

Investor Presentation

March 2019





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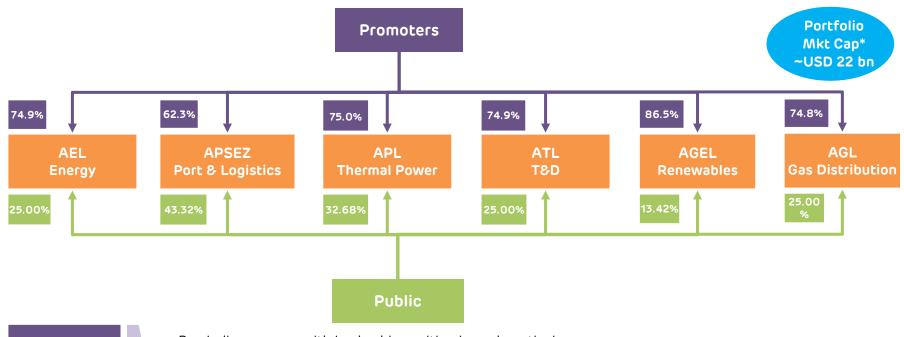
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Adani Portfolio: Leading Developer, Owner, Operator in Infrastructure



Adani

- Pan India presence with leadership position in each vertical
 - No 1 in Ports, T&D and Thermal Power, Leading position in Renewables & Gas Distribution
- Independent verticals with independent boards
- Multiple touch points with regulators & public utilities
- Nationwide enduring relationships with regional vendors across multiple sectors



Adani Group: Track Record of Delivering World Class Assets

Leveraging Core Strengths



Unmatched execution capabilities – timely and cost effective



Diverse financing sources – only
Indian infrastructure
conglomerate with two
Investment Grade (IG) issuers

Delivering World Class Assets

Longest Private HDVC
Line in India



- Only HDVC line in India to be executed by a private player
- Location: Mundra-Mohindergarh
- Capacity: 1,980 Ckt Kms

648 MW Ultra Mega Solar Power Plant



- Mega project developed, constructed and commissioned in 9 months
- Location: Kamuthi,, Tamilnadu
- Solar Irradiation: 1,900 kWh / m² / year
- Capacity: 1.25 BU / year

India's Largest Commercial Port



- Largest commercial port of India
- Location: Gulf of Kutch with access to northern and western parts of India
- Capacity: 100 MMT cargo / year

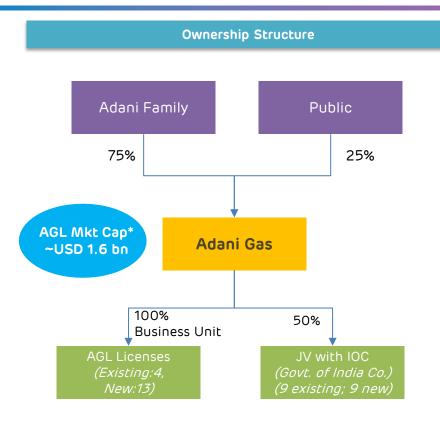
Largest Private Thermal Power Station in India



- Fastest implementation ever by any power developer in India - record completion of inception to synchronization within 36 months
- Location: Mundra, Gujarat
- Capacity: 4,620 MW



Adani Gas - India's Largest City Gas Distribution Company



Business Model

Exclusive authorisation to develop infrastructure, operate and market gas in Geographical Areas (GA)

Piped gas supply (PNG) to residences, commercial, industrial units and CNG to automobiles

Preferential domestic gas supply (CNG, Residential PNG) and tie ups for Imported gas

Centralized Operations, monitoring and Technology support to deliver safe and efficient operations

High Focus on ROEs and Growth

Strategic Bidding for new authorisations

Long term exclusivity coupled with Business Model delivers best in class margins, returns & growth



Adani Gas - Replicating Adani's Infrastructure Success in Gas Distribution



4 AGL Operational Cities *



70+ CNG stations



6,000+ Kms pipeline network



1,300+ Industrial

2,300+ Commercial



325,000Residential

Residential customers



1.5

mmscmd gas supply

12%

3 yrs CAGR

Largest private player in India's City Gas space with over a decade of experience



