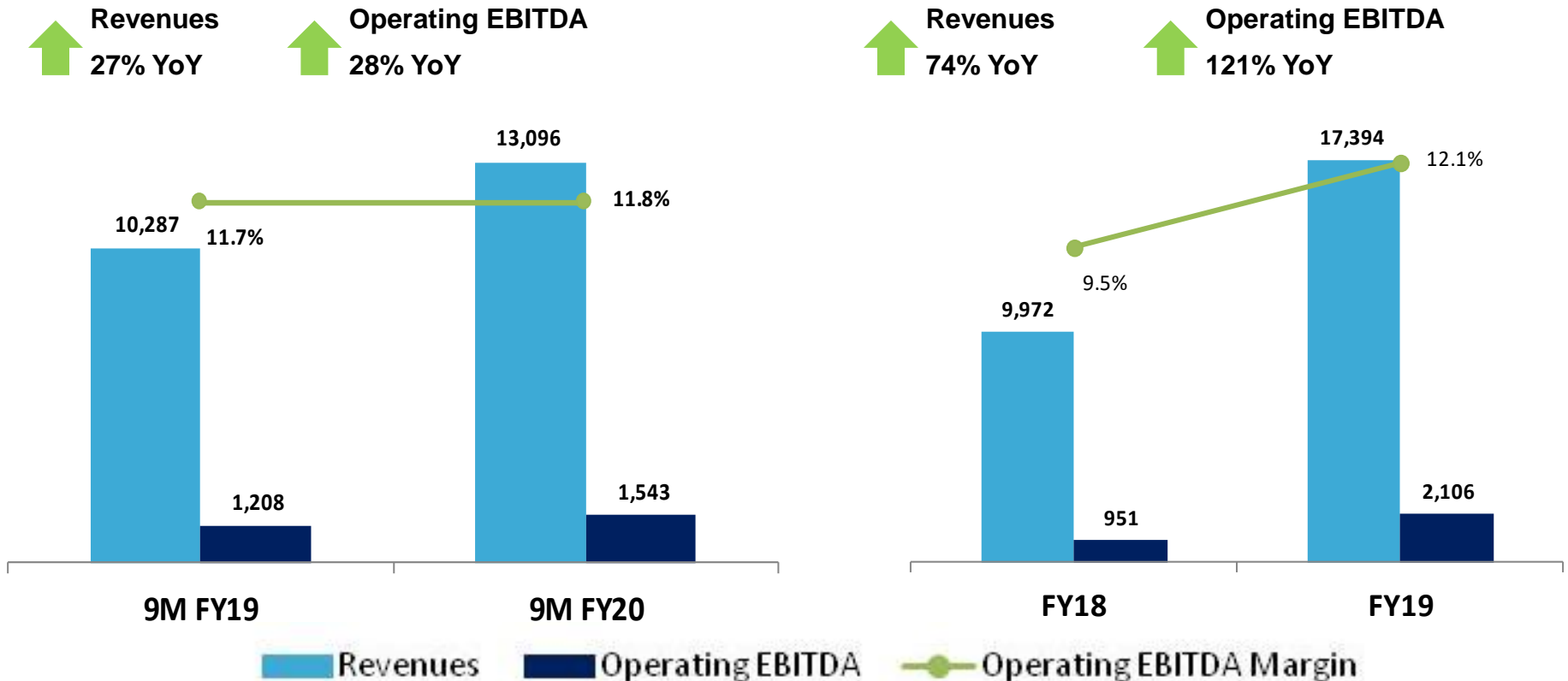
 EPC of HAM Projects
 Other EPC

OPERATING LEVERAGE TO IMPROVE MARGINS

9M FY20 revenue contributed by 5 HAM projects

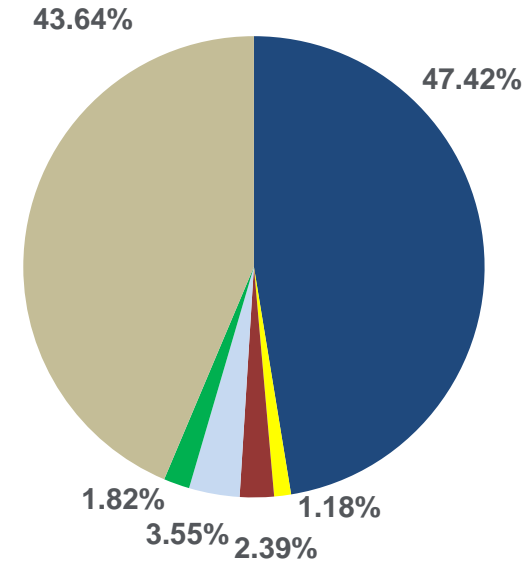
Margin improvement as fixed cost absorption increased with higher execution on multiple projects

Revenues and Operating EBITDA (Rs. Million)



WITH UNDIVIDED FOCUS ON SHAREHOLDER VALUE CREATION

Shareholding Pattern (as on 31st Dec 2019)



Market Statistics

| As on Dec 31, 2019 | INR | USD |
|---|--------|------|
| Price per share (Face value Rs. 10 per share) | 76.30 | 1.07 |
| No of Shares outstanding (Mn) | 148 | 148 |
| Market Capitalization (Mn) | 11,299 | 159 |
| Daily Average Trading Volumes (Q3FY20) No of shares in Mn | 0.22 | 0.22 |
| Daily Average Trading Value (Q3FY20) (Mn) | 18.22 | 0.26 |

