

## FREQUENTLY ASKED QUESTIONS

### RIGHTS ISSUE OF PARTLY PAID-UP EQUITY SHARES BY ADANI ENTERPRISES LIMITED

Set out below are the frequently asked questions (“**FAQs**”) to guide investors in gaining familiarity with the application process for subscribing to the rights issue of partly paid-up equity shares (“**Rights Equity Shares**”) of **ADANI ENTERPRISES LIMITED** (“**Company**”) (“**Issue**” or “**Rights Issue**”) in terms of the letter of offer dated **November 12, 2025** (“**Letter of Offer**”), submitted to the Securities and Exchange Board of India (“**SEBI**”) and filed with the BSE Limited (“**BSE**”) and National Stock Exchange of India Limited (“**NSE**”, together with BSE, the “**Stock Exchanges**”). These FAQs are not exhaustive, nor do they purport to contain a summary of all the disclosures in the Letter of Offer or the entire application process in the Issue or all details relevant to prospective investors (“**Investors**”). Further, these FAQs should be read in conjunction with, and are qualified in their entirety by, more detailed information appearing in the Letter of Offer, including the sections “Notice to Investors”, “Risk Factors” and “Terms of the Issue” on pages **13, 28** and **97** respectively, of the Letter of Offer. Readers are advised to refer to the Letter of Offer which is available on the website of the Registrar ([www.in.mpms.mufg.com](http://www.in.mpms.mufg.com)) Company ([www.adanienterprises.com](http://www.adanienterprises.com)), SEBI ([www.sebi.gov.in](http://www.sebi.gov.in)) and Stock Exchanges ([www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com)). Unless otherwise defined herein, all capitalised terms shall have such meaning as ascribed to them in the Letter of Offer.

#### 1. What are the details of the Issue?

<b>Rights Equity Shares being offered by the Company</b>	Up to 13,85,01,687** Rights Equity Shares
<b>Issue Size</b>	Up to ₹24,930.30 crores**
<b>Face value per Equity Share</b>	₹ 1 each
<b>Rights Entitlements for the Rights Equity Shares</b>	03 (Three) Rights Equity Share for every 25 (Twenty Five) fully paid-up Equity Shares held on the Record Date.
<b>Dividend</b>	Such dividend, as may be recommended by our Board and declared by our Shareholders, in accordance with the applicable laws
<b>Record Date</b>	Monday, November 17, 2025
<b>Issue Price</b>	<p>₹ 1,800.00 per Rights Equity Share (including a premium of ₹1,799.00 per Rights Equity Share)</p> <p>On Application, Investors will have to pay ₹ 900.00 (50% of the Issue Price) per Rights Equity Share. The balance amount (after payment of the Application Money), ₹ 900.00 (50% of the Issue Price) per Rights Equity Share, will be payable by the Rights Equity Shareholders in two subsequent Calls. For further details on Payment Schedule, see “<i>Terms of the Issue – Payment Terms</i>” beginning on page 119 of the Letter of Offer.</p> <p><i>Note: Our Board retains the right to change the schedule of payment, including the timing of the Calls and the amount payable on each Call, on account of business requirements and other commercial considerations, subject to compliance with applicable laws.</i></p>
<b>Equity Shares issued prior to the Issue</b>	1,15,41,80,729 Equity Shares. For details, see “ <i>Capital Structure</i> ” beginning on page 72 of the Letter of Offer
<b>Equity Shares subscribed, paid-up and outstanding prior to the Issue</b>	1,15,41,80,729 Equity Shares. For details, see “ <i>Capital Structure</i> ” beginning on page 72 of the Letter of Offer
<b>Equity Shares outstanding after the Issue (assuming full subscription for and Allotment of the Rights Entitlement) and having made fully paid-up</b>	1,29,26,82,416 Equity Shares
<b>Security Codes for the Equity Shares</b>	ISIN: INE423A01024 BSE: 512599

	NSE: ADANIENT
<b>ISIN for Rights Entitlements*</b>	INE423A20016
<b>Terms of the Issue</b>	For further information, see “Terms of the Issue” beginning on page 97 of Letter of Offer
<b>Use of Issue Proceeds</b>	For further information, see “Objects of the Issue” beginning on page 74 of Letter of Offer

\*The Company would obtain a separate ISIN for the Rights Equity Shares for each Call, as may be required under applicable laws.

\*\*Assuming full subscription in the Issue, Allotment and receipt of all Call Monies with respect to the Rights Equity Shares. Subject to finalization of Basis of Allotment.

## 2. What is the Rights Issue schedule?

<b>Last date for credit of the Rights Entitlements</b>	Tuesday, November 18, 2025
<b>Issue Opening Date</b>	Tuesday, November 25, 2025
<b>Last Date for On Market Renunciation of Rights Entitlements<sup>#</sup></b>	Friday, December 5, 2025
<b>Issue Closing Date*</b>	Wednesday, December 10, 2025
<b>Finalisation of Basis of Allotment (on or about)</b>	Thursday, December 11, 2025
<b>Date of Allotment (on or about)</b>	Thursday, December 11, 2025
<b>Date of credit (on or about)</b>	Friday, December 12, 2025
<b>Date of listing (on or about)</b>	Tuesday, December 16, 2025

\*Our Board or the Rights Issue Committee will have the right to extend the Issue Period as it may determine from time to time but not exceeding 30 days from the Issue Opening Date (inclusive of the Issue Opening Date). Further, no withdrawal of Application shall be permitted by any Applicant after the Issue Closing Date.

Note:

<sup>1</sup> The above timetable is indicative in nature and does not constitute any obligation on the Company. While the Company shall ensure that all the steps for completion of all the necessary formalities for the listing and trading of the Rights Equity Shares on the Stock Exchanges are taken within the prescribed timelines, the timetable may change due to various factors such as extension of the Issue Period by the Company or any delay in receiving final listing and trading approval from the Stock Exchanges. The commencement of the trading of Rights Equity shares will be entirely at the discretion of the Stock Exchanges in accordance with the applicable laws.

<sup>2</sup> Eligible Equity Shareholders are requested to ensure that renunciation through off-market transfer is completed in such a manner that the Rights Entitlements are credited to the demat account of the Renouncees on or prior to the Issue Closing Date.

## 3. What is the Rights Entitlement Ratio?

The Rights Equity Shares are being offered on a rights basis to the Eligible Equity Shareholders in the ratio of 3 (Three) Rights Equity Shares for every 25 (Twenty-Five) fully paid-up Equity Shares held by the Eligible Equity Shareholders on the Record Date, i.e., Monday, November 17, 2025.

## 4. What is the amount to be paid at the time of submitting the Application Form?

The amount payable at the time of Application is ₹900.00 (i.e., 50% of the Issue Price) per Rights Equity Share applied in the Issue at the Issue Price.

## 5. When will next Call Money be payable?

The Board of Directors has pursuant to its resolution dated November 11, 2025, approved the following terms of payment for the Issue:

Particulars	Amount payable per Rights Equity Share*		
	Face Value (₹)	Premium (₹)	Total (₹)
On Application	0.50	899.50	900.00 <sup>(1)</sup>
Two separate Calls as per details mentioned herein below	0.50	899.50	900.00 <sup>(2)</sup>
<b>Total (₹)</b>	<b>1.00</b>	<b>1,799.00</b>	<b>1,800.00</b>
<b>Details of Calls</b>			

Particulars of Calls	Period of payment of Calls	Face Value (₹)	Premium (₹)	Total (₹)
First Call (on or about)	Monday, January 12, 2026 to Tuesday, January 27, 2026	0.25	449.75	450.00
Second and Final Call (on or about)	Monday, March 2, 2026 to Monday, March 16, 2026	0.25	449.75	450.00

*Note: Our Board retains the right to change the above schedule of payment, including the timing of the Calls and the amount payable on each Call, on account of business requirements and other commercial considerations, subject to compliance with applicable laws.*

<sup>(1)</sup> Constitutes 50% of the Issue Price.

<sup>(2)</sup> Constitutes remaining 50% of the Issue Price.

*\*For further details on Payment Schedule, see “Terms of the Issue – Payment Terms” on page 119 of the Letter of Offer.*

## 6. Will the Rights Equity Shares trade along with the currently listed Equity Shares of the Company?

In addition to the present ISIN for the existing Equity Shares, the Company would obtain a separate ISIN for the Rights Equity Shares for each Call, until fully paid-up. The Rights Equity Shares offered under the Issue will be traded under a separate ISIN after each Call for the period as may be applicable under the rules and regulations prior to the record date for the final Call Notice. The ISIN representing the Rights Equity Shares will be terminated after the Call Record Date for the final Call. On payment of the final Call Money in respect of the Rights Equity Shares, such Rights Equity Shares would be fully paid-up and merged with the existing ISIN of the Equity Shares of the Company.