250+ Human Capital



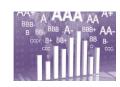
Asset base



~Rs 1,300 cr



20%+ RoE



A+Domestic Rating

Balanced growth across customer segment and geography

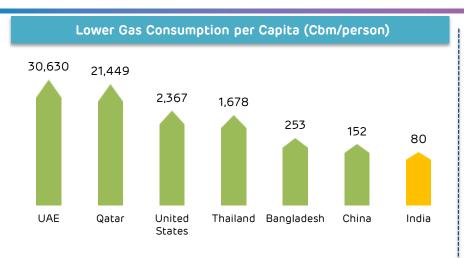


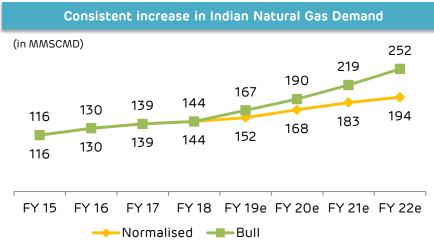


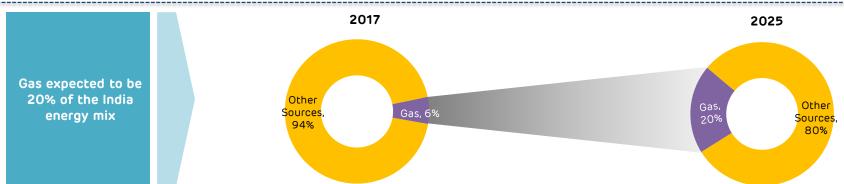
Sector Dynamics



India's Natural Gas Demand on a multi-year growth cycle







India has lagged, but given the global glut, this might be a advantage with significant uncontracted demand.

Gas and Renewables together serves the twin purpose of climate and growth



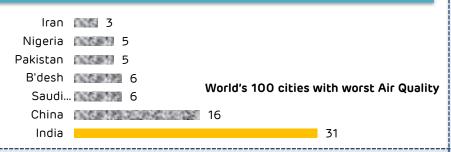
Source: PNGRB, PPAC, MS Research

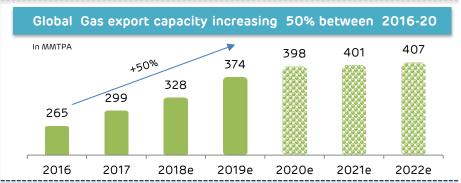
Natural Gas - A Low Cost, Clean & Efficient Source of Energy

Gas Value Proposition Acceptability Less polluting, clean and green Abundance Increasing Liquefaction Availability
Expanding Imports /
infrastructure

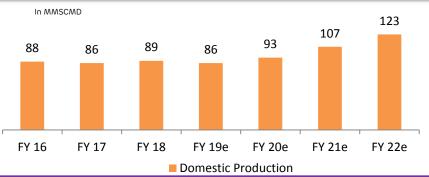
Affordability commoditized, competitive

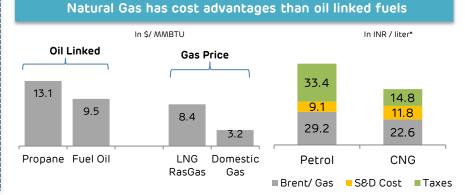
Poor air quality in cities supporting gas adoption (# of cities)





Supply constraints easing as domestic production is growing



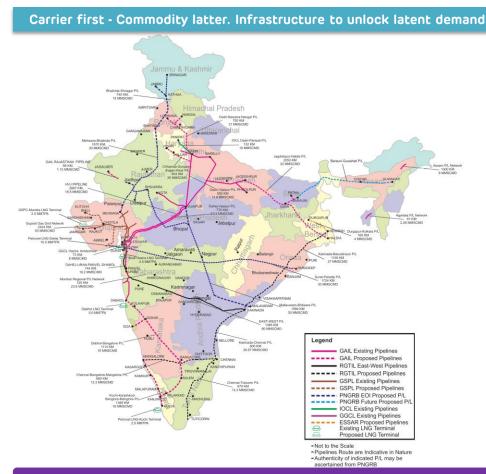


From a fragmented regional market, natural gas now a global commodity.