Creating Shareholder value

Share Buyback

- Bought back ~27 mn shares at Rs. 62 per share
- Total cash outflow of Rs. 1.67 bn
- Completed in March 2017

Stated Dividend Distribution Policy

- Endeavor to achieve distribution of an amount of profit subject to maximum of 25% of Profit After Tax
- Applicable FY18 onwards
- FY19 dividend at Rs. 2 per share

THROUGH AN EXPERIENCED BOARD AND MANAGEMENT

Board of Directors

B.K.Goenka, Chairman

- Amongst India's most dynamic businessmen; Past President ASSOCHAM (2019)
- Recipient of Asian Business Leadership (ABLF) Award, 2019

Rajesh Mandawewala, Group MD

- Qualified Chartered Accountant; Played an instrumental role in establishing Welspun's Textile & Pipe business
- Authorization of investment decisions for Welspun

Dr. Aruna Sharma, Independent Director

- Retired IAS officer (1982 batch, Madhya Pradesh cadre) with 38+ years of experience and PhD (Dev. Economics)
- Expertise in IT, Big Data & Cyber Security, Steel, Rural Development.

Mohan Tandon, Independent Director

- Ex MD of GIC of India, and Chairman & MD of National Insurance Co. Ltd.
- Expert in Org. Restructuring; Productivity-oriented Incentive Schemes

Raghav Chandra, Independent Director

- Retd. IAS officer (1982 batch) with more than 3 decades of experience.
- Held key positions with Center / State Govt. at various levels; Expert in Infrastructure Development & Public Private Partnership

Management Team

Sandeep Garg, Managing Director & CEO, Member of Board

- Harvard Graduate with 30+ years experience in diverse roles in infrastructure and oil & gas sector
- Prior experience with ONGC, Punj Lloyd, IL&FS

Asim Chakraborty, Chief Operating Officer (COO) - Highways

- 32 years experience in Designing, Engineering and Construction of Infrastructure projects

Banwari Lal Biyani, Operation Head – BOT & EPC

- AICWA professional with approx 39 years experience in Commercial, Planning & Budgeting, Business Excellence & Strategy and Operations

Jitendra Jain, President, Finance

- 23+ years experience in capital raising, debt financing, structured finance, investments, cash management, forex and investor relations

Yogen Lal, Head- Water Business

- Civil engineer with 26+ years experience in water segment

Management Team : Group Support

Akhil Jindal, Group CFO & Head - Strategy

- 22+ years of experience in corporate finance, M&A, strategy and fund raising
- Significantly contributed to Welspun Group in the last 12 years with its global expansion plans

Deepak Chauhan, Head – Group Legal

- 20 years experience in legal, majorly in infrastructure and transportation

Devendra Patil, Head – Group Secretarial

- 30+ years experience in secretarial and legal

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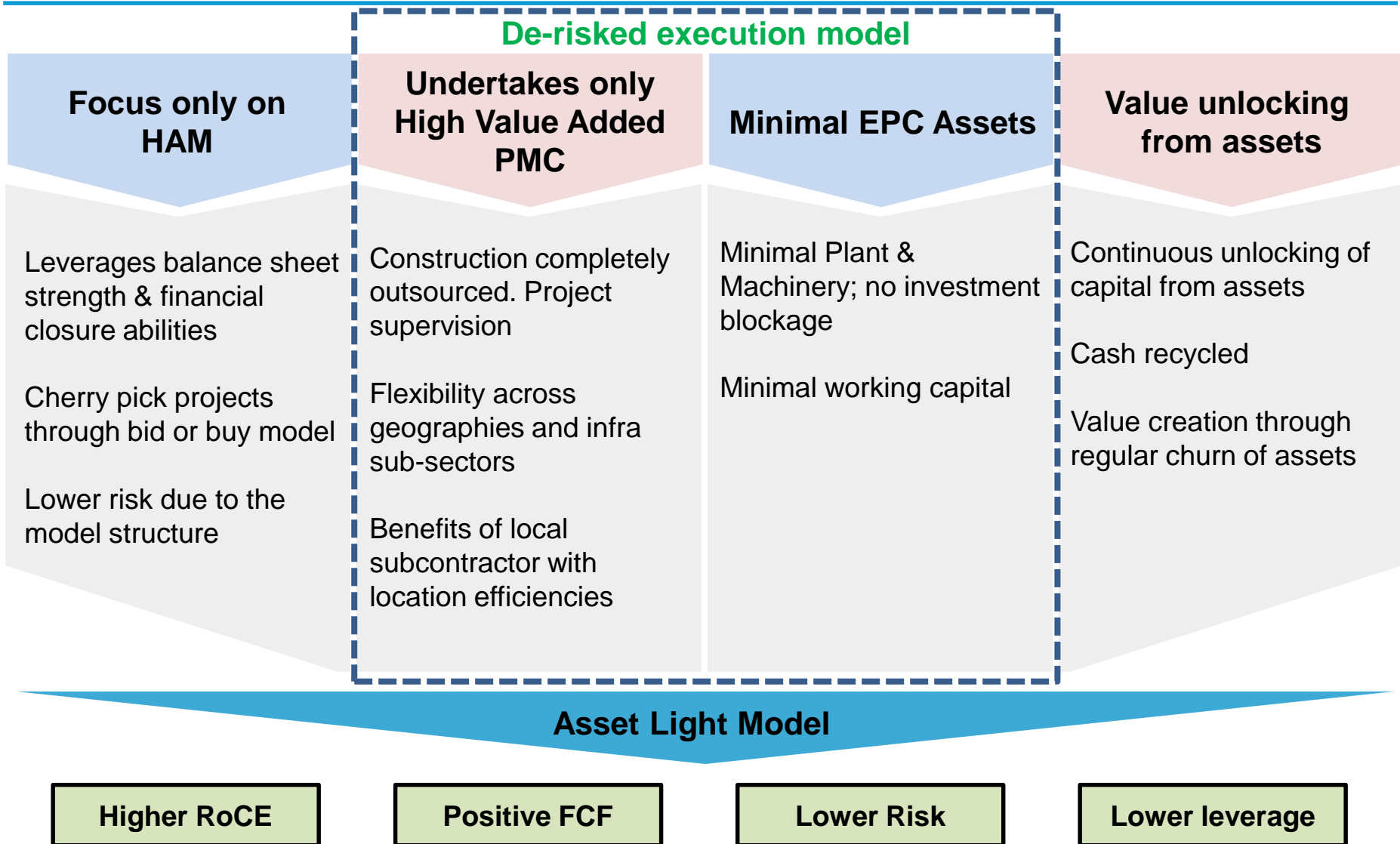
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ONE OF ITS KIND ASSET LIGHT MODEL



