



Ports and
Logistics

June 16, 2021

Dear Shareholder,

The Board of Directors of Adani Ports and Special Economic Zone Limited ('the Company') at their meeting held on Tuesday, May 4, 2021 have recommended final dividend of INR 5/- per equity share subject to approval by shareholders at ensuing Annual General Meeting. Pursuant to the amendments introduced in the Income-tax Act, 1961 ('the Act') vide Finance Act, 2020, w.e.f. April 1, 2020, the Company will be required to withhold taxes at the prescribed rates on the dividend paid to its shareholders.

No tax will be deducted on payment of dividend to the resident individual shareholder if the total dividend, paid during Financial year ('FY') 2021-22, does not exceed INR 5,000/-

The withholding tax rate would vary depending on the residential status, category of the shareholder and is subject to provision of requisite declarations / documents to the Company.

A. RESIDENT SHAREHOLDERS:

A.1 *Tax deductible at source for Resident Shareholders (other than resident individual shareholders receiving dividend not exceeding INR 5,000 during the FY 2021-22)*

S No.	Particular	Withholding tax rate	Declaration documents required /
1	Valid PAN updated with the Depository Participant in case shares are held in dematerialized form; or Registrar and Transfer Agent ('RTA') in case shares are held in physical form and no exemption sought by Shareholder	10%	N.A.
2	No / Invalid PAN with the Depository Participant in case shares are held in dematerialized form; or RTA in case shares are held in physical	20%	N.A.

Adani Ports and Special Economic Zone Limited
Adani Corporate House, Shantigram,
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	form and no exemption sought by Shareholder		
3	Availability of lower/nil tax deduction certificate issued by Income Tax Department u/s 197 of the Act	Rate specified in Lower tax withholding certificate obtained from Income Tax Department	<ul style="list-style-type: none"> • Copy of PAN card / • Copy of lower tax withholding certificate obtained from Income Tax Department

A.2 Nil Tax Deductible at Source on dividend payment to Resident Shareholders if the Shareholders submit documents mentioned in table below with the Company/ RTA

S No.	Particular	Declaration / documents required
1	An Individual furnishing Form 15G/ 15H	<ul style="list-style-type: none"> • Copy of PAN card (<i>refer point iii to the Notes below</i>) • Declaration in Form No. 15G (applicable to an individual who is less than 60 years) / Form 15H (applicable to an Individual who is 60 years and above), fulfilling prescribed conditions.
2	Shareholders to whom section 194 of the Act does not apply such as LIC, GIC, Business Trust (REIT, InVIT) etc.	<ul style="list-style-type: none"> • Copy of PAN card • Self-declaration (<i>Please download the Link given as Annexure-1, at the end of this communication</i>), along with adequate documentary evidence (e.g., registration certificate), to the effect that the no tax withholding is required as per provisions of section 194 of the Act.

3	Shareholder covered u/s 196 of the Act such as Government, RBI, Mutual Funds specified u/s 10(23D), corporations established by Central Act and exempt from Income Tax.	<ul style="list-style-type: none"> • Copy of PAN card • Self-declaration (<i>Please download the Link given as Annexure-1, at the end of this communication</i>), along with adequate documentary evidence, substantiating applicability of 196 of the Act.
4	Category I and II Alternative Investment Fund (AIF)	<ul style="list-style-type: none"> • Copy of PAN card • Self-declaration (<i>Please download the Link given as Annexure-1, at the end of this communication</i>) that AIF's income is exempt under Section 10 (23FBA) of the Act and they are governed by SEBI regulations as applicable to Category I or Category II AIFs, along with copy of registration certificate.
5	Any other entity exempt from withholding tax under the provisions of section 197A of the Act (including those mentioned in Circular No. 18/2017 issued by CBDT)	<ul style="list-style-type: none"> • Copy of PAN card • Self-declaration (<i>Please download the Link given as Annexure-1 & 2, at the end of this communication</i>) along with adequate documentary evidence, substantiating the nature of the entity • Copy of the lower tax withholding certificate obtained from Income Tax Department (<i>except those covered by Circular 18/2017</i>)

B. NON-RESIDENT SHAREHOLDERS:

Tax deductible at source for non-resident shareholders.

