



**ADANI ENTERPRISES LIMITED**

**Registered and Corporate Office:** Adani Corporate House, Shantigram, Near Vaishno Devi Circle, S.G. Highway, Khodiyar, Ahmedabad 382 421, Gujarat, India

**TEL.:** +91 79 2555 4412 | **Website:** www.adanienterprises.com | **Email:** investor.ael@adani.com

**Contact Person:** Jatin Jalundhwala, Company Secretary and Compliance Officer

**CIN:** L51100GJ1993PLC019067

**REMINDER FOR PAYMENT OF FIRST CALL AND NOTICE FOR PAYMENT OF SECOND AND FINAL CALL TO THE HOLDERS OF PARTLY PAID-UP EQUITY SHARES HELD AS ON THE RECORD DATE I.E. FRIDAY, FEBRUARY 13, 2026**

**Last date of payment of amount due:  
Monday, March 16, 2026**

Dear Shareholder,

**Sub: Reminder for payment of First Call of ₹450.00 per Rights Equity Share (comprising ₹0.25 towards face value and ₹449.75 towards premium) i.e., 25% of the Issue Price of ₹1800.00 per Rights Equity Share (the “First Call Reminder”) and notice for payment of Second and Final Call Money of ₹450.00 per Rights Equity Share (comprising ₹0.25 towards face value and ₹449.75 towards premium) i.e., 25% of the Issue Price of ₹1800.00 per Rights Equity Share (the “Second and Final Call”) issued by Adani Enterprises Limited (the “Company”), on a rights basis, pursuant to the Letter of Offer dated November 12, 2025 (“Letter of Offer”) (“Issue”).**

1. Pursuant to the Issue, the Company had issued and allotted 13,85,01,687 partly paid-up Equity Shares of face value of ₹ 1 each (“**Rights Equity Shares**”) at an issue price of ₹ 1,800.00 each (including a premium of ₹ 1,799.00 per Rights Equity Share), aggregating up to ₹ 24,930.30 crores to the eligible equity shareholders of the Company in the ratio of 3 (three) Rights Equity Shares for every 25 (twenty-five) fully paid-up Equity Shares held by eligible shareholders on the record date i.e. Monday, November 17, 2025.
2. In accordance with the terms of the Issue as mentioned in the Letter of Offer, the Company had received ₹900.00 (comprising ₹0.50 towards face value and ₹899.50 towards premium) per partly paid-up Equity Share as application money and the partly paid-up Equity Shares were allotted on Thursday, December 11, 2025.
3. The Board of Directors at its meeting held on November 11, 2025 and corrigendum to First Call Notice dated January 3, 2026 had approved the payment schedule including the period of payment of Calls for the First Call (being on or about Tuesday, January 13, 2026 to Tuesday, January 27, 2026) for ₹ 450.00 (comprising ₹0.25 towards face value and ₹ 449.75 towards premium) per partly paid-up Equity Share and Second and Final Call (being on or about Monday, March 2, 2026 to Monday, March 16, 2026) for ₹ 450.00 (comprising ₹0.25 towards face value and ₹ 449.75 towards premium) per partly paid-up Equity Share.
4. The Rights Issue Committee of the Board of Directors of the Company at its meeting held on Wednesday, December 17, 2025, had approved and fixed Tuesday, December 23, 2025 as the record date (“**First Call Record Date**”) for the purpose of determining the eligible equity shareholders of partly paid-up equity shares to whom the notice for the First Call along with corrigendum to First Call Notice (the “**First Call Notice**”), had been sent. The First Call Record Date had been intimated to the BSE Limited (“**BSE**”) and the National Stock Exchange of India Limited (“**NSE**”) (together, the “**Stock Exchanges**”) on Wednesday, December 17, 2025. **However, we note that you have not paid the First Call Money as on date.**
5. Further, we wish to inform you that, the Rights Issue Committee of the Board of Directors of the Company at its meeting held on Monday, February 9, 2026, has approved and fixed **Friday, February 13, 2026** as the record date (“**Second and Final Call Record Date**”) for the purpose of determining the partly paid-up equity shareholders to whom the notice for the Second and Final Call (the “**Second and Final Call Notice**”), is being sent. The Second and Final Call Record Date has been intimated to BSE and NSE on Monday, February 9, 2026.
6. **Please note that this is the final call and there will be no further call with respect to the Issue. Shares on which the call money remains unpaid will be liable to be forfeited in accordance with the Companies Act, 2013, Articles of Association of the Company and the Letter of Offer.**