CREATING VALUE THROUGH A PROFOUND STRATEGY

1

**Bid for differentiated HAM projects/
Buy distressed HAM projects**

- Lower competition
- Better IRRs

2

Achieve early financial closure

- Strong Balance Sheet
- Reduced finance cost

3

Award construction to best suited sub-contractor

- Reduce execution risk
- Minimal investment in Plant & Machinery

4

Project Management Consultancy

- Rigorous monitoring
- Achieve early completion

8

Reinvest proceeds in new projects

- Ensure optimal balance sheet size

7

Timely value unlocking

- Divest to long term investor with lower cost
- Sustained Cashflow

6

Refinance to reduce interest cost

- Rating revision
- Reduce financing cost

5

Achieve COD ahead of schedule

- Earn early completion bonus
- Improve returns

DELHI MEERUT E-WAY: VALIDATING OUR DIFFERENTIATED STRATEGY

Project Under the Aegis of Prime Minister of India Shri Narendra Modi and NHAJ

Laying of foundation stone



Inauguration of completed project



- ★ India's FIRST 14-Lane Expressway
- ★ India's FIRST Green Expressway
- ★ India's FIRST COMPLETED HAM project – 332 Days ahead of schedule
- ★ India's FIRST HAM project to be awarded AAA (SO) credit rating
- ★ India's FIRST HAM project to receive annuity
- ★ India's FIRST HAM project to be re-financed post completion



APPRECIATION BY PRIME MINISTER OF INDIA SHRI NARENDRA MODI

New Delhi
23 May, 2018

Shri B. K. Goenka Ji,

I am delighted to know of your valuable contribution to the completion of Package I of Delhi-Meerut Expressway, which as you know got completed much before the target date.

We, as a nation, are standing at the cusp of a wave of development that is driven by a young nation with great aspirations. The infrastructure we are building will create new pathways for India's all-inclusive development and open new vistas of opportunity for our people.

It was our former Prime Minister Shri Atal Bihari Vajpayee's vision to connect each and every village and city with all-weather roads. He envisioned India's future built on a firm foundation of enhanced connectivity for people and businesses.

Today, from highways to I-ways, we are ensuring that our nation is ahead of the curve in infrastructural development.

The Delhi-Meerut expressway has showcased India's engineering capabilities that are well integrated with our goal of sustainable development. Also appreciable is the way in which the expressway has been converted into a green belt with initiatives such as drip water irrigation, solar plant and landscape development.

It is a matter of immense joy to see pride in people's eyes when they experience seamless commute through these modern day marvels. The new expressway is one such marvel that will ease the lives of citizens by saving them time and money as well as ensuring that local economy flourishes.

It is my firm belief that the highways built today will become runways for dreams of tomorrow to take flight. I, once again, congratulate everyone associated with this project for achieving a remarkable feat and delivering not just an expressway, but a roadway to progress and prosperity.

I wish you success in all your future endeavours.

Yours Sincerely,



(Narendra Modi)



सत्यमेव जयते

प्रधान मंत्री

Prime Minister

APPRECIATION BY SHRI NITIN GADKARI, UNION MINISTER



सड़क परिवहन एवं राजमार्ग मंत्रालय
(भारत सरकार)
Ministry of Road Transport & Highways
(Govt. of India)



Certificate of Appreciation

AWARDED TO

SHRI SANDEEP GARG

Managing Director, M/s Welspun DME Pvt Ltd.

In recognition of your valuable contribution towards the successful completion of Delhi-Meerut Expressway Project (Pkg.-I) well before the scheduled time and that too with great efficacy, I really appreciate your efforts and professionalism by which you have been associated in completion of the project well before time.