S No.	Category	Withholding tax rate	Declaration / documents required
1	Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs)	20% (plus applicable surcharge and cess) or tax treaty rate whichever is beneficial	<ul style="list-style-type: none"> • Copy of PAN card (if available) • Self-declaration (<i>Please download the Link given as Annexure-3, at the end of this communication</i>). • Copy of Tax Residency certificate issued by revenue authority of country of residence of shareholder for the financial year 2021 and financial year 2022 (covering the period from April 1, 2021 to March 31, 2022) • Self-Declaration in Form 10F (<i>Please download the Link given as Annexure-5, at the end of this communication</i>). <p><i>(Note: Application of beneficial Tax Treaty Rate shall depend upon the completeness and satisfactory review by the Company of the documents submitted by the non-resident shareholders. In case the documents are found to be incomplete, the Company reserves the right to not consider the tax rate prescribed under the tax treaty).</i></p>
2	Alternative Investment Fund – Category III located	10% (plus applicable	<ul style="list-style-type: none"> • Copy of PAN card (if available)

	in International Financial Services Centre	surcharge and cess)#	<ul style="list-style-type: none"> • Self-declaration (<i>Please download the Link given as Annexure-4, at the end of this communication</i>) along with adequate documentary evidence substantiating the nature of the entity
3	Other Non-resident shareholders (except those who are tax residents of Notified Jurisdictional Area)	20% (plus applicable surcharge and cess) or tax treaty rate whichever is beneficial	<p>To avail beneficial rate of tax treaty following tax documents would be required:</p> <ol style="list-style-type: none"> 1. Copy of PAN card (if available) 2. Copy of Tax Residency certificate issued by revenue authority of country of residence of shareholder for the financial year 2021 and financial year 2022 (covering the period from April 1, 2021 to March 31, 2022) 3. Self-Declaration in Form 10F (<i>Please download the Link given as Annexure-5, at the end of this communication</i>). 4. Self-declaration for non-existence of permanent establishment / fixed base / business connection in India, place of effective management, beneficial ownership and eligibility to avail tax treaty benefit [on shareholder's letterhead] (<i>Please download the Link given as Annexure-6, at the end of this communication</i>)

			<i>(Note: Application of beneficial Tax Treaty Rate shall depend upon the completeness and satisfactory review by the Company of the documents submitted by the non-resident shareholders. In case the documents are found to be incomplete, the Company reserves the right to not consider the tax rate prescribed under the tax treaty).</i>
4	Non-Resident Shareholders who are tax residents of Notified Jurisdictional Area as defined u/s 94A(1) of the Act	30%	NA
5	Sovereign Wealth funds and Pension funds notified by Central Government u/s 10(23FE) of the Act	NIL	<ul style="list-style-type: none"> • Copy of the notification issued by CBDT substantiating the applicability of section 10(23FE) of the Act issued by the Government of India. • Self-Declaration <i>(Please download the Link given as Annexure-7 & 8, at the end of this communication)</i> that the conditions specified in section 10(23FE) have been complied with
6	Subsidiary of Abu Dhabi Investment Authority (ADIA) as prescribed under section 10(23FE) of the Act	NIL	Self-Declaration <i>(Please download the Link given as Annexure-9, at the end of this communication)</i> substantiating the fulfillment of conditions prescribed under section 10(23FE) of the Act

7	Availability of Lower/NIL tax deduction certificate issued by Income Tax Department u/s 195 or 197 of the Act	Rate specified in Lower tax withholding certificate obtained from Income Tax Department	Copy of the lower tax withholding certificate obtained from Income Tax Department
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#In case PAN is not updated with the Company's RTA or depository; or PAN is not available; and information sought in the declaration are not provided, higher rate of withholding tax as per section 206AA shall be applied.

