

ANNOUNCEMENT
ADANI ELECTRICITY MUMBAI LIMITED
IN RESPECT OF
US\$2,000,000,000 Global Medium Term Note Programme (the “Programme”)
and
US\$300,000,000 3.867% Sustainability-Linked Notes due 2031 (the “Notes”)
issued under the Programme
(144A – ISIN: US00654GAB95 / CUSIP: 00654GAB9)
(Reg S – ISIN: XS2367109803)

Adani Electricity Mumbai Limited (the “**Issuer**”) wishes to announce that the Issuer has on August 2, 2024 entered into a resignation and appointment deed with: (i) Madison Pacific Trust Limited (the “**Trustee**”); (ii) The Bank of New York Mellon as resigning DTC registrar, DTC paying agent, DTC calculation agent, exchange agent and DTC transfer agent, The Bank of New York Mellon, London Branch as resigning issuing and paying agent and calculation agent, and The Bank of New York Mellon SA/NV, Dublin Branch as resigning registrar and transfer agent (the “**Resigning Agents**”); and (iii) Citibank, N.A., London Branch as successor DTC registrar, DTC paying agent, DTC calculation agent, exchange agent, DTC transfer agent, issuing and paying agent, calculation agent, registrar and transfer agent (the “**Successor Agents**”), in relation to the retirement of the Resigning Agents and the appointment of the Successor Agents (the “**Deed**”).

Pursuant to the Deed, on September 2, 2024 (or as otherwise agreed by the parties thereto) (the “**Effective Date**”), the Issuer shall enter into an amended and restated agency agreement with the Trustee and the Successor Agents (the “**Amended and Restated Agency Agreement**”), amending and restating the agency agreement dated 13 July 2021 in relation to the Programme and the Notes (the “**Existing Agency Agreement**”). The Deed and the Amended and Restated Agency Agreement are together referred to as the “**Replacement Documents**”.

In accordance with clause 30 of the Existing Agency Agreement and a letter dated 13 November 2023, the Resigning Agents gave notice of their retirement and resignation to the Issuer in respect of the Notes. Accordingly, the Resigning Agents have appointed the Successor Agents as successor agents, in each case in accordance with the Trust Deed dated 13 July 2021 in relation to the Programme and the Notes (the “**Existing Trust Deed**”) and Existing Agency Agreement.

Pursuant to the Replacement Documents, the Resigning Agents will retire as agents of the Programme and the Notes, and the Successor Agents will be appointed as agents of the Programme and the Notes with effect from the Effective Date. The retirement of the Resigning Agents and the appointment of the Successor Agents do not affect the validity of the existing Notes issued by the Issuer (which shall remain in full force and effect) and the rights, interests, liabilities and obligations of the Issuer and the holders of the existing Notes.

The Replacement Documents will be available for inspection at all reasonable times during business hours upon reasonable prior written request at the office of the Trustee at 17th Floor, Far East Finance Centre, 16 Harcourt Road, Admiralty, Hong Kong, for so long as the Notes are in existence.

By Order of the Board

Adani Electricity Mumbai Limited

August 2, 2024