Accordingly, we are sending this reminder cum second and final call notice (“**Reminder cum Second and Final Call Notice**”) to you to pay the First Call and the Second and Final Call as per details provided below:

No. of partly paid-up equity shares held as on Record Date i.e., Friday, February 13, 2026	Amount due and payable on First Call @ ₹ 450.00 per Rights Equity share (₹ in figures) (A)	Amount due and payable on Second and Final Call @ ₹ 450.00 per Rights Equity Share (₹ in figures) (B)	Total amount due and payable (₹ in figures) (A + B)

**Other Instructions**

First Call and Second and Final Call Payment Period (Both days inclusive)	From	To	Duration
		Monday, March 2, 2026	Monday, March 16, 2026
	Deposit of Cheque / Demand Draft with collection Centre of State Bank of India (made payable to)	a. ADANI ENTERPRISES LIMITED-RIGHT ACCOUNT-R * b. ADANI ENTERPRISES LIMITED-RIGHT ACCOUNT-NR *	ISSUE-CALL MONEY

\* R - Residential shareholders / NR - Non- Residential shareholders

<sup>(1)</sup> Please visit <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=35> to refer to the list of existing SCSBs [Self-Certified Syndicate Banks]

- Detailed instructions for payment of full due amount specified in this Reminder cum Second and Final Call Notice and Payment Slip are enclosed as **Annexure 1, & 3**, respectively. You are requested to make the payment of full due amount specified in this Reminder cum Second and Final Call Notice **on or before Monday, March 16, 2026**.
- Please note that the trading of ₹ 0.75 partly paid-up equity shares of the Company (ISIN: IN9423A01048) has been suspended on the Stock Exchanges with effect from close of trading hours on **Thursday, February 12, 2026** on account of the Second and Final Call. The Rights Equity Shares of ₹ 1/- each will be credited under the existing ISIN: **INE423A01024** and is estimated to be available for trading within three weeks from the last date of payment i.e., Monday, March 16, 2026.
- Please also note the consequences of failure to pay the First Call and Second and Final Call, given below:
  - The Company shall be entitled to deduct from any future dividend payable to you, all sums of money outstanding on account of calls in relation to the partly paid-up equity shares of the Company; and
  - 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 Second and Final Call, in accordance with the Articles of Association of the Company and the Letter of Offer.
- The Reminder cum Second and Final Call Notice along with the Detailed Instructions and Payment Slip are also available on the Company’s website at [www.adanienterprises.com](http://www.adanienterprises.com) or on the website of MUFG Intime India Private Limited (formerly Link Intime India Private Limited) (“RTA”) at [www.in.mpms.mufg.com](http://www.in.mpms.mufg.com) or on the website of Stock Exchanges [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com).
- Please refer to the **FAQs** available on the website of the Company [www.adanienterprises.com](http://www.adanienterprises.com) or on the website of RTA ([www.in.mpms.mufg.com](http://www.in.mpms.mufg.com)). You may also seek clarifications on any query related to the payment of Second and Final Call on the number +91 22 810 811 4949 (operational from Monday to Friday from 10 AM to 5 PM) or email us on [adanienterprises.callmoney@in.mpms.mufg.com](mailto:adanienterprises.callmoney@in.mpms.mufg.com) and get your queries addressed.
- All capitalized terms not defined herein would have the same meaning as attributed to it in the Letter of Offer.