Nitin Gadkari

Union Minister of Road Transport & Highways Shipping
and Water Resources, River Development & Ganga Rejuvenation
Government of India

May 31, 2018

BUILDING MUCH MORE THAN AN EXPRESSWAY



Vertical garden developed along the entire bridge

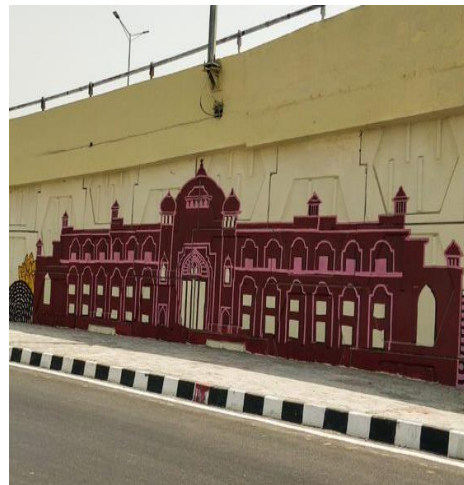
40,000+ Trees

transplanted and retained existing trees



3,230 Solar Panels

Electrification through solar power of 1050 kWp



Beautification Initiatives

Wall art & replicas of famous monuments

WELSPUN ENTERPRISES CSR INITIATIVES

Working with communities through diverse social interventions to secure stable & sustainable futures



Community Healthcare

Initiatives

- Weekly health check-up camps being organised
- Regular fogging

Impact

- Cases of illness have reduced 90% over a span of 6 months
- Malaria/Dengue/Chikungunya cases completely eliminated



Potable Water Supply

Initiatives

- Distribution of Potable Water every alternate day at slums
- Provided clean & hygienic water bottles for storage

Impact

- Condition have changed from unavailability of water to doorstep water distribution.
- 250+ beneficiaries



Promoting Education

Initiatives

- Providing basic education at a young age
- Distribution of school kits and books for children

Impact

- Programme started with 20 children, now increased to 60
- 15 students admitted in govt. school post preliminary education at classes

FINANCIALS

INCOME STATEMENT Q3 & 9M FY20 - STANDALONE

| Income Statement Snapshot (Rs Million) | | | | | | |
|--|--------------|--------------|----------------|---------------|---------------|---------------|
| Particulars | Q3 FY20 | Q3 FY19 | YoY Growth | 9M FY20 | 9M FY19 | YoY Growth |
| Revenue from Operations | 4,899 | 4,319 | 13.4% | 13,096 | 10,287 | 27.3% |
| Other Income | 160 | 80 | 98.7% | 450 | 508 | -11.3% |
| Total Income | 5,059 | 4,399 | 15.0% | 13,547 | 10,795 | 25.5% |
| Operating EBITDA** | 548 | 512 | 7.1% | 1,543 | 1,208 | 27.7% |
| <i>Operating EBITDA margin</i> | <i>11.2%</i> | <i>11.8%</i> | <i>-66 bps</i> | <i>11.8%</i> | <i>11.7%</i> | <i>4 bps</i> |
| EBITDA | 690 | 517 | 33.5% | 1,921 | 1,459 | 31.7% |
| <i>EBITDA margin</i> | <i>13.6%</i> | <i>11.7%</i> | <i>189 bps</i> | <i>14.2%</i> | <i>13.5%</i> | <i>67 bps</i> |
| <i>PBT (before exceptional)</i> | <i>549</i> | <i>448</i> | <i>22.5%</i> | <i>1,511</i> | <i>1,275</i> | <i>18.5%</i> |
| PAT (before exceptional) | 406 | 289 | 40.4% | 1,106 | 876 | 26.2% |
| <i>PAT margin</i> | <i>8.0%</i> | <i>6.6%</i> | <i>145 bps</i> | <i>8.2%</i> | <i>8.1%</i> | <i>5 bps</i> |
| Reported PAT | 406 | 473 | -14.3% | 1,106 | 1,074 | 3.0% |
| <i>Reported PAT margin</i> | <i>8.0%</i> | <i>10.8%</i> | <i>-95.2%</i> | <i>8.2%</i> | <i>9.9%</i> | <i>11.6%</i> |
| Cash PAT (before excep.) | 468 | 309 | 51.7% | 1,364 | 1,021 | 33.7% |

Note: Cash PAT = Reported PBDT – Current tax + Non-cash ESOP expenses

** Adjusted for notional interest under IndAS & non cash ESOP exp.

INCOME STATEMENT TREND - STANDALONE

| Income Statement Snapshot (Rs Million) | | | |
|--|---------------|---------------|---------------|
| Particulars | FY18 | FY19 | 9MFY20 |
| Revenue from Operations | 9,972 | 17,394 | 13,096 |
| Other Income | 956 | 546 | 450 |
| Total Income | 10,928 | 17,940 | 13,547 |
| Operating EBITDA** | 951 | 2,106 | 1,543 |
| <i>Operating EBITDA margin</i> | <i>9.5%</i> | <i>12.1%</i> | <i>11.8%</i> |
| EBITDA | 1,660 | 2,369 | 1,921 |
| <i>EBITDA margin</i> | <i>15.2%</i> | <i>13.2%</i> | <i>14.2%</i> |
| PBT (<i>before exceptional</i>) | 1,385 | 2,122 | 1,511 |
| PAT (before exceptional) | 956 | 1,338 | 1,106 |
| <i>PAT margin</i> | <i>8.7%</i> | <i>7.5%</i> | <i>8.2%</i> |
| Reported PAT | 1,097 | 1,537 | 1,106 |
| <i>Reported PAT margin</i> | <i>10.0%</i> | <i>8.6%</i> | <i>8.2%</i> |
| Cash PAT (before exceptional) | 1,014 | 1,412 | 1,364 |