Notes:

- i. Update your KYC data to receive all communications and dividend information - The shareholders are requested to update their KYC data viz., PAN Number, email id, address, mobile number and bank account details by submitting the relevant details with our Registrar & Share Transfer Agent (RTA) i.e. Link Intime India Private Limited, C 101, 247 Park, L.B.S. Marg, Vikhroli West, Mumbai - 400 083. Shareholders holding shares in dematerialized mode are requested to update the same with their respective Depository Participant to ensure ease of communication and seamless remittances.
- ii. The Company will issue soft copy of the TDS certificate to its shareholders through email registered with the Depository Participant / RTA post payment of the dividend. Shareholders will be able to download the tax credit statement from the Income Tax Department's website <https://incometaxindiaefiling.gov.in> (refer to Form 26AS).
- iii. The aforesaid documents such as Form 15G/ 15H, documents under section 196, 197A, FPI Registration Certificate, Tax Residency Certificate, Lower Tax certificate etc. can be uploaded on the link <https://linkintime.co.in/formsreg/submission-of-form-15g-15h.html> or email to adaniporstdivtax@linkintime.co.in on before 30/06/2021 to enable the Company to determine the appropriate withholding tax rate applicable. In case where copy of documents (such as, PAN card, Registration certificate, etc.) is provided, the copy should be self-attested by the Shareholder or its authorized signatory. Any communication in relation to tax rate determination/deduction received post 30/06/2021 shall not be considered.



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- iv. A declaration must be filed with the Company in **Annexure-10** where the shareholder being resident individual eligible for obtaining Aadhaar Number have not intimated/ linked the Aadhaar Number allotted with its PAN by June 30, 2021. In such a case, the allotted PAN would be treated as inoperative for the provisions of deduction of TDS on the dividend declared by the Company.
- v. A declaration must be filed with the Company in **Annexure-11** where the shareholder is a resident or in **Annexure-6** where the shareholder is a non-resident but have a Permanent Establishment in India, and have not regularly filed its income tax return as required under section 139 of the Act. In such a case, the Company shall deduct TDS as per the provisions of section 206AB of the Act, for dividend where TDS is required to be deducted after June 30, 2021.
- vi. After receipt of any of the above declarations, if the Company basis its independent assessment, finds any information that is contrary to the declarations received by it, the Company reserves right to rely on the results of its independent assessment and make a deduction of taxes at a higher rate as per applicable provisions of the Act.
- vii. Determination of withholding tax rate is subject to necessary verification by the Company of the shareholder details as available with the Depository Participant in case shares are held in dematerialized form; or RTA in case shares are held in physical form as on the Record Date, and other documents available with the Company / RTA. In this respect, the company reserves the right to independently verify the PAN number of the shareholder from the National Securities Depository Ltd. ('NSDL') utility and if the same is found contrary to the PAN quoted/ provided, the company will disregard the PAN and proceed as per the prevalent law.
- viii. Shareholders holding shares under multiple accounts under different residential status / category and single PAN, may note that, higher of the tax rate as applicable to different residential status/ category will be considered for their entire shareholding under different accounts.
- ix. The documents furnished by the shareholders (such as Form 15G/15H, TRC, Form 10F, Self-Attested Declaration etc.) shall be subject to review and examination by the Company before granting any beneficial rate or NIL Rate. The Company reserves the right to reject the documents in case of any discrepancies or the documents are found to be incomplete.

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- x. In case withholding tax is deducted at a higher rate, an option is still available with the shareholder to file the return of income and claim an appropriate refund. No claim shall lie against Company for any taxes deducted by the Company.
- xi. In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided by the shareholder, the shareholder will be responsible to indemnify the Company and also, provide the Company with all information / documents and co-operation in any tax proceedings.
- xii. This Communication is not exhaustive and does not purport to be a complete analysis or listing of all potential tax consequences in the matter of dividend payment. Shareholders should consult their tax advisors for requisite action to be taken by them.
- xiii. In case of any discrepancy in documents submitted by the shareholder, the Company will deduct tax at higher rate as applicable, without any further communication in this regard.
- xiv. All communication/queries in respect of above should be addressed to our RTA, Link Intime India Private Limited at its email address rnt.helpdesk@linkintme.co.in.
- xv. A declaration must be filed with the Company where the whole or any part of the dividend income is assessable, under the provisions of the Act, in the hands of a person other than the shareholder in accordance with Rule 37BA(2) of the Income-tax Rules, 1962. The declaration must consist of Name, address, PAN of the person to whom credit is to be given and proportion of credit to be given in respect of dividend income.