## 7. Will Rights Equity Shares trade freely post listing?

Yes, Rights Equity Shares shall be freely transferable post listing on the Stock Exchanges.

## 8. What are Rights Entitlements?

Number of the Rights Equity Shares that an Eligible Equity Shareholder is entitled to in proportion to the number of the Equity Shares held by the Eligible Equity Shareholder on the Record Date, i.e., Monday, November 17, 2025, in this case being 3 (Three) Rights Equity Shares for every 25 (Twenty-Five) fully paid-up Equity Shares held by an Eligible Equity Shareholder as on Record date.

Eligible Equity Shareholders whose names appear as beneficial owners as per the list to be furnished by the Depositories in respect of our Equity Shares held in dematerialised form and on the register of members of the Company in respect of our Equity Shares held in physical form at the close of business hours on the Record Date ( i.e. Monday, November 17, 2025) are entitled to the number of Rights Entitlements as set out in their respective Rights Entitlement Letter.

Further, the Eligible Equity Shareholders can also obtain the details of their respective Rights Entitlements from the website of the Registrar (i.e., [www.in.mpms.mufg.com](http://www.in.mpms.mufg.com)) by entering their DP ID, Client ID or folio number (for Eligible Equity Shareholders who hold Equity Shares in physical form as on Record Date) and PAN. The link for the same shall also be available on the website of the Company (i.e., <https://www.adanienterprises.com>).

## 9. How are Rights Entitlements (REs) issued?

Rights Entitlements (REs) are issued in dematerialised form only under a separate ISIN i.e. **INE423A20016**.

For further details on the procedure of rights entitlements, please see the chapter entitled “*Terms of the Issue – Credit of Rights Entitlements in demat accounts of Eligible Equity Shareholders*” beginning on page 110 of the Letter of Offer.

## 10. What happens to Rights Entitlements (REs) which are neither subscribed nor renounced on or before the Issue Closing Date?

Rights Entitlements (REs) which are neither subscribed nor renounced by the Investors on or before the Issue Closing Date (i.e. Wednesday, December 10, 2025) shall lapse and shall be extinguished after the Issue Closing Date.

## 11. How will the Basis of Allotment be decided?

Subject to the provisions contained in the Letter of Offer, the Rights Entitlement Letter, the Application Form, the Articles of Association and the approval of the Designated Stock Exchange, the Board will proceed to Allot the Rights Equity Shares in the following order of priority:

- (a) Full Allotment to those Eligible Equity Shareholders who have applied for their Rights Entitlements of Rights Equity Shares either in full or in part and also to the Renouncee(s) who has or have applied for Rights Equity Shares renounced in their favour, in full or in part.
- (b) Eligible Equity Shareholders whose fractional entitlements are being ignored and Eligible Equity Shareholders with zero entitlement, would be given preference in allotment of one Additional Rights Equity Share each if they apply for Additional Rights Equity Shares. Allotment under this head shall be considered if there are any unsubscribed Rights Equity Shares after allotment under (a) above. If number of Rights Equity Shares required for Allotment under this head are more than the number of Rights Equity Shares available after Allotment under (a) above, the Allotment would be made on a fair and equitable basis in consultation with the Designated Stock Exchange and will not be a preferential allotment.
- (c) Allotment to the Eligible Equity Shareholders who having applied for all the Rights Equity Shares offered to them as part of the Issue, have also applied for Additional Rights Equity Shares. The Allotment of such Additional Rights Equity Shares will be made as far as possible on an equitable basis having due regard to the number of Equity Shares held by them on the Record Date, provided there are any unsubscribed Rights Equity Shares after making full Allotment in (a) and (b) above. The Allotment of such Rights Equity Shares will be at the sole discretion of our Board in consultation with the Designated Stock Exchange, as a part of the Issue and will not be a preferential allotment.
- (d) Allotment to Renouncees who having applied for all the Rights Equity Shares renounced in their favour, have applied for Additional Rights Equity Shares provided there is surplus available after making full Allotment under (a), (b) and (c) above. The Allotment of such Rights Equity Shares will be made on a proportionate basis having due regard to the number of Rights Entitlement held by them as on Issue Closing Date and in consultation with the Designated Stock Exchange, as a part of the Issue and will not be a preferential allotment.
- (e) Allotment to any specific investor(s) disclosed by the Company in terms of the SEBI ICDR Regulations before opening of the Issue, provided that there is surplus available after making full Allotment under (a), (b), (c) and (d) above. The Allotment of such Rights Equity Shares will be at the sole discretion of our Board in consultation with the Designated Stock Exchange, as a part of the Issue and will not be a preferential allotment.
- (f) Allotment to any other person, subject to applicable laws, that our Board may deem fit, provided there is surplus available after making Allotment under (a), (b), (c) (d) and (e) above, and the decision of our Board in this regard shall be final and binding.

After taking into account Allotment to be made under (a) to (e) above, if there is any unsubscribed portion, the same shall be deemed to be 'unsubscribed'.

For further details on the basis of allotment, please see the chapter entitled "*Terms of the Issue – Basis of Allotment*" on page 118 of the Letter of Offer.

## **12. How can an Eligible Equity Shareholder access the details of his respective Rights Entitlement?**

As your name appears as a beneficial owner in respect of the issued and paid-up Equity Shares held in dematerialised form or appears in the register of members of the Company as an Eligible Equity Shareholder in respect of our Equity Shares held in physical form, as on the Record Date, you may be entitled to subscribe to the number of Rights Equity Shares as set out in the Rights Entitlement Letter.

Rights Entitlements shall be credited to the respective demat accounts of Eligible Equity Shareholders before the Issue Opening Date (i.e. Tuesday, November 25, 2025) only in dematerialised form. Eligible Equity Shareholders can also obtain the details of their respective Rights Entitlements from the website of the Registrar i.e., [www.in.mpms.mufg.com](http://www.in.mpms.mufg.com) by entering their DP ID and Client ID or Folio Number (for Eligible Equity Shareholders holding Equity Shares in physical form as on the Record Date, i.e., Monday, November 17, 2025), PAN and such other credentials. The link for the same shall also be available on the website of the Company (i.e., [www.adanienterprises.com](http://www.adanienterprises.com)).

Please note that in accordance with Regulation 77A of the SEBI ICDR Regulations read with the SEBI ICDR Master Circular, the credit of Rights Entitlements and Allotment of Rights Equity Shares shall be made in dematerialised form only. Accordingly, Eligible Equity Shareholders holding Equity Shares in physical form as on Record Date and desirous of subscribing to Rights Equity Shares in this Issue are advised to furnish the details of their demat account to the

Registrar or the Company at least two clear Working Days prior to the Issue Closing Date, to enable the credit of their Rights Entitlements in their respective demat accounts at least one day before the Issue Closing Date.

Prior to the Issue Opening Date, the Rights Entitlements of those Eligible Equity Shareholders, among others, who hold Equity Shares in physical form, and/or whose demat account details are not available with the Company or the Registrar, shall be credited in the Demat Suspense Account.

Eligible Equity Shareholders, who hold Equity Shares in physical form as on Record Date and who have opened their demat accounts after the Record Date, shall adhere to following procedure for participating in the Issue:

- (a) The Eligible Equity Shareholders shall visit [www.in.mpms.mufg.com](http://www.in.mpms.mufg.com), to upload their client master sheet and also provide the other details as required, no later than two clear Working Days prior to the Issue Closing Date;
- (b) The Registrar shall, after verifying the details of such demat account, transfer the Rights Entitlements of such Eligible Equity Shareholders to their demat accounts at least one day before the Issue Closing Date; and
- (c) The remaining procedure for Application shall be same as set out in “- Making of an Application by Eligible Equity Shareholders on Plain Paper under ASBA process” on page 102 of the Letter of Offer.

Resident Eligible Equity Shareholders who hold Equity Shares in physical form as on the Record Date will not be allowed to renounce their Rights Entitlements in the Issue. However, such Eligible Equity Shareholders, where the dematerialized Rights Entitlements are transferred from the Demat Suspense Account to the respective demat accounts within prescribed timelines, can apply for Additional Rights Equity Shares while submitting the Application through ASBA process.

