

## Adani Enterprises Limited

### Public Issue of Secured Redeemable Non-Convertible Debentures

**Issue Opening Date: 09<sup>h</sup> July, 2025**

**Issue Closing Date: 22<sup>nd</sup> July, 2025\***

|                     |   |
|---------------------|---|
| Issuer              | <b>Adani Enterprises Limited</b>  |
| Issue Size          | Base Issue Size of Rs 500 Crores with an Green Shoe Option of Rs 500 crores Aggregating to Rs 1000 Crores |
| Rating              | AA- Stable by Care & ICRA   |
| Minimum Application | Rs. 10,000 (10 NCDs) across all Series collectively & in multiples of Rs 1000 (1 NCD) thereafter.         |
| Mode of Allotment   | Demat only  |
| Face Value of Bond  | Rs. 1,000/-   |
| Listing             | Proposed to be listed on BSE & NSE  |
| Mode of application | Upto 5 lacs compulsory UPI, else ASBA   |

\*with an option for early closure subject to compliance with SEBI Regulations

#### Category Wise Break-up of the issue

| Category I - QIB's | Category II – Corporate's | Category III- HNI's | Category IV – Retail Individual |
|--------------------|---------------------------|---------------------|---------------------------------|
| 10%                | 30%                       | 30%                 | 30%                             |

#### Specific Terms of the issue

| Series  | I              | II         | III       | IV*       | V          | VI        | VII       | VIII       |
|---|----------------|------------|-----------|-----------|------------|-----------|-----------|------------|
| Frequency of Interest Payment   | Annual         | Cumulative | Quarterly | Annual    | Cumulative | Quarterly | Annual    | Cumulative |
| Tenor   | 24 months      | 24 months  | 36 months | 36 months | 36 months  | 60 months | 60 months | 60 months  |
| Coupon (% per annum) for NCD Holders in all Categories                    | 8.95%          | NA         | 8.85%     | 9.15%     | NA         | 9.00%     | 9.30%     | NA         |
| Effective Yield (% per annum) for NCD Holders in all Categories           | 8.95%          | 8.95%      | 9.14%     | 9.14%     | 9.15%      | 9.30%     | 9.29%     | 9.30%      |
| Redemption Amount (₹ / NCD) on Maturity for NCD Holders in all Categories | ₹ 1,000        | ₹ 1,187.01 | ₹ 1,000   | ₹ 1,000   | ₹ 1,300.70 | ₹ 1,000   | ₹ 1,000   | ₹ 1,560.30 |
| Put and Call Option   | Not Applicable |            |           |           |            |           |           |            |

\*The Company shall allocate and allot Series IV NCDs (36 months – annual option) wherein the Applicants have not indicated the choice of the relevant NCD Series. Subject to applicable tax deducted at source. For further details, please see the section entitled "Statement of Possible Tax Benefits" on page 80 of the Prospectus

**WHO CAN APPLY?**

|  |  |
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| <b>Category I – Institutional Investors (QIB'S)</b>            | <ul style="list-style-type: none"> <li>Public financial institutions, scheduled commercial banks, Indian multilateral and bilateral development financial institutions which are authorised to invest in the NCDs;</li> <li>Provident funds and pension funds each with a minimum corpus of ₹250 million, superannuation funds and gratuity funds, which are authorised to invest in the NCDs;</li> <li>Alternative Investment Funds, subject to investment conditions applicable to them under the Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012;</li> <li>Resident Venture Capital Funds registered with SEBI;</li> <li>Insurance companies registered with the IRDAI;</li> <li>State industrial development corporations;</li> <li>Insurance funds set up and managed by the army, navy, or air force of the Union of India;</li> <li>Insurance funds set up and managed by the Department of Posts, the Union of India;</li> <li>systemically important non-banking financial companies registered with RBI;</li> <li>National Investment Fund set up by resolution no. <a href="#">F.No. 2/3/2005-DDII</a> dated November 23, 2005 of the Government of India published in the Gazette of India; and</li> <li>Mutual funds registered with SEBI.</li> </ul> |
| <b>Category II – Non Institutional Investors (Corporate's)</b> | <ul style="list-style-type: none"> <li>Companies within the meaning of section 2(20) of the Companies Act, 2013; co-operative banks, and societies registered under the applicable laws in India and authorised to invest in the NCDs;</li> <li>Statutory Bodies/Corporations,</li> <li>Regional Rural Banks</li> <li>Public/private charitable/ religious trusts which are authorised to invest in the NCDs;</li> <li>Scientific and/or industrial research organisations, which are authorised to invest in the NCDs;</li> <li>Partnership firms in the name of the partners;</li> <li>Limited liability partnerships formed and registered under the provisions of the Limited Liability Partnership Act, 2008 (No. 6 of 2009);</li> <li>Association of Persons; and</li> <li>Any other incorporated and/ or unincorporated body of persons</li> </ul>  |
| <b>Category III – HNI's</b>                                    | <ul style="list-style-type: none"> <li>Resident Indian individuals or Hindu Undivided Families through the Karta applying for an amount aggregating to above Rs. 10,00,000 across all options of NCDs in the Issue.</li> </ul>   |
| <b>Category IV- Retail Individual's</b>                        | <ul style="list-style-type: none"> <li>Resident Indian individuals or Hindu Undivided Families through the Karta applying for an amount aggregating up to and including ₹ 10,00,000 across all Options / Series of NCDs in the Issue and Shall include Retail Individual Investors, who have submitted bid for an amount not more than ₹ 5,00,000 in any of the bidding options in the Issue (including HUFs applying through their Karta and does not include NRIs) though UPI Mechanism</li> </ul>   |
| <b>Application cannot be made by :</b>                         | <ul style="list-style-type: none"> <li>Minors without a guardian name*(A guardian may apply on behalf of a minor. However, Applications by minor must be made through Application Forms that contain the names of both the minor Applicant and the guardian);</li> <li>Foreign nationals, NRI inter-alia including any NRIs who are (i) based in the USA, and/or, (ii) domiciled in the USA, and/or, (iii) residents/citizens of the USA, and/or, (iv) subject to any taxation laws of the USA;</li> <li>Persons resident outside India and other foreign entities; Foreign Institutional Investors;</li> <li>Foreign Portfolio Investors; Foreign Venture Capital Investors</li> <li>Qualified Foreign Investors; Overseas Corporate Bodies; and</li> <li>Person's ineligible to contract under applicable statutory/regulatory requirements.</li> <li>*Applicant shall ensure that guardian is competent to contract under Indian Contract Act, 1872</li> </ul>  |

Note: Participation of any of the aforementioned categories of persons or entities is subject to the applicable statutory and/ or regulatory requirements in connection with the subscription to Indian securities by such categories of persons or entities.

DEEPAK PANJWANI

Head (Debt)

9323555164/ 022-66182352

[deepak@geplcapital.com](mailto:deepak@geplcapital.com)

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