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Annexure 1

DECLARATION FOR RESIDENT SHAREHOLDER

(To be declared by resident shareholder for availing the NIL tax rate deduction on dividend payment under the Income Tax Act, 1961)

Date: **XXXXXXXXXX**

To

Adani Ports and Special Economic Zone Limited,

Subject: Declaration regarding Category and beneficial ownership of shares

Ref: PAN

Folio Number / DP ID/ Client ID – **(Please specify all the account details)**

With reference to the captioned subject, and in relation to the appropriate withholding of taxes on the Dividend payable to me / us by Adani Ports and Special Economic Zone Limited ('the Company'), I / We hereby declare as under:

1. I / We, *(Full name of the shareholder)*, holding share/shares of the Company as on the record date, hereby declare that I am / we are tax resident of India for the period April 2021- March 2022 (Indian Fiscal Year).
2. I / We hereby declare that (Strike out whatever is not applicable)

*We are **Insurance Company** and are the beneficial owner of the share/shares held in the Company; and we are submitting a self-attested copy of PAN Card.

OR

*We are a **Mutual Fund** specified in Section 10(23D) of the Income Tax Act, 1961 and are the beneficial owner of the share/shares held in the Company; and we are submitting self-attested copy of the PAN Card and registration certificate.

OR

*We are **Alternative Investment Fund (AIF)** established in India and are the beneficial owner of the share/shares held in the Company; and our income is exempt under Section 10(23FBA) of the Act. We are governed by SEBI regulations as Category I or Category II AIF; and we are submitting a self-attested copy of the PAN card and registration certificate. We also affirm that

income from such shares is not categorized as Income under the 'Profits and gains from business or profession'.

OR

*We are **Business Trust (ReIT / InVIT)** as defined in Explanation to section 10(23F), and are the beneficial owner of the share/shares held in the Company; and are not subject to withholding tax as per section 194 of the Income Tax Act, 1961 and we are submitting a self-attested copy of the PAN card.

OR

*We are **[Nature of the entity]** and are the beneficial owner of the share/shares held in the Company; and are not subject to withholding tax as per section 194/ 196/ 197A of the Income Tax Act, 1961; and we are submitting a self-attested copy of the documentary evidence supporting the exemption status (e.g. relevant copy of relevant rule, registration, notification, order, etc.) along with a self-attested copy of the PAN card.

3. I / We will indemnify and hold harmless the Company for any tax, interest, penalty or related cost that the Company may incur due to non-withholding or withholding of tax at lower rate arising out of any acts of commission or omission initiated by the Company by relying on my/ our above averment.
4. I / We hereby confirm that the above declaration should be considered to be applicable for all the shares held in the Company under PAN / accounts declared in the form.

Thanking you.

Yours faithfully,

For **(Name of the shareholder)**

<<insert signature>>

Authorized Signatory -

Notes:

1. *Delete whichever is not applicable.

Annexure 2

DECLARATION FOR RESIDENT SHAREHOLDER

(To be declared by individual Sikkimese resident shareholder covered under section 10(26AAA) of the Income Tax Act, 1961 for availing the NIL tax rate deduction on dividend payment)

Date: **XXXXXXXXXX**

To

Adani Ports and Special Economic Zone Limited,

Subject: Declaration regarding NIL Rate of Dividend

Ref: PAN

Folio Number / DP ID/ Client ID – **(Please specify all the account details)**

With reference to the captioned subject, and in relation to the appropriate withholding of taxes on the Dividend payable to me / us by Adani Ports and Special Economic Zone Limited ('the Company') during the year 2021-22, I hereby declare as under:

1. *My name is recorded in the register maintained under the Sikkim Subjects Regulation, 1961 read with the Sikkim Subject Rules, 1961 (hereinafter referred to as the "Register of Sikkim Subjects"), immediately before the 26th day of April, 1975;