**13. What are fractional entitlements? What will be the entitlement if a shareholder holds less than 25 shares or not in the multiple of 25?**

The Rights Equity Shares are being offered on a rights basis to Eligible Equity Shareholders in the ratio of 3 (three) Rights Equity Shares for every 25 (twenty-five) fully paid-up Equity Shares held on the Record Date. For Equity Shares being offered on a rights basis under the Issue, if the shareholding of any of the Eligible Equity Shareholders is less than 25 (twenty-five) fully paid-up Equity Shares or not in the multiple of 25 (twenty-five), the fractional entitlement of such Eligible Equity Shareholders shall be ignored in the computation of the Rights Entitlement. However, the Eligible Equity Shareholders whose fractional entitlements are being ignored, will be given preferential consideration for the allotment of one additional Equity Share each if they apply for additional Equity Shares over and above their Rights Entitlement, if any.

Further, the Eligible Equity Shareholders holding less than 9 (nine) Equity Shares as on Record Date shall have ‘zero’ entitlement in the Issue. Such Eligible Equity Shareholders are entitled to apply for additional Equity Shares and will be given preference in the allotment of one additional Equity Share if, such Eligible Equity Shareholders apply for the additional Equity Shares. However, they cannot renounce the same in favour of third parties, and the application forms shall be non-negotiable.

The following table sets out an illustration explaining the number of Rights Entitlements that an Eligible Equity Shareholder is entitled to on the basis of the number of Equity Shares held on the Record Date:

Number of Equity Shares held by Eligible Equity Shareholders	Fractional entitlement	Entitlement
1	0.12	0
2	0.24	0
3	0.36	0
4	0.48	0
5	0.60	0
6	0.72	0
7	0.84	0
8	0.96	0
9	1.08	1
10	1.20	1
11	1.32	1
12	1.44	1

Number of Equity Shares held by Eligible Equity Shareholders	Fractional entitlement	Entitlement
13	1.56	1
14	1.68	1
15	1.80	1
16	1.92	1
17	2.04	2
18	2.16	2
19	2.28	2
20	2.40	2
21	2.52	2
22	2.64	2
23	2.76	2
24	2.88	2
25	3.00	3

#### 14. When will credit of Rights Entitlements in the demat accounts happen?

As your name appears as a beneficial owner in respect of the issued, paid-up and subscribed Equity Shares held in dematerialised form or appears in the register of members of the Company as an Eligible Equity Shareholder in respect of our Equity Shares held in physical form, as on the Record Date, you may be entitled to subscribe to the number of Rights Equity Shares as set out in the Rights Entitlement Letter.

Eligible Equity Shareholders can also obtain the details of their respective Rights Entitlements from the website of the Registrar (i.e., [www.in.mpms.mufg.com](http://www.in.mpms.mufg.com)) by entering their DP ID and Client ID or folio number (for Eligible Equity Shareholders who hold Equity Shares in physical form as on Record Date) and PAN. The link for the same shall also be available on the website of the Company (i.e., <https://www.adanienterprises.com>).

In this regard, the Company has made necessary arrangements with NSDL and CDSL for crediting the Rights Entitlements to the demat accounts of the Eligible Equity Shareholders in dematerialised form. A separate ISIN for the Rights Entitlements has also been generated which is **INE423A20016**. The ISIN for the Rights Entitlements shall remain frozen (for debit) until the Issue Opening Date. The ISIN for Rights Entitlements shall be suspended for transfer by the Depositories post the Issue Closing Date.

Additionally, the Company will submit the details of the total Rights Entitlements credited to the demat accounts of the Eligible Equity Shareholders and the Demat Suspense Account to the Stock Exchanges after completing the corporate action. The details of the Rights Entitlements with respect to each Eligible Equity Shareholders can be accessed by such respective Eligible Equity Shareholders on the website of the Registrar after keying in their respective details along with other security control measures implemented thereat.

Rights Entitlements shall be credited to the respective demat accounts of Eligible Equity Shareholders before the Issue Opening Date only in dematerialised form. Further, if no Application is made by the Eligible Equity Shareholders of Rights Entitlements on or before Issue Closing Date, such Rights Entitlements shall lapse and shall be extinguished after the Issue Closing Date. No Rights Equity Shares for such lapsed Rights Entitlements will be credited, even if such Rights Entitlements were purchased from market and purchaser will lose the premium paid to acquire the Rights Entitlements. Persons who are credited the Rights Entitlements are required to make an application to apply for Rights Equity Shares offered under the Issue for subscribing to the Rights Equity Shares offered under the Issue.

If Eligible Equity Shareholders holding Equity Shares in physical form as on Record Date, have not provided the details of their demat accounts to the Company or to the Registrar, they are required to provide their demat account details to the Company or the Registrar no later than two clear Working Days prior to the Issue Closing Date, to enable the credit of the Rights Entitlements by way of transfer from the Demat Suspense Account to their respective demat accounts, at least one day before the Issue Closing Date. Such Eligible Equity Shareholders holding shares in physical form can update the details of their respective demat accounts on the website of the Registrar (i.e. visit [www.in.mpms.mufg.com](http://www.in.mpms.mufg.com)). Such Eligible Equity Shareholders can make an application only after the Rights Entitlements is credited to their respective demat accounts.

In accordance with Regulation 77A of the SEBI ICDR Regulations read with the SEBI ICDR Master Circular, the credit of Rights Entitlements and Allotment of Rights Equity Shares shall be made in dematerialized form only. Prior to the Issue Opening Date, the Company shall credit the Rights Entitlements to the demat accounts of the Eligible Equity Shareholders holding the Equity Shares in dematerialised form.

The Company has opened a separate demat suspense escrow account (namely, “**MIPL ADANI ENTERPRISES LTD RIGHTS ESCROW DEMAT ACCOUNT**”) (“Demat Suspense Account”) and would credit Rights Entitlements on the basis of the Equity Shares: (a) held by Eligible Equity Shareholders which are held in physical form as on Record Date; or (b) which are held in the account of the Investor Education and Protection Fund (“IEPF”) authority; or which of the Eligible Equity Shareholder whose demat accounts are frozen or where the Equity Shares are lying in the unclaimed/ suspense escrow account / demat suspense account (including those pursuant to Regulation 39 of the SEBI LODR Regulations) or details of which are unavailable with the Company or with the Registrar on the Record Date or where Equity Shares have been kept in abeyance or where entitlement certificate has been issued or where instruction has been issued for stopping issue or transfer or where letter of confirmation lying in escrow account; or (d) where credit of the Rights Entitlements have returned/reversed/failed for any reason; or (e) where ownership is currently under dispute, including any court or regulatory proceedings or where legal notices have been issued, if any or (f) such other cases where the Company is unable to credit Rights Entitlements for any other reasons.

The Company shall credit the Rights Entitlements to the Demat Suspense Account on the basis of information available with the Company and to serve the interest of relevant Eligible Equity Shareholders to provide them with a reasonable opportunity to participate in the Issue. The credit of the Rights Entitlements to the Demat Suspense Account by the Company does not create any right in favour of the relevant Eligible Equity Shareholders for transfer of Rights Entitlement to their demat account or to receive any Equity Shares in the Issue.

With respect to the Rights Entitlements credited to the Demat Suspense Account, the Eligible Equity Shareholders are required to provide relevant details / documents as acceptable to the Company or the Registrar (such as applicable regulatory approvals, self-attested PAN and client master sheet of demat account, details/ records confirming the legal and beneficial ownership of their respective Equity Shares, etc.) to the Company or the Registrar no later than two clear Working Days prior to the Issue Closing Date to enable credit of their Rights Entitlements by way of transfer from the Demat Suspense Account to their demat account at least one day before the Issue Closing Date, to enable such Eligible Equity Shareholders to make an application in the Issue, and this communication shall serve as an intimation to such Eligible Equity Shareholders in this regard. Such Eligible Equity Shareholders are also requested to ensure that their demat account, details of which have been provided to the Company or the Registrar account is active to facilitate the aforementioned transfer. In the event that the Eligible Equity Shareholders are not able to provide relevant details to the Company or the Registrar by the end of two clear Working Days prior to the Issue Closing Date, Rights Entitlements credited to the Demat Suspense Account shall lapse and extinguish in due course and such Eligible Equity Shareholder shall not have any claim against the Company and the Company shall not be liable to any such Eligible Equity Shareholder in any form or manner and such lapsing of Rights Entitlement may dilute and adverse impact the interest of certain Eligible Equity Shareholders. For details, please see “*Terms of the Issue*” on page 97 of the Letter of Offer.