Supply is driven by new discoveries and demand by rapid infrastructure development.



Infrastructure Boost To Propel Gas Demand and Consumption



Focus on Infrastructure Development

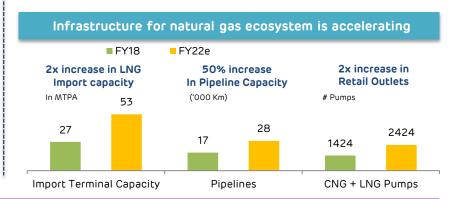
LNG terminals: 10 under construction

Pipeline network to be extended by 13,000 kms

Incentives to explore and extract gas

City Gas Distribution from 78 to 280 cities

LNG approved as fuel for highways

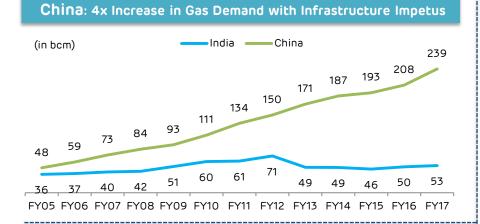


About \$23bn will be spent in the next 5 years to build energy infrastructure

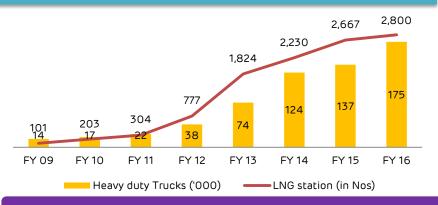


Source: PNGRB. PPAC

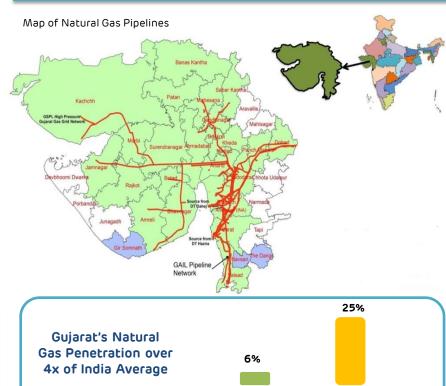
Infrastructure Development Propels Gas Demand



China: Exponential growth in fuel demand with Retail Investments







India Average

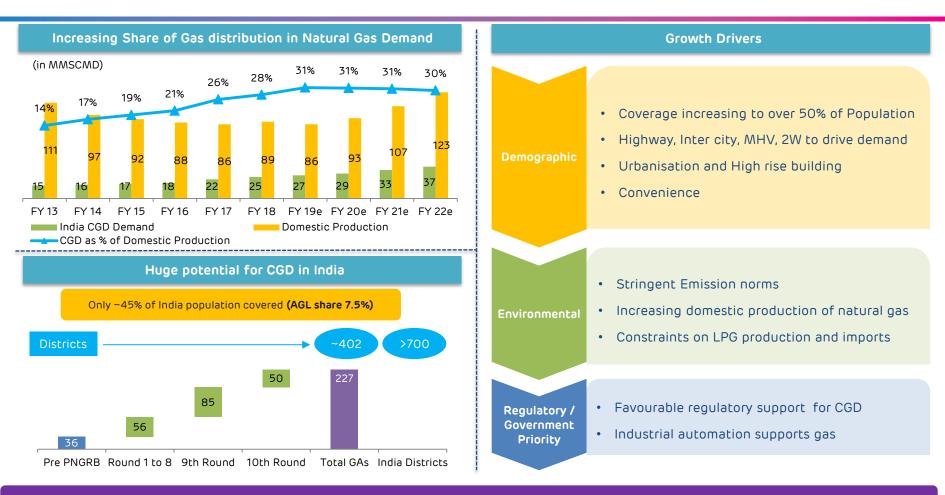
Government thrust on creating infrastructure & regulatory initiatives to increase gas share to 20%+