Note: Cash PAT = Reported PBDT – Current tax + Non-cash ESOP expenses

** Adjusted for notional interest under IndAS & non cash ESOP exp.

BALANCE SHEET SNAPSHOT - STANDALONE

| Balance Sheet Snapshot (Rs. Million) | 31 st Dec 2019 | 30 th Sep 2019 | 31 st Mar 2019 |
|---|---------------------------|---------------------------|---------------------------|
| Net worth | 16,849 | 16,426 | 15,993 |
| Gross Debt | 2,381 | 1,739 | 1,709 |
| - Long Term Debt | 423 | 491 | 130 |
| - Short Term Debt | 1,958 | 1,248 | 1,579 |
| Cash & Cash Equivalents | 3,078 | 3,325 | 4,736 |
| Net Debt /(Cash) | (697) | (1,586) | (3,027) |
| Other Long Term Liabilities | 327 | 322 | 315 |
| Total Net Fixed Assets (incl. CWIP) | 684 | 744 | 645 |
| Net Current Assets (Excl. Cash & Cash Equivalents) (adj.) @ | 3,127 | 1,947 | 1,328 |
| Other Long Term Investments and assets (adj.) @ | 12,667 | 12,472 | 11,306 |

@ Temporary funding of Rs. 3,254 million has been made in lieu of drawing debt at the subsidiary/JV level in order to minimise the interest cost. This temporary funding has not been included in the cash balance of Rs. 3,078 million. The same is reflected in Other Long Term Investments and assets

Note: Cash & Cash Equivalents includes liquid Investments & ICDs

Short-term loans of Rs. 1,959 million are adequately supported by net current assets and long-term loans of Rs. 423 mn are adequately supported by net fixed assets

KEY HIGHLIGHTS

- ✓ **Well Positioned to Benefit from India's Economic Growth & Development**

- ✓ **Unique Position with Strong Financials to tap Infra Opportunities**

- ✓ **Strong Order book with visibility of significant revenue growth**

- ✓ **Asset light business model in Infra with regular project value-enhancement post COD**

- ✓ **Demonstrated Operational Excellence with earlier-than-scheduled completion**

- ✓ **Focus on Sustainable and Inclusive Growth**

- ✓ **Strong Corporate Governance - Experienced Board with 50% Independent Directors**

- ✓ **Transparency through Timely Disclosures with Stated Dividend Distribution Policy**

- ✓ **Management with Proven Track Record**

WAY FORWARD



Continue approach of prudent bid/buy strategy to strengthen HAM portfolio



Targeting projects where differentiation is possible



Tapping opportunities in State road HAM projects on a selective basis



Divest/securitise completed projects in order to unlock value and capital



Looking at opportunities in associated areas in Infrastructure; targeting water segment



Explore and develop existing oil & gas blocks

THANK YOU

For further details, please contact:

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APPENDIX

NHAI HYBRID ANNUITY MODEL (HAM) OVERVIEW

Award criterion: Lowest NPV value based on Construction cost and O&M cost, quoted by the bidders

40% of Project Cost (Construction Support) by Govt.

Hybrid Annuity Project

60% of Project Cost arranged by Concessionaire for Financial Closure
- 12-15% through equity from developer
- Remaining through debt

Construction Period

COD

Returns to Concessionaire on Capital Arranged

- Annuity payments (biannually) till end of concession period as per predetermined schedule
- Interest payments (on reducing balance @ Bank Rate + 3%)
- O&M payments at the bid rate with escalation

Toll collection by Govt.

O&M by Concessionaire

O&M Period

HAM BETTER THAN BOT

| | BOT Toll | HAM |
|------------------------------|--|---|
| Traffic Risk | Risk borne by concessionaire | No risk on the concessionaire |
| Toll Tariff Rates | Risk with concessionaire as tariffs decided as per National Tariff Policy | No risk on the concessionaire |
| Equity Requirement | Higher (25-30% of project cost) | Lower (12-15% of project cost) |
| Project Credit Rating | Lower rating based on the higher risk | Better rating during construction Once constructed, AAA (SO) credit rating |
| Mobilization Advances | No mobilization advance is granted from Authority during construction period | Mobilization advances can be availed from Authority upto 10% of bid Project Cost @ RBI Bank Rate during construction period |
| O&M Payments | No separate O&M payments from the authority | Separate O&M payments from the authority |

WELSPUN ENTERPRISES INFRASTRUCTURE PORTFOLIO

HAM PROJECTS

Delhi-Meerut Expressway (Pkg 1)

Authority: NHAI
 Status: Completed; First Two Annuities Received

1

Gagalheri-Saharanpur-Yamunanagar (GSY)

Authority: NHAI
 Status: Under Construction

2

Chutmalpur-Ganeshpur (CGRG)

Authority: NHAI
 Status: Under Construction

3

Aunta-Simaria

Authority: NHAI
 Status: Under Construction

4

Chikhali-Tarsod

Authority: NHAI
 Status: Under Construction

5

Package No. AM 2

Authority: Maharashtra PWD
 Status: Under Construction

6

Sattanathapuram-Nagapattinam

Authority: NHAI
 Status: CA signed / Debt tied up

7

BOT PROJECTS

Dewas Water

Authority: MPSIDC
 Status: Operational
 (Modified Project PCOD received)