## 15. What is the process for Renunciation of Rights Entitlements?

- ***Renouncees***

All rights and obligations of the Eligible Equity Shareholders in relation to Applications and refunds pertaining to the Issue shall apply to the Renouncee(s) as well.

- ***Renunciation of Rights Entitlements***

The Issue includes a right exercisable by Eligible Equity Shareholders to renounce the Rights Entitlements credited to their respective demat account either in full or in part.

The renunciation from non-resident Eligible Equity Shareholder(s) to resident Indian(s) and vice versa shall be subject to provisions of FEMA NDI Rules and other circular, directions, or guidelines issued by RBI or the Ministry of Finance from time to time. However, the facility of renunciation shall not be available to or operate in favour of an Eligible Equity Shareholders being an erstwhile OCB unless the same is in compliance with the FEMA NDI Rules and other circular, directions, or guidelines issued by RBI or the Ministry of Finance from time to time.



The renunciation of Rights Entitlements credited in your demat account can be made either by sale of such Rights Entitlements, using the secondary market platform of the Stock Exchanges or through an off-market transfer.

- ***Procedure for Renunciation of Rights Entitlements***

The Eligible Equity Shareholders may renounce the Rights Entitlements, credited to their respective demat accounts, either in full or in part (a) by using the secondary market platform of the Stock Exchanges (the “**On Market Renunciation**”); or (b) through an off-market transfer (the “**Off Market Renunciation**”), during the Renunciation Period. The Investors should have the demat Rights Entitlements credited / lying in his/her own demat account prior to the renunciation. The trades through On Market Renunciation and Off Market Renunciation will be settled by transferring the Rights Entitlements through the depository mechanism.

Investors may be subject to adverse foreign, state or local tax or legal consequences as a result of trading in the Rights Entitlements. Investors who intend to trade in the Rights Entitlements should consult their tax advisor or stock-broker regarding any cost, applicable taxes, charges and expenses (including brokerage) that may be levied for trading in Rights Entitlements.

**Please note that the Rights Entitlements which are neither renounced nor subscribed by the Investors on or before the Issue Closing Date shall lapse and shall be extinguished after the Issue Closing Date.**

*(a) On Market Renunciation*

The Eligible Equity Shareholders may renounce the Rights Entitlements, credited to their respective demat accounts by trading/selling them on the secondary market platform of the Stock Exchanges through a registered stock-broker in the same manner as the existing Equity Shares of the Company.

In this regard, in terms of provisions of the SEBI ICDR Regulations and the SEBI ICDR Master Circular, the Rights Entitlements credited to the respective demat accounts of the Eligible Equity Shareholders shall be admitted for trading on the Stock Exchanges under ISIN: **INE423A20016** subject to requisite approvals. Prior to the Issue Opening Date, the Company will obtain the approval from the Stock Exchanges for trading of Rights Entitlements. No assurance can be given regarding the active or sustained On Market Renunciation or the price at which the Rights Entitlements will trade. The details for trading in Rights Entitlements will be as specified by the Stock Exchanges from time to time.

The Rights Entitlements are tradable in dematerialized form only. The market lot for trading of Rights Entitlements is 1 (one) Rights Entitlements.

The On Market Renunciation shall take place only during the Renunciation Period for On Market Renunciation, i.e., from Tuesday, November 25, 2025 to Friday, December 5, 2025 (both days inclusive).

The Investors holding the Rights Entitlements who desire to sell their Rights Entitlements will have to do so through their registered stockbrokers by quoting the ISIN: **INE423A20016** and indicating the details of the Rights Entitlements they intend to trade. The Investors can place order for sale of Rights Entitlements only to the extent of Rights Entitlements available in their demat account.

The On Market Renunciation shall take place electronically on secondary market platform of BSE and NSE under automatic order matching mechanism and on ‘T+2 rolling settlement basis’, where ‘T’ refers to the date of trading. The transactions will be settled on trade-for-trade basis. Upon execution of the order, the stockbroker will issue a contract note in accordance with the requirements of the Stock Exchanges and the SEBI.

*(b) Off Market Renunciation*

The Eligible Equity Shareholders may renounce the Rights Entitlements, credited to their respective demat accounts by way of an off-market transfer through a depository participant. The Rights Entitlements can be transferred in dematerialised form only.

Eligible Equity Shareholders are requested to ensure that renunciation through off-market transfer is completed in such a manner that the Rights Entitlements are credited to the demat account of the renounces on or prior to the Issue Closing Date to enable Renounces to subscribe to the Rights Equity Shares in the Issue.



The Investors holding the Rights Entitlements who desire to transfer their Rights Entitlements will have to do so through their depository participant by issuing a delivery instruction slip quoting the ISIN: **INE423A20016**, the details of the buyer and the details of the Rights Entitlements they intend to transfer. The buyer of the Rights Entitlements (unless already having given a standing receipt instruction) has to issue a receipt instruction slip to their depository participant. The Investors can transfer Rights Entitlements only to the extent of Rights Entitlements available in their demat account.

The instructions for transfer of Rights Entitlements can be issued during the working hours of the depository participants.

The detailed rules for transfer of Rights Entitlements through off-market transfer shall be as specified by the NSDL and CDSL from time to time.

**16. If the Investor purchased Rights Entitlements from the secondary market, does he need to pay once again for the Rights Equity Shares applied for through ASBA.**

Yes, even though the Investor purchased the Rights Entitlements from the secondary market, they need to block/pay the issue price amount with designated SCSBs.

**17. Whether any persons who are not existing shareholders of the Company as on Record Date, can apply to the Rights Issue?**

Persons who are not existing shareholders of the Company as of the Record Date can buy the Rights Entitlements (REs) through On Market or Off Market Renunciation and apply in the Rights Issue up to the Rights Entitlements bought.

**18. What will happen if Rights Entitlements are purchased through On market renunciation / Offmarket renunciation, and no application is made for subscribing the shares / other securities offered under Rights Issue?**

In case Rights Entitlements are purchased through On Market renunciation/ Off Market renunciation, and no corresponding application is made for subscribing the shares/ other securities offered under Rights Issue, the Rights Entitlements purchased will lapse and shall be extinguished after the Issue Closing Date. No Rights Equity Shares for such lapsed Rights Entitlements will be credited, even if such Rights Entitlements were purchased from market and purchaser will lose the premium paid to acquire the Rights Entitlements.

**19. What are the options available to the Eligible Equity Shareholders in the Rights Issue?**

The Rights Entitlement Letter will clearly indicate the number of Rights Equity Shares that the Eligible Equity Shareholder is entitled to.

If the Eligible Equity Shareholder applies in the Issue, then such Eligible Equity Shareholder can:

- Apply for its Rights Equity Shares to the full extent of its Rights Entitlements; or
- Apply for its Rights Equity Shares to the extent of part of its Rights Entitlements (without renouncing the other part); or
- Apply for its Rights Equity Shares to the extent of part of its Rights Entitlements and renounce the other part of the Rights Entitlements; or
- Apply for its Rights Equity Shares to the full extent of its Rights Entitlements and apply for additional Rights Equity Shares; or
- Renounce its Rights Entitlements in full.

**20. Can an application in the rights Issue be made using third party bank account?**

Investors can make payment only using bank account held in their own name. Please note that Applications made with payment using third party bank accounts are liable to be rejected.

**21. Can a joint bank account be used to make applications on behalf of shareholders?**

Joint bank account can be used by the applicant provided they are joint holders in the beneficiary account. In case the Application Form is submitted in joint names, ensure that the beneficiary account is also held in same joint names and such names are in the same sequence in which they appear in the Application Form and the Rights Entitlement Letter.

**22. Can an application be made by cash / cheque / demand drafts?**

No.

**23. Can an application be made by visiting the Company and/or Registrar office?**

No.

**24. Can the broker collect the application form and submit the application?**

No.

**25. Does purchase of Rights Entitlement mean the purchaser will automatically get Rights Equity Shares?**

The credit of the Rights Entitlements in the demat account does not, per se, entitle the Investors to the Rights Equity Shares and the Investors have to submit applications for the Rights Equity Shares on or before the Issue Closing Date and make payment towards Application Money.

Please note that if no Application is made by the Eligible Equity Shareholders of Rights Equity Shares on or before Issue Closing Date, the Rights Entitlements of such Eligible Equity Shareholders shall get lapsed and shall be extinguished after the Issue Closing Date. No Rights Equity Shares for such lapsed Rights Entitlements will be credited, even if such Rights Entitlements were purchased from market and purchaser will lose the premium paid to acquire the Rights Entitlements. Persons who are credited the Rights Entitlements are required to make an Application to apply for Equity Shares offered under Rights Issue for subscribing to the Equity Shares offered under Issue.