Source: PNGRB, PPAC, MS Research

Gujarat

City Gas Distribution In India is ready for next growth cycle

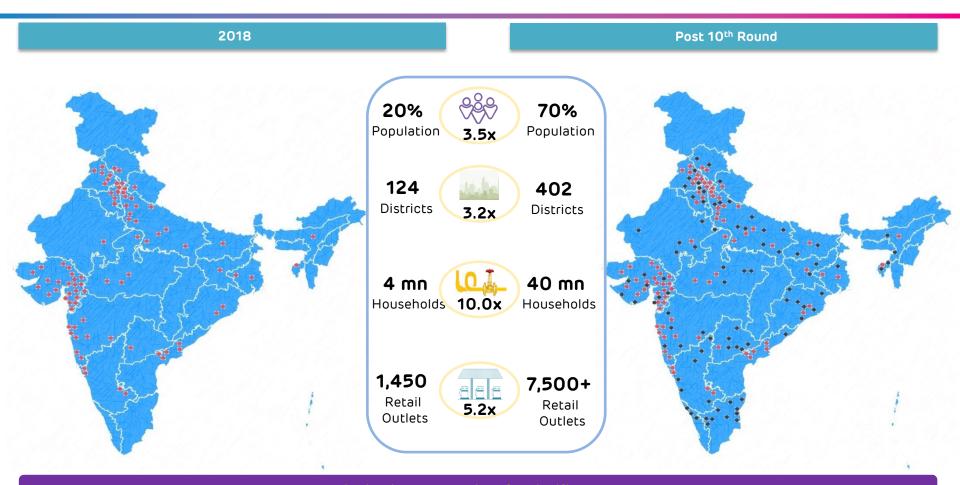


Trinity of availability of gas supply, Infrastructure build-out and competitive pricing vs alternate fuels to drive gas demand



Source: PNGRB, PPAC, MS Research

Gas Distribution - Transforming India's Energy Landscape



Gas Distribution sector poised for Significant Growth





Sector Regulation - Light on Carrier and none on Content marketing

CGD have two distinct revenue stream: Carrier of 3rd Party Gas and direct Marketing of Gas to End users. Carrier Content Marketing Marketing 5 years to 8 years Unregulated by PNGRB **Exclusivity** Chain Infra 25 years Domestic Available for Domestic PNG and CNG **Exclusivity** No parallel infrastructure allowed (linked to MS and LPG respectively) Gas Based on Competitive Bidding Based on Commercial LPG, Oil Based **Imported** Tariff For Cases pre PNGRB, 14% ROI Fuels Gas Marketing Free Pricing based on market dynamics Open Post marketing exclusivity 25% of capacity, if available Margin (prices aligned to alternate fuels) Access Separate carrier, marketing role for GAIL Gas Post Infra Infrastructure remains with entity Uniform cross country pipeline tariff Sourcing **Exclusivity** Likely to be operated perpetually Regional gas hub based pricing

Gas as a source of energy is more aligned with oil which is market driven compare to electricity which is regulated



Regulatory & Policy Boost for CGD Development

Stable Regulatory Environment

Petroleum and Natural Gas Regulatory Board

(established regulator with track record of 11 yrs)

Open & Transparent Bidding for award of geographical areas

- Network Tariff 20%
- No. of Domestic Connection 50%
- No. of CNG Outlets 20%
- Inch KM of Pipeline 10%

Awards 25 years long perpetuity like Authorization

- Awardee to build the network over 8 years
 - Network exclusivity for 25 yrs
 - Marketing exclusivity for 8 yrs
- No regulation around marketing margin / product pricing
- Work program / minimum service linked obligations

Strong Government Impetus to Gas Sector

- CGD is No 1 priority on gas supply
- Preferential supply of domestic gas for domestic PNG & CNG
- LNG approved as fuel for highway transportation
- · CGD eligible for funding from infra cess
- Natural gas is likely to be included in GST
- Push for LPG penetration in rural area
- Strong entry barriers by regulation-exclusivity
- Ban on Fuel Oil in NCR and SC suggestion to ban pan India
- Massive infrastructure in oil & Gas