OR

*My name is included in the Register of Sikkim Subjects by virtue of the Government of India Order No. 26030/36/90-I.C.I., dated the 7th August, 1990 and Order of even number dated the 8th April, 1991; or

OR

*My name does not appear in the Register of Sikkim Subjects, but it is established beyond doubt that the name of my father or husband or paternal grand-father or brother from the same father has been recorded in that register;

2. I further declare that I have not married an Individual who is not Sikkimese as covered in (1).
(To be applicable in case of Woman Shareholder)
3. I am also enclosing a copy of lower withholding tax certificate obtained from Income-tax Department under section 197 of the Act. *(mandatorily required to be furnished)*

Verification

I [redacted] do hereby declare that to the best of my knowledge and belief what is stated above is correct, complete and is truly stated.

Verified today the [redacted] day of [redacted]

[redacted]

(Signature of the person providing the information)

Place: [redacted]

Notes:

1. *Delete whichever is not applicable.

Annexure 3

DECLARATION FOR FOREIGN INSTITUTIONAL INVESTORS / FOREIGN PORTFOLIO INVESTORS

Date: XXXXXXXXXXXX

To

Adani Ports and Special Economic Zone Limited,

Subject: Declaration regarding registration number and nature

I / We, [.....] do hereby solemnly declare as follows:

- a. I / We, am / are registered as a Foreign Institutional Investor/ Foreign Portfolio Investor with Securities Exchange Board of India ('SEBI') holding the registration number XXXXX and complying with all regulations as prescribed by SEBI during the year 2021-22.
- b. I am / We are registered with SEBI under the status as *Individual / *Corporate / *Trust and have obtained the necessary certificates as prescribed.
- c. I am / We are the beneficial owner of the investments made by me/us in the shares of Adani Ports and Special Economic Zone Limited and also any income receivable from such investments, for a period of less than 365 days.

OR

I am / We are the beneficial owner of the investments made by me/us in the shares of Adani Ports and Special Economic Zone Limited and also any income receivable from such investments, for an uninterrupted period of 365 days or more including the date of payment of the dividends.

OR

I am / We are the beneficial owner of the investments made by me/us in the shares of Adani Ports and Special Economic Zone Limited and also any income receivable from such investments, for a period of more than '.....'days [required period of days under the relevant Double Taxation Avoidance Agreement].

- d. I / We further declare that I / we have the right to use and enjoy the dividend received / receivable from the above shares and such right is not constrained by any contractual and / or legal obligation to pass on such dividend to another person.
- e. I / We further declare that I / We are eligible to claim benefit of the tax treaty between India and [Name of the Country of residence of shareholder] including satisfaction of the Limitation of Benefits clause (wherever applicable).
- f. I / We undertake to intimate Adani Ports and Special Economic Zone Limited immediately in case of any alteration in the aforesaid declaration.
- g. I, [.....], hereby declare that the contents above are correct, complete and truly stated.

(Name, designation & signature of the Shareholder)

Company/Trust Seal (if applicable)

Date:

Place:

Address:

Email and Telephone:

Tax identification number (country of residence):

Notes:

1. *Delete whichever is not applicable.

Annexure 4

DECLARATION FOR ALTERNATIVE INVESTMENT FUND - CATEGORY III LOCATED IN INTERNATIONAL FINANCIAL SERVICES CENTRE

Date: **XXXXXXXXXX**

To

Adani Ports and Special Economic Zone Limited,

Subject: Declaration regarding registration number and nature

I / We, **[.....]** do hereby solemnly declare as follows:

- a. I / We, am / are registered with Securities Exchange Board of India ('SEBI') as a Category III Alternative Investment Fund, holding the registration number **XXXXX** and complying with all regulations as prescribed by SEBI during the year 2021-22.
- b. I am / We are registered with SEBI under the status as ***Limited Liability Partnership/ *Body Corporate or Company / *Trust** and have obtained the necessary certificates as prescribed.
- c. I / We are located in any International Financial Services Centre.
- d. I/ We further declare that all the units of the Alternative Investment Fund are held by non-residents other than unit held by a sponsor or manager.