**26. How can an Investor understand that the Application has been successfully made?**

Investors will be provided acknowledgment / confirmation email upon successful completion of Application.

**27. How can an Investor understand if the Rights Equity Shares have been allocated?**

The Company and/or the Registrar will send email intimation (Allotment/ refund advice) to all the applicants who have been Allotted Rights Equity Shares.

**28. What is the process of updating the email ID, phone number and Indian address?**

To update respective email addresses/ mobile numbers in the records maintained by the Registrar or the Company, Eligible Equity Shareholders should visit:

<https://web.in.mpms.mufg.com/rightsoffers/rightsissues-Knowyourapplication.aspx>

The non-resident Eligible Equity Shareholders can update their Indian address in the records maintained by the Registrar and the Company by submitting their respective copies of self-attested proof of address, passport, etc. at C-101, Embassy 247, LBS. Marg, Vikhroli (West), Mumbai 400 083, Maharashtra, India or [adanienterprise.rights2025@in.mpms.mufg.com](mailto:adanienterprise.rights2025@in.mpms.mufg.com)

**29. How can an investor apply in the Issue?**

**In accordance with Regulation 76 of the SEBI ICDR Regulations, SEBI ICDR Master Circular, and all the ASBA Circulars, all Investors desiring to make an Application in the Issue are mandatorily required to use the ASBA process. Investors should carefully read the provisions applicable to such Applications before making their Application through ASBA.**

The Application Form can be used by the Eligible Equity Shareholders as well as the Renouncees to make Applications in the Issue basis the Rights Entitlement credited in their respective demat accounts or demat suspense escrow account, as

applicable. For further details on the Rights Entitlements and demat suspense escrow account, see “-Credit of Rights Entitlements in demat accounts of Eligible Equity Shareholders” on page 110 of the Letter of Offer.

Please note that one single Application Form shall be used by Investors to make Applications for all Rights Entitlements available in a particular demat account or entire respective portion of the Rights Entitlements in the demat suspense escrow account in case of resident Eligible Equity Shareholders holding shares in physical form as on Record Date and applying in this Issue, as applicable. In case of Investors who have provided details of demat account in accordance with the SEBI ICDR Regulations, such Investors will have to apply for the Rights Equity Shares from the same demat account in which they are holding the Rights Entitlements and in case of multiple demat accounts, the Investors are required to submit a separate Application Form for each demat account.

Investors may apply for the Rights Equity Shares by submitting the Application Form to the Designated Branch of the SCSB or online/electronic Application through the website of the SCSBs (if made available by such SCSB) for authorising such SCSB to block Application Money payable on the Application in their respective ASBA Accounts.

Investors are also advised to ensure that the Application Form is correctly filled up stating therein that the ASBA Account in which an amount equivalent to the amount payable on Application as stated in the Application Form will be blocked by the SCSB.

**Applicants should carefully fill-in their depository account details and PAN in the Application Form or while submitting application through online/electronic Application through the website of the SCSBs (if made available by such SCSB). Please note that incorrect depository account details or PAN or Application Forms without depository account details shall be treated as incomplete and shall be rejected. For details, see “- Grounds for Technical Rejection” on page 106 of the Letter of Offer. The Company, the Registrar and the SCSBs shall not be liable for any incomplete or incorrect demat details provided by the Applicants.**

Additionally, in terms of Regulation 78 of the SEBI ICDR Regulations, Investors may choose to accept the offer to participate in the Issue by making plain paper Applications. Please note that SCSBs shall accept such applications only if all details required for making the application as per the SEBI ICDR Regulations are specified in the plain paper application and that Eligible Equity Shareholders making an application in the Issue by way of plain paper applications shall not be permitted to renounce any portion of their Rights Entitlements. For details, please see “Making of an Application through the ASBA Process” on page 100 of the Letter of Offer.

For further details, please see “Process of making an application in the Issue” beginning on page 99 of the Letter of Offer.

**30. What is the procedure for making plain paper application and where can the plain paper application be submitted?**

An Eligible Equity Shareholder in India who is eligible to apply under the ASBA process may make an Application to subscribe to the Issue on plain paper in terms of Regulation 78 of SEBI ICDR Regulations in case of non-receipt of Application Form as detailed above. In such cases of non-receipt of the Application Form through physical delivery (where applicable) and the Eligible Equity Shareholder not being in a position to obtain it from any other source may make an Application to subscribe to the Issue on plain paper with the same details as per the Application Form that is available on the website of the Registrar or the Stock Exchanges. An Eligible Equity Shareholder shall submit the plain paper Application to the Designated Branch of the SCSB for authorising such SCSB to block Application Money in the said bank account maintained with the same SCSB. Applications on plain paper will not be accepted from any Eligible Equity Shareholder who has not provided an Indian address.

Please note that in terms of Regulation 78 of SEBI ICDR Regulations, the Eligible Equity Shareholders who are making the Application on plain paper shall not be entitled to renounce their Rights Entitlements and should not utilize the Application Form for any purpose including renunciation even if it is received subsequently.

The Application on plain paper, duly signed by the Eligible Equity Shareholder including joint holders, in the same order and as per specimen recorded with his/her bank, must reach the office of the Designated Branch of the SCSB before the Issue Closing Date and should contain the following particulars:

1. Name of the Company, being Adani Enterprises Limited;

2. Name and address of the Eligible Equity Shareholder including joint holders (in the same order and as per specimen recorded with the Company or the Depository);
3. Folio number (in case of Eligible Equity Shareholders who hold Equity Shares in physical form as on Record Date)/DP and Client ID;
4. Except for Applications on behalf of the Central or State Government, the residents of Sikkim and the officials appointed by the courts, PAN of the Eligible Equity Shareholder and for each Eligible Equity Shareholder in case of joint names, irrespective of the total value of the Equity Shares applied for pursuant to the Issue;
5. Number of Equity Shares held as on Record Date;
6. Allotment option – only dematerialised form;
7. Number of Rights Equity Shares entitled to;
8. Number of Rights Equity Shares applied for within the Rights Entitlements;
9. Number of Additional Rights Equity Shares applied for, if any (applicable only if entire Rights Entitlements have been applied for);
10. Total number of Rights Equity Shares applied for;
11. Application amount paid at the rate of ₹ 900.00 per Rights Equity Share and ₹ 900 to be paid in two separate calls
12. Details of the ASBA Account such as the SCSB account number, name, address and branch of the relevant SCSB;
13. In case of non-resident Eligible Equity Shareholders making an application with an Indian address, details of the NRE / FCNR/ NRO account such as the account number, name, address and branch of the SCSB with which the account is maintained;
14. Authorisation to the Designated Branch of the SCSB to block an amount equivalent to the Application Money in the ASBA Account;
15. Signature of the Eligible Equity Shareholder (in case of joint holders, to appear in the same sequence and order as they appear in the records of the SCSB);
16. All such Eligible Equity Shareholders shall be deemed to have made the representations, warranties and agreements set forth in “Restrictions on Purchases and Resales - Representations, Warranties and Agreements by Purchasers” on page 126 of the Letter of Offer; and
17. All Applicants in the United States shall include the following:

*“I/ We understand that neither the Rights Entitlements nor the Rights Equity Shares have been, or will be, registered under the U.S. Securities Act of 1933, as amended (the “**U.S. Securities Act**”), or any United States state securities laws, and may not be offered, sold, resold or otherwise transferred within the United States or to the territories or possessions thereof (the “**United States**”), except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act. I/ we understand the Rights Equity Shares referred to in this application are being offered and sold in “offshore transactions” as defined in, and in reliance on, Regulation S under the U.S. Securities Act (“**Regulation S**”) to Eligible Equity Shareholders located in jurisdictions where such offer and sale of the Rights Equity Shares is permitted under laws of such jurisdictions. I/ we understand that the Issue is not, and under no circumstances is to be construed as, an offering of any Rights Equity Shares or Rights Entitlements for sale in the United States, or as a solicitation therein of an offer to buy any of the said Rights Equity Shares or Rights Entitlements in the United States. I/ we confirm that I am/ we are (a) not in the United States and eligible to subscribe for the Rights Equity Shares under applicable securities laws, (b) complying with laws of jurisdictions applicable to such person in connection with the Issue, and (c) understand that neither the Company, nor the Registrar or any other person acting on behalf of the Company will accept subscriptions from any person, or the agent of any person, who appears to be, or who the*