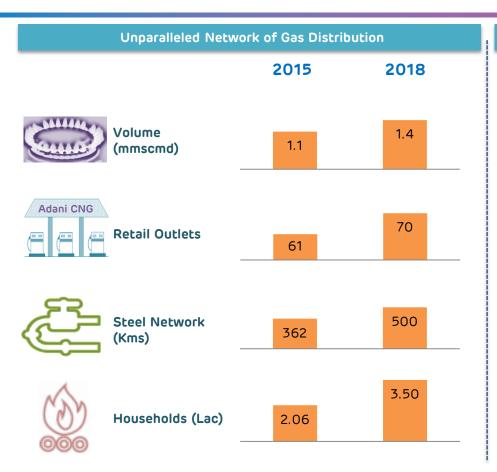
Well defined, largely unregulated and predictable regulatory framework







Adani Gas - India's Leading Play on Gas Distribution

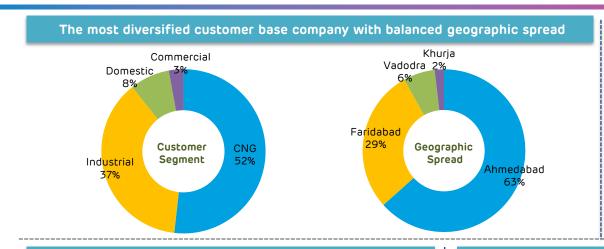


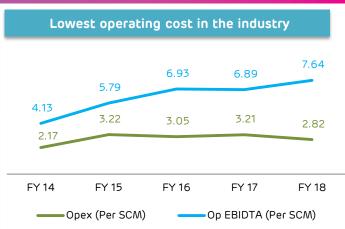


Largest private sector CGD player poised to leverage growth opportunity

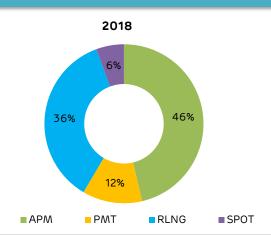


Existing AGL Operations - Prudent Pricing & Cost Optimisation





Access to Diverse Suppliers & Sourcing of Gas



Prudent Gas Sourcing & Pricing Mechanism

Sourcing of Gas

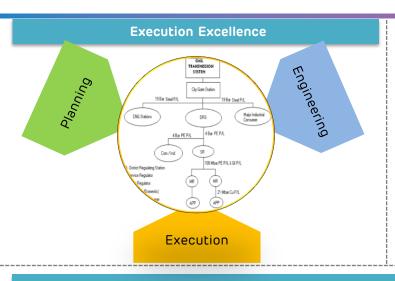
- Government allocates gas for CNG & domestic as priority sector
- Gas for other customer segments bought from open market
- Sourcing is fair mix of **short term and spot contracts**
- Main suppliers are GAIL, GSPC, IOCL

Pricing for Segments

- Sales price are benchmarked to alternate fuels
- Prices are more **stable** than liquid fuel
- Term prices are benchmarked to Brent crude



Best in Class Execution with Superior Operations & Service



World Class Technology for Operation Management

SAP SYCLO

(Comprehensive mobile solution for asset management)

SCADA

(State of art operations monitoring system)

AMR

(Automated Meter Reading system)

GIS

(Global Information System for pipeline with essential details)

Focused on Superior Customer Service



Quality Management System





Empowering Customers with Tech & Tools



Best Environment Management System

14000



World Class Health and Safety Management Systems



Zero Incident Operations

100% safety record



Pipeline network T4S compliant & certified



Joint Venture with IOC To Support Expansion

Strategic JV with IOCL: Public sector pedigree with private sector expertise



Domain Expertise Processes Manpower



IndianOil-Adani Gas Pvt. Ltd.