Himmatnagar Bypass

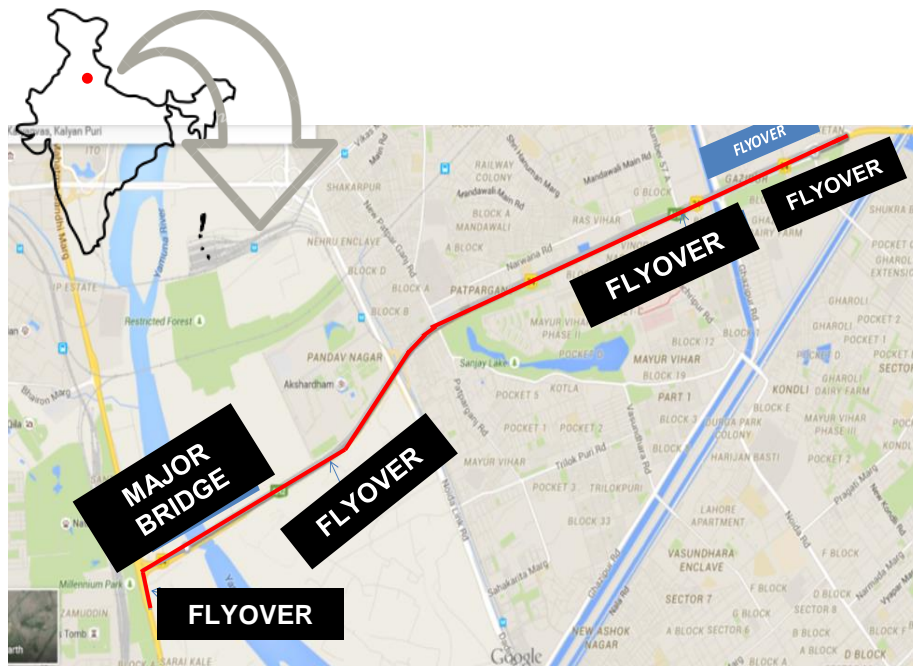
Authority: GSRDC
 Status: Operational

Robust portfolio of 9 infrastructure projects in roads and water supply

1 HAM: DELHI-MEERUT EXPRESSWAY PACKAGE 1

Scope: 14 Lane expressway: Six-laning of Delhi – Meerut Expressway & four-laning either side from 0th km to existing km 8.4 of NH-24 in Delhi

Status: Record completion within 19 months. Received first two annuities within the stipulated time and early completion bonus of Rs. 271 mn from NHAI. Outstanding loan re-financed @ 8.52% p.a. – First HAM refinancing post project completion in the country. NHAI in principle approval for top-up and loan drawn received.



PROJECT DETAILS

| | |
|-------------------------------|----------------------------|
| Project Length (Kms) | 8.716 Km |
| Award Date | Jan 2016 |
| Financial Closure | Achieved |
| Appointed Date | 28 th Nov 2016 |
| Scheduled Construction Period | 30 months |
| COD Date | 28 th June 2018 |
| Concession Period after COD | 15 Years |

PROJECT COST & FINANCING (Rs. Mn)

| | |
|----------------------------------|--------------|
| Bid Project Cost | 8,415 |
| Means of Finance | |
| - NHAI | 3,366 |
| - Debt | 4,000 |
| - Equity | 1,049 |
| O&M Cost (First Year) | 39.5 |

2 HAM: GAGALHERI-SAHARANPUR-YAMUNANAGAR

Scope: 4-Laning of Gagalheri-Saharanpur-Yamunanagar section of NH-73 in UP / Haryana

Status: NHAI declared the Appointed Date for the Project as 26th January 2018; execution in full swing



PROJECT DETAILS

| | |
|-------------------------------|---------------------------|
| Project Length (Kms) | 51.5 Km |
| Acquisition Date | Jan 2018 |
| Financial Closure | Achieved |
| Appointed Date | 26 th Jan 2018 |
| Scheduled Construction Period | 24 months |
| Concession Period after COD | 15 Years |

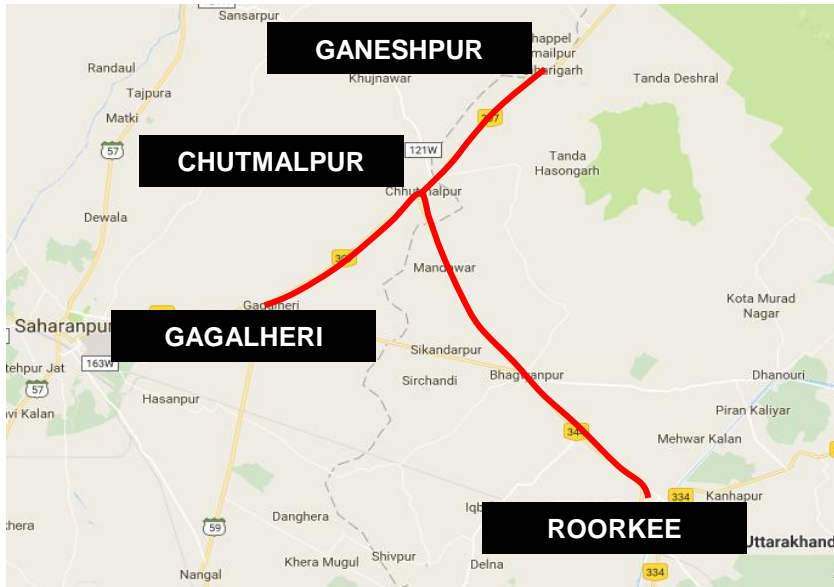
PROJECT COST & FINANCING (Rs. Mn)

| | |
|----------------------------------|---------------|
| Bid Project Cost | 11,840 |
| Means of Finance | |
| - NHAI | 4,736 |
| - Debt | 5,683 |
| - Sponsor's Commitment | 1,421 |
| O&M Cost (First Year) | 100 |