*Company, the Registrar or any other person acting on behalf of the Company have reason to believe is in the United States or is outside of India and ineligible to participate in the Issue under the securities laws of their jurisdiction.*

*I/ We will not offer, sell or otherwise transfer any of the Rights Equity Shares which may be acquired by us in any jurisdiction or under any circumstances in which such offer or sale is not authorized or to any person to whom it is unlawful to make such offer, sale or invitation. I/ We satisfy, and each account for which I/ we are acting satisfies, (a) all suitability standards for investors in investments of the type subscribed for herein imposed by the jurisdiction of my/our residence, and (b) is eligible to subscribe and is subscribing for the Rights Equity Shares and Rights Entitlements in compliance with applicable securities and other laws of our jurisdiction of residence.*

*I/we hereby make the representations, warranties, acknowledgments and agreements set forth in the section of this Letter of Offer titled “Restrictions on Purchases and Resales” on page 126 of the Letter of Offer.*

*I/ We acknowledge that the Company, their affiliates and others will rely upon the truth and accuracy of the foregoing representations and agreements.”*

In cases where Multiple Application Forms are submitted for Applications pertaining to Rights Entitlements credited to the same demat account or in demat suspense escrow account, as applicable, including cases where an Investor submits Application Forms along with a plain paper Application, such Applications shall be liable to be rejected.

Investors are requested to strictly adhere to these instructions. Failure to do so could result in an Application being rejected, with the Company and the Registrar not having any liability to the Investor. The plain paper Application format will be available on the website of the Registrar at [www.in.mpms.mufig.com](http://www.in.mpms.mufig.com).

The Company and the Registrar shall not be responsible if the Applications are not uploaded by the SCSB or funds are not blocked in the Investors’ ASBA Accounts on or before the Issue Closing Date.

### **31. What is the process of Application by the Physical Shareholders?**

In accordance with Regulation 77A of the SEBI ICDR Regulations read with the SEBI ICDR Master Circular, the credit of Rights Entitlements and Allotment of Rights Equity Shares shall be made in dematerialised form only. Accordingly, Eligible Equity Shareholders holding Equity Shares in physical form as on Record Date and desirous of subscribing to Rights Equity Shares in the Issue are advised to furnish the details of their demat account to the Registrar or the Company at least two clear Working Days prior to the Issue Closing Date, to enable the credit of their Rights Entitlements in their respective demat accounts at least one day before the Issue Closing Date.

Prior to the Issue Opening Date, the Rights Entitlements of those Eligible Equity Shareholders, among others, who hold Equity Shares in physical form, and/or whose demat account details are not available with the Company or the Registrar, shall be credited in the Demat Suspense Account.

Eligible Equity Shareholders, who hold Equity Shares in physical form as on Record Date and who have opened their demat accounts after the Record Date, shall adhere to following procedure for participating in the Issue:

- a) The Eligible Equity Shareholders shall visit [www.in.mpms.mufig.com](http://www.in.mpms.mufig.com), to upload their client master sheet and also provide the other details as required, no later than two clear Working Days prior to the Issue Closing Date;
- b) The Registrar shall, after verifying the details of such demat account, transfer the Rights Entitlements of such Eligible Equity Shareholders to their demat accounts at least one day before the Issue Closing Date; and
- c) The remaining procedure for Application shall be same as set out in “- Making of an Application by Eligible Equity Shareholders on Plain Paper under ASBA process” on page 102 of the Letter of Offer.

### **32. Can shareholders holding Equity Shares in a physical form renounce their Rights Entitlement?**

Resident Eligible Equity Shareholders who hold Equity Shares in physical form as on the Record Date will not be allowed to renounce their Rights Entitlements in the Issue. However, such Eligible Equity Shareholders, where the dematerialized Rights Entitlements are transferred from the Demat Suspense Account to the respective demat accounts within prescribed timelines, can apply for Additional Rights Equity Shares while submitting the Application through ASBA process.

**33. Will share certificates be provided to shareholder holding Equity Shares in a physical form if demat account is not provided?**

Since, in accordance with Regulation 77A of the SEBI ICDR Regulations read with the SEBI ICDR Master Circular, the credit of Rights Entitlements and Allotment of Rights Equity Shares shall be made in dematerialized form only, no share certificates will be provided to shareholder holding Equity Shares in a physical form.

**34. Why will physical share certificates not be issued to successful Allottees in Rights Issue?**

In accordance with Regulation 77A of the SEBI ICDR Regulations read with the SEBI ICDR Master Circular, the credit of Rights Entitlements and Allotment of Rights Equity Shares shall be made in dematerialised form only.

**35. Will the shareholders holding shares in physical form, who have not been provided demat account details be allotted shares in the rights Issue?**

Please note that in accordance with Regulation 77A of the SEBI ICDR Regulations read with the SEBI ICDR Master Circular, the credit of Rights Entitlements and Allotment of Equity Shares shall be made in dematerialised form only. Accordingly, Eligible Equity Shareholders holding Equity Shares in physical form as on Record Date and desirous of subscribing to Rights Equity Shares in the Issue are advised to furnish details of their demat account to the Registrar or the Company at least two Working Days prior to the Issue Closing Date, to enable the credit of their Rights Entitlements by way of transfer from the demat suspense escrow account to their respective demat accounts, at least one day before the Issue Closing Date. If demat account details are not provided by the Eligible Equity Shareholders holding Equity Shares in physical form to the Registrar or the Company by the date mentioned above, such shareholders will not be allotted any Rights Equity Shares, nor such Rights Equity Shares be kept in suspense escrow account on behalf of such shareholder. For further details, see “*Terms of the Issue – Credit of Rights Entitlements in demat account of Eligible Equity Shareholders*” on page 110 of the Letter of Offer.

**36. How much time will it take to get the Rights Entitlement credited in demat account for those investors who have provided their demat account details during issue period?**

The Company (with the assistance of the Registrar) shall, after verification of the details of demat account by the Registrar, within reasonable time initiate the process of transfer of the Rights Entitlement from the demat suspense account to the demat accounts of such Eligible Equity Shareholders. Such Eligible Equity Shareholders hold Rights Equity Shares in physical form as on Record Date, can make an application only after the Rights Entitlements is credited to their respective demat accounts.

**37. What is the last date for providing the demat account details for getting the Equity Shares Allotted in the Issue in such demat account?**

At least two clear Working Days prior to the Issue Closing Date.

**38. Can shareholders holding Equity Shares in physical form apply through ASBA?**

Please note that if Eligible Equity Shareholders holding Equity Shares in physical form as on Record Date, have not provided the details of their demat accounts to the Company or to the Registrar, they are required to provide their demat account details to the Company or the Registrar not later than two clear Working Days prior to the Issue Closing Date, i.e., Friday, December 5, 2025 to enable the credit of the Rights Entitlements by way of transfer from the demat suspense escrow account to their respective demat accounts, at least one day before the Issue Closing Date, i.e., Tuesday, December 9, 2025.

**39. Can shareholders holding Rights Equity Shares in physical form apply through plain paper application through ASBA?**

No.

**40. What is the process to be followed by a shareholder holding Equity Shares in demat form to make an application in rights Issue?**

In accordance with Regulation 76 of the SEBI ICDR Regulations, SEBI ICDR Master Circular and ASBA Circulars, all Investors desiring to make an Application in the Issue are mandatorily required to use the ASBA process. Investors should carefully read the provisions applicable to such Applications before making their Application through ASBA process.

For details, see “*Terms of the Issue – Making of an Application through the ASBA process*” on page 100 of the Letter of Offer.

**41. Why the physical copies of the Letter of Offer, the Application Form, the Rights Entitlement Letter have not been dispatched by post to the Eligible Equity Shareholders?**

In accordance with the SEBI ICDR Regulations, the Application Form, the Rights Entitlement Letter and other applicable Issue material will be sent / dispatched only to the Eligible Equity Shareholders who have provided their Indian address to the Company. In case such Eligible Equity Shareholders have provided their valid e-mail address, the Application Form, the Rights Entitlement Letter and other Issue material will be sent only to their valid e-mail address and in case such Eligible Equity Shareholders have not provided their e-mail address, the Application Form, the Rights Entitlement Letter and other Issue material will be dispatched, on a reasonable effort basis, to the Indian addresses provided by them.

Further, the Letter of Offer will be sent / dispatched to the Eligible Equity Shareholders who have provided Indian address and who have made a request in this regard.