Infrastructure Logistics & resources



| | Infrastructure as at Sept 2018 |
|----------------|-----------------------------------|
| Retail Outlets | 14 |
| Network (Kms) | 5,090 |
| Households | 11,000 |

Total Investment ~Rs 795 Cr, Combined Equity of ~Rs 300 Cr

Strategic Advantages



Access to LNG

- 5 LNG Terminals
- Competitive sourcing of gas



Economies of Scale

- Minimize **funding cost** given parentage
- Bulk sourcing of imported LNG
- Access to wider geographies
- Funding limited to equity contribution



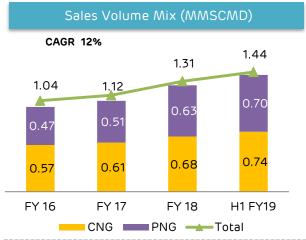
Retail and Operations Benefits

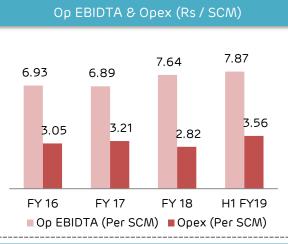
- Access to 25,000 retail outlets of IOC
- Plug and play penetration for CGD
- Centralized operations, SCADA, call centers driving operating margins

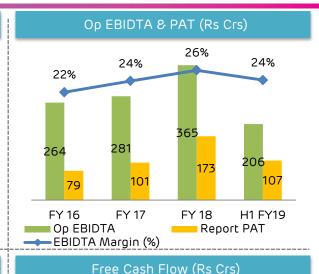
Strategic Partnership with IOCL to Accelerate Growth

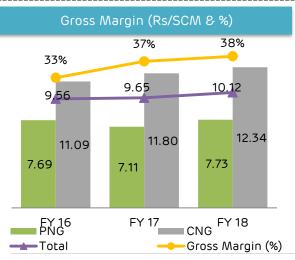


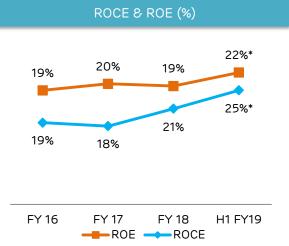
Resilient Operations Resulting into Strong Financial Performance

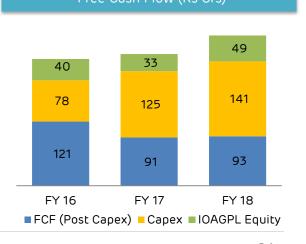






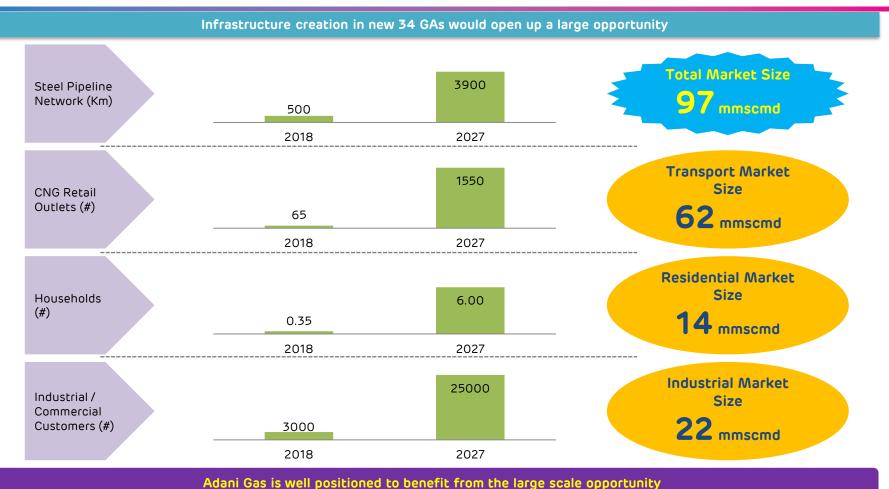








Adani Gas: Large Addressable Market Size







Experienced Board and Management Team

Esteemed Board Members



Mr Gautam Adani



Mr Pranav Adani



Mr Suresh Manglani

Strong Sponsorship





Mr Maheswar Sahu



Mr Naresh Nayyar



Mrs Chandra Iyengar

Independent Directors



Growth Strategy



Growth Strategy

Proven track record of expanding footprint

- · New areas are targeted towards high consumption intensity and environmental sensitivity
- Prospect of CNG corridor among the new areas
- New opportunity to build LNG retail outlets on highways
- Execution excellence experienced team for Design, Engineering and project execution
- Digital technology driven servicing & SCADA based operations monitoring