(Name, designation & signature of the Shareholder)

Trust/ Company/ Limited Liability Partnership Seal (if applicable)

Date: **.....**

Place: **.....**

Address: **.....**

Email and Telephone: **.....**

PAN/Tax identification number (country of residence): **.....**

Notes:

1. *Delete whichever is not applicable.

Annexure 5

<on the letterhead of the entity>

FORM NO. 10F

[See sub-rule (1) of rule 21AB]

(Information to be provided under sub-section (5) of section 90 or sub-section (5) of section 90A of the Income-tax Act, 1961)

I *son/daughter of Shri in the capacity of (designation) do provide the following information, relevant to the previous year 2021-22 *in my case/in the case of for the purposes of sub-section (5) of *section 90/section 90A:

SI No.	Nature of information	Details
(i)	Status (individual, company, firm etc.) of the assessee	
(ii)	Permanent Account Number or Aadhaar Number of the assessee if allotted	
(iii)	Nationality (in the case of an individual) or Country or specified territory of incorporation or registration (in the case of others)	
(iv)	Assessee's tax identification number in the country or specified territory of residence and if there is no such number, then, a unique number on the basis of which the person is identified by the Government of the country or the specified territory of which the assessee claims to be a resident	
(v)	Period for which the residential status as mentioned in the certificate referred to in sub-section (4) of section 90 or sub-section (4) of section 90A is applicable	
(vi)	Address of the assessee in the country or territory outside India during the period for which the certificate, mentioned in (v) above, is applicable	

I have obtained a certificate referred to in sub-section (4) of section 90 or sub-section (4) of section 90A from the Government of (name of country or specified territory outside India).

Signature:

Name:

Address:
PAN or Aadhaar Number:
Email:
Phone Number:

Verification

I do hereby declare that to the best of my knowledge and belief what is stated above is correct, complete and is truly stated.

Verified today the day of

.....
(Signature of the person providing the information)

Place:

Notes:

1. *Delete whichever is not applicable.
2. #Write N.A. if the relevant information forms part of the certificate referred to in sub-section (4) of section 90 or sub-section (4) of section 90A.

[To be provided on Shareholder's Letter head]

Annexure 6

DECLARATION FOR NON-RESIDENT SHAREHOLDERS

(To be declared by non-resident shareholder for declaring existence/ non-existence of PE in India and availing the benefits of lower tax deduction under Section 90 of the Indian Income Tax Act, 1961 ('Act') read with the provisions of the Tax Treaty with India and the Multilateral Instrument)

Date: **XXXXXXXXXX**

To

Adani Ports and Special Economic Zone Limited,

Subject: Declaration regarding existence/ non-existence of Permanent Establishment with beneficial ownership and applicability of tax treaty

I / We, **[.....]** do hereby solemnly declare as follows:

- i. I / We, am / are a resident of **[name of country of which shareholder is tax resident]** during the year 2021-22. I / We am / are eligible to be governed by the provisions of the tax treaty between India and **[name of country of which the shareholder is tax resident]** and meet all the necessary conditions to avail the benefits under the said tax treaty.
- ii. I / We ***do not have/*have** a Permanent Establishment (PE) / Fixed base / Place of Effective Management in India; and the dividend income receivable by me / us from investment in the shares of Adani Ports and Special Economic Zone Limited is ***attributable / *not attributable /** effectively connected to any PE / fixed base in India.
- iii. In case, I / We have a PE in India, as per the provisions of section 206AB of the Act, it is hereby declared that I/We ***have/ *have not filed** the returns of income for Financial Year ('FY') 2018-19 and FY 2019-20 and the aggregate of tax deducted at source and tax collected at source in our case ***is/ *is not** INR 50,000 or more in both the FY, i.e. FY 2018-19 and FY 2019-20.

OR

- iii. Further, I/We do not have a Business Connection in India according to the provision of section 9(1)(i) of the Act and the amounts paid/payable to us, in any case, are not attributable to business operations, if any, carried out in India.