Investors can access the Letter of Offer, the Application Form (provided that the Eligible Equity Shareholder is eligible to subscribe for the Rights Equity Shares under applicable laws) on the websites of:

- The Registrar ([www.in.mpms.mufig.com](http://www.in.mpms.mufig.com)).
- The Company ([www.adanienterprises.com](http://www.adanienterprises.com)).
- The Stock Exchanges ([www.bseindia.com](http://www.bseindia.com) / [www.nseindia.com](http://www.nseindia.com) ).

Further, the Company will undertake all adequate steps to reach out the Eligible Equity Shareholders who have provided their Indian address through other means, as may be feasible.

**42. Is there any restriction on total investment amount / Equity Shares?**

Investors are required to ensure that the number of Rights Equity Shares applied for by them do not exceed the prescribed limits under the applicable law. Do not apply if you are ineligible to participate in the Issue under the securities laws applicable to your jurisdiction. Any person who makes an application to acquire Rights Entitlements and the Rights Equity Shares offered in the Issue will be deemed to have declared, represented, warranted and agreed that such person is authorized to acquire the Rights Entitlements and the Rights Equity Shares in compliance with all applicable laws and regulations prevailing in such person’s jurisdiction and India, without requirement for the Company or our affiliates or their respective affiliates to make any filing or registration (other than in India). For further details, please see “*Restrictions on Foreign Ownership of Indian Securities*” at page 125 of the Letter of Offer.

**43. What will be the treatment of multiple Applications?**

**The Investors shall submit only one Application Form for the Rights Entitlements available in a particular demat account.**

In case where multiple Applications are made using same demat account, such Applications shall be liable to be rejected. A separate Application can be made in respect of Rights Entitlements in each demat account of the Investors, and such Applications shall not be treated as multiple applications. Similarly, a separate Application can be made against Equity Shares held in dematerialized form and Equity Shares held in physical form, and such Applications shall not be treated as multiple applications. Further supplementary Applications in relation to further Equity Shares with / without using additional Rights Entitlement will not be treated as multiple application. A separate Application can be made in respect of each scheme of a mutual fund registered with SEBI and such Applications shall not be treated as multiple applications. For details, see “*Procedure for Applications by Mutual Funds*” on page 109 of the Letter of Offer.



In cases where Multiple Application Forms are submitted, including cases where (a) an Investor submits Application Forms along with a plain paper Application or (b) multiple plain paper Applications (c) or multiple applications through ASBA, such Applications shall be treated as multiple applications and are liable to be rejected, other than multiple applications submitted by our Promoters to meet the minimum subscription requirements applicable to the Issue as described in “*Capital Structure*” on page 72 of the Letter of Offer.

**44. Can Investors apply with Multiple Applications with same Folio/DPID-CLID?**

Yes, if the Pattern of depository PAN numbers and Names is in order as per record date data available, then they can apply multiple applications with same Folio/DPID-CLID. In case where multiple Applications are made in respect the Rights Entitlements using same demat account, such Applications shall be liable to be rejected. However supplementary applications in relation to further Rights Equity Shares with/without using additional Rights Entitlements will not be treated as Multiple Application.

**45. Can an Application for Rights Equity Shares be submitted by a custodian of institutional investor?**

Yes, application can be submitted by the custodian of the institutional investor following the applicable process prescribed under the Letter of Offer. Please ensure that you are eligible to participate in the Issue.

**46. How to withdraw an application made through ASBA?**

An Investor who has applied in the Issue may withdraw their application at any time during Issue Period by approaching the SCSB where application is submitted. However, no Investor, may withdraw their application post 5.00 p.m. (Indian Standard Time) on the Issue Closing Date.

**47. When I will get refund, if any?**

In case of non-Allotment or partial Allotment, surplus Application Money shall be refunded to the Investor after finalization of Basis of Allotment in consultation with Designated Stock Exchange. Unblocking refunds, if any for un-allotted or partially allotted Applications shall be completed within such period as prescribed under the SEBI ICDR Regulations.

Further, the Company and the Registrar shall not be responsible for the Unblocking refunds in the Investors’ ASBA Accounts are not initiated by the SCSB.

**48. Can I use the bank details of my family / friends for making payment?**

No. The bank details to be used for making payment through this platform must have your name as one of the joint holders along with the family / friends otherwise it will be treated as third party payments and will be rejected as per SEBI circular dated May 06, 2020.

**49. Can I use a credit card for making payment?**

No. Option to use credit card for making payment is not available on this platform.

**50. My payment has failed, whom do I approach?**

Please check if you have provided the correct details. You can write to us mail: E-mail [adanienterprise.rights2025@in.mpms.mufg.com](mailto:adanienterprise.rights2025@in.mpms.mufg.com) or call us at + 91 81081 14949.

**51. In case of wrong information being submitted, do I have the option to revoke or rectify?**

No. Once the application is submitted, it is final. However, application can be withdrawn by sending an email with withdrawal request to E-mail: [adanienterprise.rights2025@in.mpms.mufg.com](mailto:adanienterprise.rights2025@in.mpms.mufg.com) during the issue period. Kindly note Application, whether applying through ASBA Process cannot be withdrawn after the Issue Closing Date.

**52. Payment confirmation is not received however amount debited, whom do I approach?**

Please write to us at E-mail: [adanienterprise.rights2025@in.mpms.mufig.com](mailto:adanienterprise.rights2025@in.mpms.mufig.com) or call us at + 91 81081 14949 and we shall provide the status.

**53. Whether it is mandatory for Investors to link their PAN to their Aadhar Card before submitting their Applications in this Issue?**

Yes. Investors must ensure that their PAN is linked with Aadhaar and is in compliance with the notification dated February 13, 2020 and press release dated June 25, 2021 issued by Central Board of Direct Taxes.

**54. Whether Overseas Investors can participate in the Issue?**

Only those Equity Shareholders who have provided an Indian address to the Company are eligible to participate in the Issue. For further details, see “*Notice to Investors*” and “*Restrictions on Purchases and Resales*” beginning on pages 13 and 126, respectively, of the Letter of Offer.

The Rights Entitlements and the Issue Shares have not been and will not be registered under the U.S. Securities Act and may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction does not subject to, the registration requirements of the U.S. Securities Act and applicable state securities laws. Accordingly, the Rights Equity Shares are only being offered and sold in “offshore transactions” as defined in, and in reliance on, Regulation S under the U.S. Securities Act to Eligible Equity Shareholders located in jurisdictions where such offer and sale is permitted under the laws of such jurisdictions.

The Rights Entitlements or Rights Equity Shares may not be offered or sold, directly or indirectly, and none of the Letter of Offer, its accompanying documents or any offering materials or advertisements in connection with the Rights Entitlements or the Rights Equity Shares may be distributed or published in or from any country or jurisdiction except in accordance with the legal requirements applicable in such jurisdiction.

Investors are advised to consult their legal counsel prior to accepting any provisional allotment of Rights Equity Shares, applying for excess Rights Equity Shares or making any offer, sale, resale, pledge or other transfer of the Rights Entitlements or the Rights Equity Shares.

Each person who exercises the Rights Entitlements and subscribes for the Rights Equity Shares, or who purchases the Rights Entitlements, or the Rights Equity Shares shall do so in accordance with the restrictions in their respective jurisdictions. For details, see “*Restrictions on Foreign Ownership of Indian Securities*” beginning on page 125 of the Letter of Offer.

As per the FEMA NDI Rules, an NRI or Overseas Citizen of India (“OCI”) may purchase or sell capital instruments of a listed Indian company on repatriation basis, on a recognised stock exchange in India, subject to the conditions, *inter alia*, that the total holding by any individual NRI or OCI will not exceed 5% of the total paid-up equity capital on a fully diluted basis or should not exceed 5% of the paid-up value of each series of debentures or preference shares or share warrants issued by an Indian company and the total holdings of all NRIs and OCIs put together will not exceed 10% of the total paid-up equity capital on a fully diluted basis or shall not exceed 10% of the paid-up value of each series of debentures or preference shares or share warrants.

**For the details of Application by FPIs, NRIs, AIFs, FVCIs, VCFs and FDI route, see the chapter titled “*Terms of the Issue - Procedure for Applications by certain categories of Investors*” on page 108 of the Letter of Offer.**

**55. When will the Rights Equity Shares be credited to the demat account?**

The Rights Equity Shares will be credited on or about Friday, December 12, 2025.

**56. When will the Rights Equity Shares get listed on the exchange?**

On or about Tuesday, December 16, 2025.