Robust growth strategy to increase market share with focus on maximising returns

Existing Geographical Areas

Expand Existing CGD Network

- Pursue New Industrial and Commercial Load
- Optimize Supply Portfolio

Investment for Growth

- Return Focussed New Bids
- Organic growth
 - Tap unconnected zones
 - Integrated expansion with Industrial / CNG as anchor load

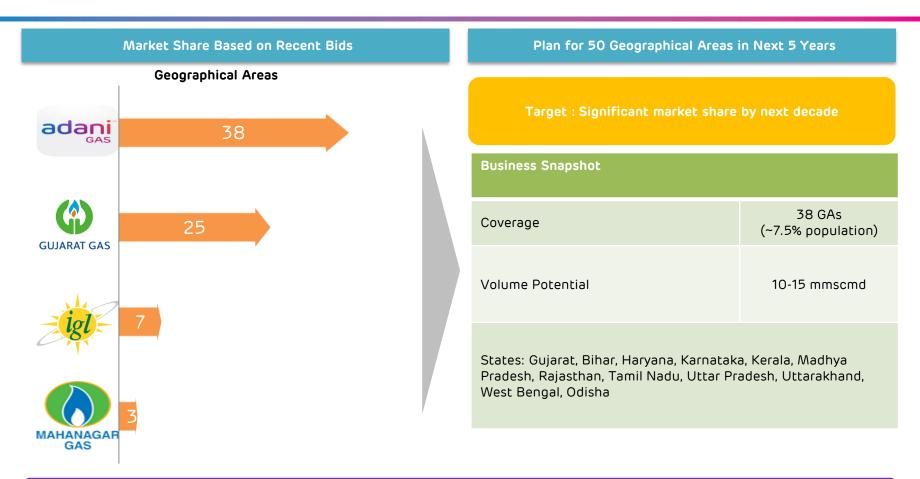
Efficiencies

- Leverage Group strengths and Synergy
- Process and cost efficiencies
- Technology and Monitoring

Adani Gas along with JV covers approximately 7.5% of India's population



Recently won bids to support Growth Aspirations



Adani Gas targets 10% population across geographies by 2023 with a proposed investment of over \$1bn in the next 5 years



Adani Gas: A Compelling Investment Opportunity





Sustainability



Education

- Adani Vidhyamandir
- Underprivileged Children
- Training Volunteers for teaching
- Girl Child Education



Health

- Mobile dispensary
- · Immunization for kids
- · Teaching sanitation in rural area
- HIV/AIDS awareness campaign



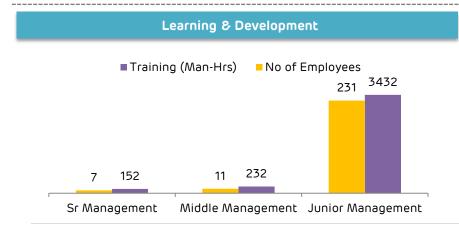
Livelihood development

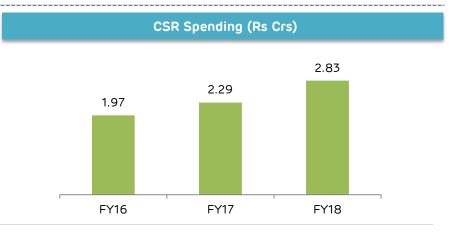
- Vocational training
- Cattle vaccination
- Animal Husbandry
- Skill upgradation



Rural Infra Development

- Pond deepening
- · Check dam construction
- Village drainage system
- Roads, drinking water, power etc.









Thank You