**Yours sincerely,  
For Adani Enterprises Limited**

**Sd/  
Jatin Jalundhwala  
Company Secretary and Compliance Officer**

Date : **Monday, February 16, 2026**  
Place : Ahmedabad

Encl.: As above

**DETAILED INSTRUCTIONS**

**MODE OF DISPATCH OF THE REMINDER CUM FINAL CALL NOTICE**

In terms of the provisions of the Companies Act, 2013 (the “Act”) read with the relevant rules made thereunder, the Reminder cum Second and Final Call Notice is being sent in electronic mode to holders of Rights Equity Shares, whose e-mail address is registered with the Company or its Registrar and Transfer Agent – **MUFG Intime India Private Limited (formerly Link Intime India Private Limited)** (“RTA”) or the Depository Participant(s) as on the Second and Final Call Record Date i.e., **Friday, February 13, 2026**. The Reminder cum Second and Final Call Notice along with the detailed instructions and payment slip are also available on the Company’s website at [www.adanienterprises.com](http://www.adanienterprises.com).

Physical copy of the Reminder cum Second and Final Call Notice along with the detailed instructions and payment slip are being sent to those Eligible Shareholders:

- a. who have not registered their e-mail address with the Company or its RTA or Depository Participant(s); or
- b. who have specifically registered their request for the hard copy of the same.

**PAYMENT INSTRUCTIONS**

Please note that:

- a. Cash payment shall not be accepted.
- b. Eligible shareholders are advised to make payment in full of the amount due. Eligible Shareholders are required to pay ONLY through cheque(s) / DD(s) for the full due amount specified in this Reminder cum Second and Final Call Notice. Eligible Shareholders to note that no payment would be accepted only towards the First Call i.e., the payment has to be made for both First Call and Second and Final Call. 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 to the First Call Reminder and Second and Final Call, 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 Second and Final Call Record Date, our Board or a duly authorized Committee of the Board, may consider conversion of such lower number of Rights Equity Shares to be made fully paid-up, such that it is in proportion to the amount paid by such holder.
- c. Eligible Shareholders shall pay by submitting the duly filled up Payment Slip (enclosed as Annexure 3) and their cheque or demand draft at any of the branches of State Bank of India mentioned in the Payment Slip on or before Monday, March 16, 2026. Cheque or demand draft is to be drawn in the favour of:

<b>Resident Shareholders</b>	ADANI ENTERPRISES LIMITED-RIGHT ISSUE-CALL MONEY ACCOUNT-R*
<b>Non-Resident Shareholders</b>	ADANI ENTERPRISES LIMITED-RIGHT ISSUE-CALL MONEY ACCOUNT-NR*

\*R - Residential shareholders / NR - Non- Residential shareholders

- i. The payment slip is enclosed herewith as **Annexure 3**.
- ii. The Eligible Shareholders must, *inter-alia*, state the following details in the payment slip:
  - a. Full Name of the Sole/First shareholder;
  - b. Permanent Account Number;
  - c. Second and Final Call Notice No.;
  - d. DP ID-Client ID/Folio No.; and
  - e. No. of partly paid-up equity share(s) held & total amount payable.

- iii. The payment slip along with the amount payable by cheque or demand draft must be presented at **State Bank of India** at the following locations on or before **Monday, March 16, 2026**:

<b>For Resident Shareholders and Non- Residential shareholders</b>	<b>Ahmedabad:</b> Devashish Complex, Near Popular Domain, Ahmedabad, Gujrat- 380015; <b>Ahmedabad:</b> Bhadra Ahmedabad, Gujarat- 380001; <b>Ahmedabad:</b> Kamdhenu Complex, Panjrapole, Ahmedabad- 380015; <b>Ahmedabad:</b> Sath Sangath Complex, Shivranjani Cross Road, Ahmedabad- 380015; <b>Bangalore:</b> #65, St. Marks Road, SBI LHO Compound, Bengaluru, Karnataka- 560001; <b>Baroda:</b> Neha Apartments, R C Dutt Road, Vadodara-390007; <b>Chandigarh:</b> SCO 99-102, Sector- 8-C, Madhya Marg, Chandigarh- 160008; <b>Chennai:</b> No 1 Anchor Gate Building, Rajaji Salai Chennai, Chennai- 600001; <b>Delhi:</b> 11 Sansad Marg, New Delhi- 110001; <b>Ernakulam:</b> J J Arcade, Desabhimani Junction, Kaloor, Ernakulam- 682017; <b>Hyderabad:</b> Bank Street, Koti, Hyderabad- 500095; <b>Hyderabad:</b> Patny, Near Secunderabad Hpo, Hyderabad- 500003; <b>Hyderabad:</b> Hyderabad, Abids, Hyderabad- 500001; <b>Jaipur:</b> P.B.No. 72, Sanganeri Gate, Jaipur, Rajasthan- 302003; <b>Jaipur:</b> Post Box No- 94, Sms Highway, Jaipur- 302003; Jaipur: Apex Mall, Tonk Road, Jaipur, Rajasthan- 302015; <b>Jaipur:</b> PB# 354, Shyam Anukampa, Jaipur, Rajastha- 302001; <b>Kerala:</b> TC 25/641, Sree Ganesh Kripa, Thycaud, Thiruvananthapuram- 695014; <b>Kolkata:</b> Samriddhi Bhawan, Kolkata, West Bengal-700001; <b>Kolkata:</b> Block- C, Samriddhi Bhawan, 1, Strand Road, Kolkata- 700001; <b>Mumbai:</b> 3rd Floor, SBI Mumbai Main Branch Building, Fort, Mumbai- 400023; <b>Pune:</b> Collector Office Compound, Dr Ambedkar Road, Pune- 411001; <b>Rajkot:</b> King's Plaza, Astron Chowk, Rajkot, Gujarat- 360001; <b>Surat:</b> Chowk Bazaar, Near Surat Fort, Surat-395001.
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- iv. Eligible Shareholders residing at locations where the Bank's collection centres are not available, may send their First Call Reminder and Second and Final Call Money along with the completed payment slip by registered post/speed post at the office of the Registrar to the Issue: **MUFG Intime India Private Limited (formerly Link Intime India Private Limited), C-101, 1st Floor, Embassy 247, L.B.S. Marg, Vikhroli (West), Mumbai - 400083, Maharashtra, India. Tel No.:** +91 810 811 4949, stating the requisite details along with Cheque/Demand Draft payable at Mumbai, such that the same are received on or before the last date of payment i.e., **Monday March 16, 2026**.
- v. Cheque / Demand Draft should be drawn on such bank, including Co-operative Bank, which is situated at and is a member or a sub-member of the Bankers' Clearing House located at the centre where this Reminder cum Final Call Notice is presented. Outstation Cheques / Bank Drafts, Money Orders, and Postal Orders will not be accepted. Post-dated cheques will not be accepted and are liable to be rejected.
- vi. After the last date of payment, i.e., **Monday, March 16, 2026**, Bank branches at the **aforsaid locations will not accept any application for the payment of First Call Reminder and Second and Final Call**.
- vii. The Company will not be liable for any delayed receipt and reserves the right to reject such delayed receipts unless accompanied with applicable interest payment.
- viii. Payment slip should be complete in all respects. The payment slip found incomplete with regard to any of the particulars required to be given therein are liable to be rejected.

#### **Non-payment**

Please note that, failure to pay the First Call Reminder and Second and Final Call, as aforesaid, shall render the Rights Equity Shares, including the amount already paid thereon, liable to be forfeited in accordance with the Act, the Articles of Association of the Company and the Letter of Offer.