**Disclaimer from the Company**

*Adani Enterprises Limited is proposing, subject to receipt of requisite approvals, market conditions and other considerations, a rights issue of its equity shares and has filed a Letter of Offer dated **November 12, 2025** with the Securities and Exchange Board of India. The Letter of Offer is available on the website of the Company at [www.adanienterprises.com](http://www.adanienterprises.com), the website of the SEBI at [www.sebi.gov.in](http://www.sebi.gov.in), the website of BSE at [www.bseindia.com](http://www.bseindia.com) and the website of NSE at [www.nseindia.com](http://www.nseindia.com). Investors should note that investment in equity shares involves a high degree of risk. For details, potential investors should refer to the Letter of Offer, including the section titled "Risk Factors."*

The Company accepts no responsibility for statements made otherwise than in the Letter of Offer or in any advertisement or any other material issued by or at the instance of the Company and anyone placing reliance on any other source of information would be doing so at their own risk.

Eligible Equity Shareholders who invest in the Issue will be deemed to have been represented to the Company and their respective directors, officers, agents, affiliates and representatives that they are eligible under all applicable laws, rules, regulations, guidelines and approvals to acquire Equity Shares, and are relying on independent advice / evaluation as to their ability and quantum of investment in the Issue.

## **CAUTION**

The Company shall make all information available to the Eligible Equity Shareholders in accordance with the SEBI ICDR Regulations and no selective or additional information would be available for a section of the Eligible Equity Shareholders in any manner whatsoever including at presentations, in research or sales reports etc. after filing of the Letter of Offer.

No dealer, salesperson or other person is authorized to give any information or to represent anything not contained in the Letter of Offer. You must not rely on any unauthorized information or representations. The Letter of Offer is an offer to sell only the Rights Equity Shares and rights to purchase the Rights Equity Shares offered hereby, but only under circumstances and in jurisdictions where it is lawful to do so. The information contained in the Letter of Offer is current only as of its date.

The Company accepts no responsibility or liability for advising any Applicant on whether such Applicant is eligible to acquire any Rights Equity Shares.

## **FREQUENTLY ASKED QUESTIONS**

### **CALL MONEY ON RIGHTS ISSUE OF PARTLY PAID-UP EQUITY SHARES BY ADANI ENTERPRISES LIMITED**

#### **1.How many times will shareholders be required to make payment for Call Money?**

Shareholders will make payment in Three parts: 50% at the time of application, and 25% each in two subsequent calls (first call and second and final call) as announced by the Company.

However, Our retains the right to change the above schedule of payment, including the timing of the Calls and the amount payable on each Call, on account of business requirements and other commercial considerations, subject to compliance with applicable laws.

#### **2.When will each of the two Calls be made?**

The period of payment of calls for the first call is from on or about Monday, January 12, 2026 to Tuesday, January 27, 2026. The period of payment of calls for the second and final call is from on or about Monday, March 2, 2026 to Monday, March 16, 2026.

However, Our Board retains the right to change the above schedule of payment, including the timing of the Calls and the amount payable on each Call, on account of business requirements and other commercial considerations, subject to compliance with applicable laws.

#### **3.How will I be informed about each call?**

The Company and the Registrar and Transfer Agent (RTA) will send a Call Notice by registered post/email to all eligible shareholders. Intimations will also be published on stock exchanges and the Company's website.

#### **4.How can I make payment for the calls?**

Payments can be made via:

- Online portal of the RTA (using Net Banking, or ASBA),
- Cheque/Demand Draft payable in favour of "Adani Enterprises Limited – Rights Issue Call Money", or
- Any other method as mentioned in the Call Notice.

#### **5.Can I make payment for future calls in advance?**

No. Payment must be made only when a specific Call is announced. Each Call will have a distinct payment period and amount.

#### **6. What are the consequences if I do not pay the Call Money and what will happen to my Rights Equity Shares?**

If any shareholder does not pay the Call Money as per the due dates mentioned in Call Notice(s):

- a) an interest as may be fixed by the board of the directors of the Company will be payable for delay in payment of Call Money till the actual date of payment;
- b) the Company shall be entitled to deduct from any future dividend payable to you, all sums of money outstanding on account of calls and interest; due thereon in relation to the partly paid-up equity shares of the Company; and
- c) The partly paid-up equity shares of the Company currently held by you, including the amount already paid thereon may be liable to be forfeited on failure to pay the first call money, and/or the second and final call money, in accordance with the Articles of Association of the Company and the Letter of Offer.

#### **7. What if there is any Excess / duplicate amount paid / short payment made?**

Excess/duplicate amount paid, or amount paid by person who is not an Eligible Shareholder as on the first call Record Date or short payment made by an Eligible Shareholder (in case the same cannot be adjusted towards payment of first call money), will be refunded as per following methods:

- ASBA Mode – Unblocking of funds in ASBA Account
- Cheque/ Demand Draft – Credit to the same bank account from where payment has been made

## **8. Where can I access the call Notices?**

The call notices may be accessed on the website of the Registrar at [www.in.mpms.mufig.com](http://www.in.mpms.mufig.com) & please enter your DP ID and Client ID details in the space provided to view and download your individual call notice.

The call notice will be also available on the website of the Company at <https://www.adanienterprises.com/investors/investor-downloads/> and on the website of the Stock Exchanges at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com)

## **9. Will I get a refund if the Rights Issue or any call is cancelled?**

If the Rights Issue is withdrawn or any call is cancelled before allotment, the Company will refund the amount paid, without interest, within the time prescribed under applicable law.

## **10. Whether any cash payment or part payment is permitted?**

- Cash payment shall not be accepted.
- No part payment would be accepted, and part payment would be treated as non-payment which shall render the Rights Equity Shares, including the amount already paid thereon, liable to be forfeited in accordance with the provisions of the Act, the Articles of Association of the Company, and the Letter of Offer. However, in relation to any payment made by a holder of the Rights Equity Shares pursuant any calls, which is lesser than the aggregate amount payable by such holder with respect to the Rights Equity Shares held by such holder as on the relevant record date, the Board or a Rights Issue Committee of the Board, may consider conversion of such lower number of Equity Shares to be made fully paid-up, such that it is in proportion to the amount paid by such holder.

## **11. What happens to my shares after each call?**

After every successful call payment, your shares will remain credited under a partly paid ISIN until full payment is received. Once the final call is paid, the shares will be converted into fully paid-up equity shares and merged under the main ISIN.

## **12. Can partly paid shares be traded on the stock exchange?**

Yes. Partly paid shares may be listed and traded separately on the stock exchange under a distinct ISIN until they become fully paid-up.

## **13. What happens if I sell my partly paid shares before the record date of the next call?**

If you sell before the record date of the next call, the buyer/transferee becomes liable to pay all subsequent call monies. The seller/transferor has no further obligation once the transfer is registered before the record date.

## **14. What if I buy partly paid shares after the record date of a call?**

If you purchase after the record date of a call, you are not liable to pay that particular call but will be responsible for all future calls.

## **15. Will I receive dividends on partly paid shares?**

Subject to applicable law and articles of association of the Company, holders of Rights Equity Shares shall be entitled to the dividends, if declared, in proportion to amount paid-up on such Rights Equity Shares in the Issue.

## **16. Are the partly paid shares eligible for corporate actions (bonus, split, etc.)?**

Subject to applicable law and articles of association of the Company, holders of Rights Equity Shares shall be entitled to bonus, if declared, in proportion to amount paid-up on such Rights Equity Shares in the Issue.

**17. When will my shares become fully paid-up?**

Your shares will become fully paid-up after you have paid the Application Money and two call monies. The Company will then credit the fully paid-up shares to your demat account under the final ISIN, and these will carry the same rights as existing equity shares.

**18. What would be the status of the existing partly paid-up equity shares?**

In addition to the present ISIN for the existing Equity Shares, the Company would obtain a separate ISIN for the Rights Equity Shares for each Call, until fully paid-up. The Rights Equity Shares offered under the Issue will be traded under a separate ISIN after each Call for the period as may be applicable under the rules and regulations prior to the record date for the final Call Notice. The ISIN representing the Rights Equity Shares will be terminated after the Call Record Date for the final Call. On payment of the final call money in respect of the Rights Equity Shares, such Rights Equity Shares would be fully paid-up and merged with the existing ISIN of our Equity Shares.

**19. When would the new partly paid-up shares be traded?**

The trading of partly paid-up equity shares having face value of ₹ 1 each as the paid-up value under the new ISIN is expected to commence within a period of 2 to 3 weeks from the last date i.e. Monday, March 16, 2026 for making the payment of Second and Final Call.