- iv. That the investments made by me / us in the shares of Adani Ports and Special Economic Zone Limited are not arranged in a manner which results in obtaining a tax benefit, whether directly or indirectly, as one of its principal purposes. The tax benefit, if any, derived from such investments would be in accordance with the object and purpose of the relevant provisions of the tax treaty between India and **[name of country of which the shareholder is tax resident]**
- v. *I am / We are the beneficial owner of the investments made by me/us in the shares of Adani Ports and Special Economic Zone Limited and also any income receivable from such investments, for a period of less than 365 days.

OR

*I am / We are the beneficial owner of the investments made by me/us in the shares of Adani Ports and Special Economic Zone Limited and also any income receivable from such investments, for an uninterrupted period of 365 days or more including the date of payment of the dividends.

OR

*I am / We are the beneficial owner of the investments made by me/us in the shares of Adani Ports and Special Economic Zone Limited and also any income receivable from such investments, for a period of more than **[.....'days [required period of days under the relevant Double Taxation Avoidance Agreement].**

- vi. I / We further declare that I / we have the right to use and enjoy the dividend received / receivable from the above shares and such right is not constrained by any contractual and / or legal obligation to pass on such dividend to another person.
- vii. I / We further declare that I / We are eligible to claim benefit of the tax treaty between India and **[Name of the Country of residence of shareholder]** including satisfaction of the Limitation of Benefits clause (wherever applicable).
- viii. I / We undertake to intimate Adani Ports and Special Economic Zone Limited immediately in case of any alteration in the aforesaid declaration.
- ix. I, **[.....]**, hereby declare that the contents above are correct, complete and truly stated.

(Name, designation & signature of Non-resident Shareholder)

Company Seal (if applicable)

Date: **[.....]**

Place: **[.....]**

Address:
Email and Telephone:
Tax identification number (country of residence):

Notes:

1. *Delete whichever is not applicable.

[To be provided on Shareholder's Letter head]

Annexure 7

DECLARATION FOR SOVEREIGN WEALTH FUNDS

(To be declared by non-resident shareholder as prescribed under section 10(23FE) of the Income-tax Act, 1961 for NIL deduction on payment of dividend)

Date: xxxxxxxxxxxx

To

Adani Ports and Special Economic Zone Limited,

Subject: Declaration regarding fulfillment of prescribed conditions under section 10(23FE) of the Income tax Act, 1961

We, [.....] do hereby solemnly declare as follows:

- We certify that we are compliant with the conditions as stipulated under provisions of section 10(23FE) of the Act during the year 2021-22.
- We also certify that we comply with the conditions laid down in the notification number XXXX issued by CBDT dated DD-MM-YYYY, for granting exemption to the established Sovereign Wealth Fund.

(Name, designation & signature of Non-resident Shareholder)

Company Seal (if applicable)

Date:
Place:
Address:
Email and Telephone:
Tax identification number (country of residence):

[To be provided on Shareholder's Letter head]

Annexure 8

DECLARATION FOR PENSION FUNDS

(To be declared by non-resident shareholder as prescribed under section 10(23FE) of the Income-tax Act, 1961 for NIL deduction on payment of dividend)

Date: xxxxxxxxxxxx

To

Adani Ports and Special Economic Zone Limited,

Subject: Declaration regarding fulfillment of prescribed conditions under section 10(23FE) of the Income tax Act, 1961

We, [.....] do hereby solemnly declare as follows:

- We certify that we are compliant with the conditions as stipulated under provisions of section 10(23FE) of the Act during the year 2021-22.
- We also certify that we comply with the conditions laid down in Rule 2DB of Income-tax Rules, 1962 (notified vide Notification No. 67/2020 [F. No. 370142/28/2020-TPL] / GSR 508(E)).
- We also certify that we comply with the conditions laid down in the notification number XXXX issued by CBDT dated DD-MM-YYYY, for granting exemption to the Pension Fund.