## Other Information

- i. The trading in ISIN - IN9423A01048 representing partly paid-up equity shares of face value ₹ 1 each (₹ 0.75 paid-up) has been suspended by the Stock Exchanges with effect from close of trading hours on **Thursday, February 12, 2026** on account of the Second and Final Call.
- ii. In case of non-receipt of the Reminder cum Second and Final Call Notice, Eligible Shareholders can request by e-mail or letter, for the duplicate Reminder cum Second and Final Call Notice to the Registrar or may also download the same from the Company's website: [www.adanienterprises.com](http://www.adanienterprises.com) or the Registrar's website: <https://web.in.mpms.mufg.com/client-downloads.html>.
- iii. The Eligible Shareholder needs to fill the DP ID-Client ID, number of Rights Equity Shares held and amount payable towards the First Call Reminder and Second and Final Call Money.
- iv. The Eligible Shareholder must mention his/her PAN number allotted under the Income Tax Act, 1961.
- v. Eligible Shareholders must ensure that their PAN is linked with Aadhaar and are in compliance with the notification dated 13<sup>th</sup> February, 2020, issued by Central Board of Direct Taxes and press release dated 25<sup>th</sup> June, 2021 and 17<sup>th</sup> September, 2021.
- vi. Eligible Shareholders residing at locations where the Bank's collection centers are not available, may send their First Call Reminder and Second and Final Call Money along with the completed payment slip by registered post/speed post at the office of the Registrar: **MUFG Intime India Private Limited** stating the requisite details along with Cheque payable at par/Demand Draft payable at **Mumbai**, such that the same are received on or before the last date of payment i.e., Monday, March 16, 2026.
- vii. This intimation does not constitute an offer of, or a solicitation of an offer to purchase, any securities of the Company in any jurisdiction where offers or solicitations are not permitted by law. The information is solely intended for distribution to, and use by, the Eligible Shareholders only and is not to be reproduced, transmitted or distributed to any other person.
- viii. All correspondence in this regard may be addressed to:



**MUFG Intime India Private Limited**  
**(formerly Link Intime India Private Limited)**

**(Unit: Adani Enterprises Limited)**

C-101, 1st Floor, Embassy 247

Lal Bahadur Shastri Marg, Vikhroli (West)

Mumbai – 400 083

Maharashtra, India

**Tel No.:** +91 8108114949

**Fax No.:** 022-49186060

**E-mail ID:** [adanienterprises.callmoney@in.mpms.mufg.com](mailto:adanienterprises.callmoney@in.mpms.mufg.com)

**Website:** [www.in.mpms.mufg.com](http://www.in.mpms.mufg.com)

**SEBI Registration No:** INR000004058

**Contact Person:** Shanti Gopalkrishnan



Annexure 3

**PAYMENT SLIP**

(To be used only in case of payment through Cheque / Demand Draft)

**SHAREHOLDERS MAKING PAYMENT THROUGH ESCROW ACCOUNT SHOULD SUBMIT THIS SLIP TO ESCROW BANK ALONG WITH CHEQUE/DEMAND DRAFT**

SR NO:

SPEED POST NO:

Reminder cum Second and Final Call Notice Number:

To,

State Bank of India

NAME:

ADD:

Branch: \_\_\_\_\_

(Please fill name of branch, refer list overleaf)

**OR****MUFG Intime India Private Limited****(formerly Link Intime India Private Limited)****(Unit: Adani Enterprises Limited)**

C 101, 1st Floor, Embassy 247, L.B.S. Marg,

Vikhroli (West), Mumbai - 400083,

Maharashtra, India.

JNT1:

JNT2:

PAN NO:

**REMINDER CUM SECOND AND FINAL CALL NOTICE TO THE HOLDERS OF PARTLY PAID-UP EQUITY SHARES (ISIN: IN9423A01030) HELD AS ON THE SECOND AND FINAL CALL RECORD DATE I.E., FRIDAY, FEBRUARY 13, 2026.**

(to be filled in by the Eligible Shareholder)

No. of partly paid-up equity shares held as on Record Date i.e., Friday, February 13, 2026	Amount due and payable on First Call @ ₹ 450.00 per Rights Equity share (₹ in figures) (A)	Amount due and payable on Second and Final Call @ ₹ 450.00 per Rights Equity Share (₹ in figures) (B)	Total amount due and payable (₹ in figures) (A + B)

**Payment Details:**

Total amount due (in ₹)	Cheque/ Demand draft amount (in ₹)	Cheque/ Demand draft No.	Drawn on (Bank & Branch)	Date of payment	Bank Serial No. (To be filled in by the Bank)

-----TEAR HERE-----

**ACKNOWLEDGEMENT SLIP****Reminder cum Final Call Notice**

Received Cheque/DD No. \_\_\_\_\_ dated \_\_\_\_\_ for ₹ \_\_\_\_\_ drawn on \_\_\_\_\_

[name of bank and branch] the amount aforesaid being the payment towards the First Call Reminder and Second and Final Call Money for the aforementioned partly paid-up Equity Shares of Adani Enterprises Limited. (Details to be filled by the Eligible Shareholder)



Date:

Name of the First/ Sole Shareholder:

DP ID-Client ID/Folio No:

No. of Rights Equity Shares:

Reminder cum Second and Final Call Notice No.

**Sign and Stamp of the  
State Bank of India**

**Date:**

List of Branches of State Bank of India where cheque or demand draft can be deposited.

<b>For Resident Shareholders and Non- Residential shareholders</b>	<b>Ahmedabad:</b> Devashish Complex, Near Popular Domain, Ahmedabad, Gujrat- 380015; <b>Ahmedabad:</b> Bhadra Ahmedabad, Gujarat- 380001; <b>Ahmedabad:</b> Kamdhenu Complex, Panjrapole, Ahmedabad- 380015; <b>Ahmedabad:</b> Sath Sangath Complex, Shivranjani Cross Road, Ahmedabad- 380015; <b>Bangalore:</b> #65, St. Marks Road, SBI LHO Compound, Bengaluru, Karnataka- 560001; <b>Baroda:</b> Neha Apartments, R C Dutt Road, Vadodara- 390007; <b>Chandigarh:</b> SCO 99-102, Sector- 8-C, Madhya Marg, Chandigarh- 160008; <b>Chennai:</b> No 1 Anchor Gate Building, Rajaji Salai Chennai, Chennai- 600001; <b>Delhi:</b> 11 Sansad Marg, New Delhi- 110001; <b>Ernakulam:</b> J J Arcade, Desabhimani Junction, Kaloor, Ernakulam- 682017; <b>Hyderabad:</b> Bank Street, Koti, Hyderabad- 500095; <b>Hyderabad:</b> Patny, Near Secunderabad Hpo, Hyderabad- 500003; <b>Hyderabad:</b> Hyderabad, Abids, Hyderabad- 500001; <b>Jaipur:</b> P.B.No. 72, Sanganeri Gate, Jaipur, Rajasthan- 302003; <b>Jaipur:</b> Post Box No- 94, Sms Highway, Jaipur- 302003; <b>Jaipur:</b> Apex Mall, Tonk Road, Jaipur, Rajasthan- 302015; <b>Jaipur:</b> PB# 354, Shyam Anukampa, Jaipur, Rajastha- 302001; <b>Kerala:</b> TC 25/641, Sree Ganesh Kripa, Thycaud, Thiruvananthapuram- 695014; <b>Kolkata:</b> Samriddhi Bhawan, Kolkata, West Bengal- 700001; <b>Kolkata:</b> Block- C, Samriddhi Bhawan, 1, Strand Road, Kolkata- 700001; <b>Mumbai:</b> 3 <sup>rd</sup> Floor, SBI Mumbai Main Branch Building, Fort, Mumbai- 400023; <b>Pune:</b> Collector Office Compound, Dr Ambedkar Road, Pune- 411001; <b>Rajkot:</b> King's Plaza, Astron Chowk, Rajkot, Gujarat- 360001; <b>Surat:</b> Chowk Bazaar, Near Surat Fort, Surat- 395001.
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Eligible Shareholders residing at locations where the ASBA facility or Bank's collection centres are not available, may send their First Call Reminder and Second and Final Call Money along with the completed payment slip by registered post/speed post at the office of the Registrar to the Issue: **MUFG Intime India Private Limited (formerly Link Intime India Private Limited), C-101, 1st Floor, Embassy 247, L.B.S. Marg, Vikhroli (West), Mumbai - 400083, Maharashtra, India, Maharashtra, India. Tel No.: +91 810 811 4949**, stating the requisite details along with Cheque/Demand Draft payable at Mumbai, such that the same are received on or before the last date of payment i.e. **Monday, March 16, 2026**.