3 HAM: CHUTMALPUR-GANESHPUR & ROORKEE-CHUTMALPUR-GAGALHERI

Scope: 4-Laning of Chutmalpur-Ganeshpur section of NH-72A & Roorkee-Chutmalpur-Gagalheri section of NH-73 in UP & Uttarakhand

Status: NHA1 declared the Appointed Date as 28th February 2018; execution in full swing



PROJECT DETAILS

| | |
|-------------------------------|---------------------------|
| Project Length (Kms) | 53.3 Km |
| Acquisition Date | Jan 2018 |
| Financial Closure | Achieved |
| Appointed Date | 28 th Feb 2018 |
| Scheduled Construction Period | 24 months |
| Concession Period after COD | 15 Years |

PROJECT COST & FINANCING (Rs. Mn)

| | |
|----------------------------------|--------------|
| Bid Project Cost | 9,420 |
| <i>Means of Finance</i> | |
| - NHA1 | 3,768 |
| - Debt | 4,522 |
| - Sponsor's Commitment | 1,130 |
| O&M Cost (First Year) | 100 |

4 HAM: AUNTA-SIMARIA (Ganga Bridge with Approach Roads)

Scope: Six- Laning from Aunta-Simaria (Ganga Bridge with Approach Roads) Section from km 197.9 to km 206.1 of NH-31 in Bihar. **Includes widest extradosed bridge on Ganga river**

Status: NHA declared the Appointed Date as 30th August 2018; execution in full swing



PROJECT DETAILS

| | |
|-------------------------------|---------------------------|
| Project Length (Kms) | 8.15 Km |
| Award Date | Aug 2017 |
| Financial Closure | Achieved |
| Appointed Date | 30 th Aug 2018 |
| Scheduled Construction Period | 42 months |
| Concession Period after COD | 15 Years |

PROJECT COST & FINANCING (Rs. Mn)

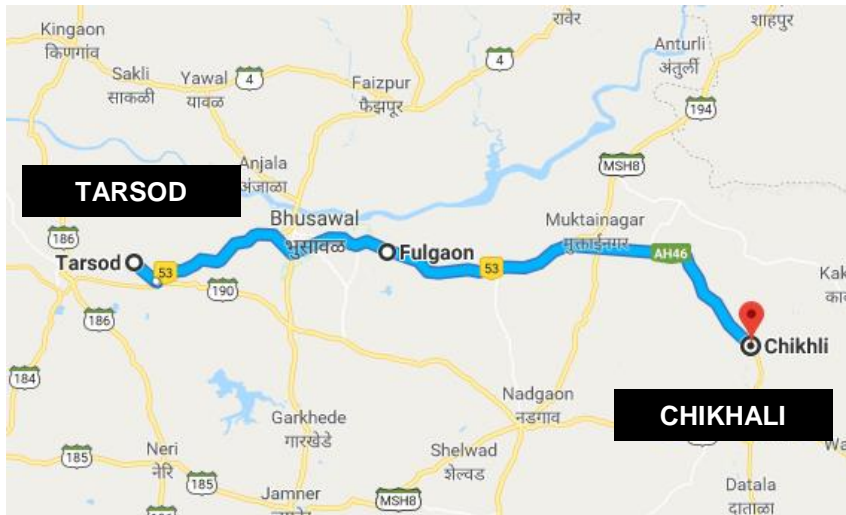
| | |
|----------------------------------|---------------|
| Bid Project Cost | 11,610 |
| <i>Means of Finance</i> | |
| - NHA | 4,644 |
| - Debt | 5,573 |
| - Equity | 1,393 |
| O&M Cost (First Year) | 99 |

5

HAM: CHIKHALI-TARSOD

Scope: 4-laning of Chikhali – Tarsod (Package-IIA) section of NH-6 from km 360.0 to km 422.7 in Maharashtra

Status: NHAH declared the Appointed Date as 16th January 2019; execution in full swing



PROJECT DETAILS

| | |
|-------------------------------|---------------------------|
| Project Length (Kms) | 62.7 Km |
| Acquisition Date | Jan 2018 |
| Financial Closure | Achieved |
| Appointed Date | 16 th Jan 2019 |
| Scheduled Construction Period | 30 months |
| Concession Period after COD | 15 Years |

PROJECT COST & FINANCING (Rs. Mn)

| | |
|----------------------------------|---------------|
| Bid Project Cost | 10,480 |
| <i>Means of Finance</i> | |
| - NHAH | 4,192 |
| - Debt | 5,030 |
| - Sponsor’s Commitment | 1,258 |
| O&M Cost (First Year) | 40.1 |

6

HAM: PACKAGE NO. AM 2

Scope: Upgradation of Roads in Maharashtra State or Two Laning Road/ Two Laning Road with paved shoulder under MRIP Package on Hybrid Annuity Mode (HAM) Package No. AM 2.

Key Features: Concessionaire to receive 60% of the Bid Project Cost (BPC) during the construction period (vs. 40% in NHAI projects); balance 40% of BPC and O&M paid in a period of 10 years (vs. 15 years in NHAI projects)

Status: Authority declared the Appointed Date as 28th May 2019; execution in full swing



PROJECT DETAILS

| | |
|-------------------------------|---------------------------|
| Project Length (Kms) | 352.15 Km |
| Award Date | Nov 2018 |
| Financial Closure | Achieved |
| Appointed Date | 28 th May 2019 |
| Scheduled Construction Period | 24 months |
| Concession Period after COD | 10 Years |

PROJECT COST & FINANCING

(Rs. Mn)

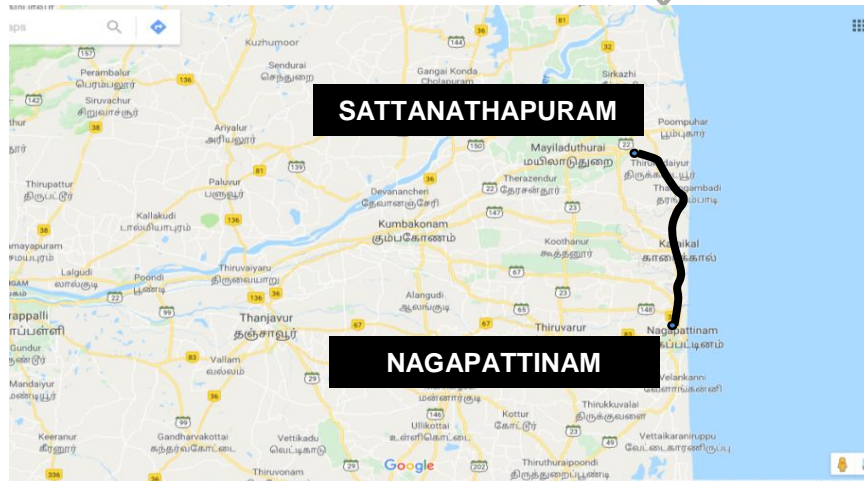
| | |
|------------------------------------|---------------|
| Bid Project Cost | 14,600 |
| Means of Finance (Expected) | |
| - Maharashtra PWD | 8,760 |
| - Debt | 4,088 |
| - Equity | 1,752 |
| O&M Cost (First Year) | 315 |

* Table figures are excluding GST

7 HAM: SATTANATHAPURAM - NAGAPATTINAM

Scope: 4 Lining of Sattanathapuram to Nagapattinam (Design Ch Km 123.8 to Km 179.6) section of NH-45A (New NH -332) in Tamil Nadu

Status: Received Letter of Award (LoA) in July 2018; signed concession agreement on 3rd Dec 2018. Company has submitted financial closure documents to NHAI and is awaiting appointed date.



PROJECT DETAILS

| | |
|-------------------------------|--------------------------------|
| Project Length (Kms) | 55.755 Km |
| Award Date | July 2018 |
| Financial Closure | FC documents submitted to NHAI |
| Appointed Date | Post Financial Closure |
| Scheduled Construction Period | 24 months |
| Concession Period after COD | 15 Years |

PROJECT COST & FINANCING (Rs. Mn)

| | |
|----------------------------------|---------------|
| Bid Project Cost | 20,045 |
| <i>Means of Finance</i> | |
| - NHAI | 8,018 |
| - Debt | 9,622 |
| - Equity | 2,405 |
| O&M Cost (First Year) | 50 |

EXISTING BOT PROJECTS SUMMARY

Experience & expertise of successfully operating water project and 500+ kms of roads

(Rs. Mn)

| Sector | Project Name | Location | Value on books (March-19) | External Debt on books (March-19) | COD | Concession End |
|--------------|--------------------|----------|---------------------------|-----------------------------------|--------|----------------|
| Highways | Himmatnagar Bypass | Gujarat | 7 | - | Apr-06 | Jun-20 |
| Water Supply | Dewas Water* | MP | 1,246 | 494 | Sep-08 | Jun-37 |
| Total | | | 1,253 | 494 | | |

*Dewas Water – Modified Project

- Modified project involves the supply of treated water of up to 23 MLD to industrial customers in Dewas
- PCOD received w.e.f 30th April 2019
- Estimated cost of the modified project is Rs. 1,463 mn including subsumed debt of the existing project

Dewas Bhopal Road Project

- In FY19, 13% residual stake in Dewas Bhopal road project was sold for Rs. 577 million.
- With this, WEL has completely exited the project at a total consideration of Rs. 1,841 million as against its fund infusion of Rs. 854 million implying a multiple of 2.15x

INVESTMENT IN OIL & GAS BLOCKS: POTENTIAL VALUE ACCRETION

Adani Welspun Exploration Ltd (AWEL), a 65:35 JV between Adani Group & WEL, is the key investment vehicle

| Block Name | Location | AWEL Stake | WEL Effective Stake | Status |
|------------------|-------------|------------|---------------------|---|
| MB-OSN-2005/2 | Mumbai High | 100% | 35% | AWEL has decided to execute Phase – II of the exploration |
| GK-OSN-2009/1 | Kutch | 25% | 8.75% | Declaration of Commerciality (DoC) filed by operator; preparation of Field Development Plan (FDP) in progress |
| CB-ONN-2005/4 | Palej | - * | 35% | Consortium had stuck oil in the block. Termination notice served by MoPNG due to default of Naftogaz India holding 10% stake; non-defaulting partners AEL and WEL have requested for transfer of this 10% stake to AEL/AWEL. Request pending for approval by DGH/MoPNG. |
| B9 Cluster (DSF) | Mumbai High | 100% | 35% | Field Development Plan (FDP) submitted to DGH; Anticipated capital cost for full field development is USD 110 mn (at AWEL level) |

Value accretion expected on the invested amount of Rs. 5 Bn

Revenue from first block expected in FY21-22

* 55% stake directly held by Adani Enterprises Ltd and 35% by WEL