(Name, designation & signature of Non-resident Shareholder)

Company Seal (if applicable)

Date:

Place:

Address:

Email and Telephone:

Tax identification number (country of residence):

[To be provided on Shareholder's Letter head]

Annexure 9

DECLARATION FOR WHOLLY OWNED SUBSIDIARY OF ABU DHABI INVESTMENT AUTHORITY

(To be declared by non-resident shareholder as prescribed under section 10(23FE) of the Income-tax Act, 1961 for NIL deduction on payment of dividend)

Date: **XXXXXXXXXX**

To

Adani Ports and Special Economic Zone Limited,

Subject: Declaration regarding fulfillment of prescribed conditions under section 10(23FE) of the Income tax Act, 1961

I / We, **[.....]** do hereby solemnly declare as follows:

- We are resident of United Arab Emirates (UAE) and are a wholly owned subsidiary of Abu Dhabi Investment Authority.
- We also certify that the investment made by us is directly / indirectly out of the funds owned by the Government of UAE.
- We certify that we are compliant with the conditions as stipulated under provisions of section 10(23FE) of the Act during the year 2021-22.

(Name, designation & signature of Non-resident Shareholder)

Company Seal (if applicable)

Date: **.....**

Place: **.....**

Address: **.....**

Email and Telephone: **.....**

Tax identification number (country of residence): **.....**

[To be provided on Shareholder's Letter head]

Annexure 10

DECLARATION UNDER SECTION 139AA OF THE INCOME TAX ACT, 1961

(Declaration to be provided on letterhead of the shareholder, applicable to resident individual shareholders eligible for obtaining Aadhaar number)

Date: xxxxxxxxxxxx

To

Adani Ports and Special Economic Zone Limited,

Subject: Declaration for the purpose of tax withholding as per Income tax Act, 1961 ('the Act') on dividend income

With effect from 1 July 2021, every person who is eligible for obtaining Aadhaar Number as per the provisions of Section 139AA of the Act read with applicable provisions of Aadhaar (Targeted Delivery of Financial and other Subsidies, Benefits and Services) Act, 2016 (18 of 2016); shall link such Aadhaar number with the Permanent Account Number ('PAN') as specified by the Central Board of Direct Taxes ('CBDT') from time to time. In absence of such compliance (linking of Aadhaar with the PAN), the allotted PAN would be treated as inoperative till intimation/ linking of Aadhaar is done by the taxpayer.

For this purpose, it is hereby declared and confirmed as under:

- a. I, [.....] hereby confirms that my Aadhaar number has not been linked with my PAN as per the prescribed guidelines issued from time to time issued by CBDT.
- b. I/We agree to indemnify the Company for any liability (including but not limited to tax, interest and penalty) arising under the Act owing to any misstatement made by us in this declaration or on our failure to intimate any change of position as described above.

By signing this declaration, I hereby declare that all the information mentioned above are true to the best of my knowledge.

For and on behalf of

[.....]

Name of the shareholder

PAN Number:

Note:- "Aadhaar number", "Enrolment" and "resident" shall have the same meanings respectively assigned to them in clauses (a), (m) and (v) of section 2 of the Aadhaar (Targeted Delivery of Financial and other Subsidies, Benefits and Services) Act, 2016 (18 of 2016)

[To be provided on Shareholder's Letter head]

Annexure 11

DECLARATION UNDER SECTION 206AB OF THE INCOME TAX ACT, 1961

(Declaration to be provided on letterhead of the shareholder, applicable to resident shareholders)

Date: xxxxxxxx

To

Adani Ports and Special Economic Zone Limited,

Subject: Declaration for the purpose of tax withholding as per Section 206AB of the Income tax Act, 1961 ('the Act') on dividend income

With effect from 1 July 2021, every deductor / payer is required to withhold tax at source at the prescribed higher rate where deductee / payee is a 'Specified Person' under Section 206AB of the Act.

For this purpose, I [.....] ('us' or 'we' or 'our') hereby declare as follows:

- a. I/We have not filed the returns of income for Financial Year ('FY') 2018-19 and FY 2019-20
- b. The aggregate of tax deducted at source and tax collected at source in our case is INR 50,000 or more in both the FY, i.e. FY 2018-19 and FY 2019-20;
- c. I/We agree to indemnify the Company for any liability (including but not limited to tax, interest and penalty) arising under the Act owing to any misstatement made by us in this declaration or on our failure to intimate any change of position as described above.

I/ We, [.....], hereby declare that the contents above are correct, complete and truly stated.

For and on behalf of

(Name, designation & signature of the Shareholder)

Date: