

**Independent Auditors' Report**

To the Members of  
**Moher Power Limited**

**Report on the Audit of the Financial Statements**

**Opinion**

1. We have audited the accompanying financial statements of **Moher Power Limited** ("the Company"), which comprise the Balance Sheet as at 31<sup>st</sup> March 2019, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flow for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred as "the financial statements").
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31<sup>st</sup> March, 2019, and its loss including other comprehensive income, the changes in equity and its cash flows for the year ended on that date.

**Basis for Opinion**

3. We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) as specified under section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the *Code of Ethics* issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

**Emphasis of Matter**

4. We draw attention to Note 14 in the financial statements regarding accumulated loss exceeding the Net Worth of the Company and the financial statements being prepared on going concern basis. Our opinion is not modified in this respect;

**Management's Responsibility for the Financial Statements**

5. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of financial position, financial performance, changes in equity and cash flows of the Company in accordance with Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

## **Auditor's Responsibilities for the Audit of the Financial Statements**

6. Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

## **Other Information**

7. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in Director's report and shareholders information included in the annual report but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is material misstatement therein; we are required to report that fact. We have nothing to report in this regard.

#### **Report on Other Legal and Regulatory Requirements**

8. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
9. As required by Section 143 (3) of the Act, we report that:
- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - c) The Balance Sheet, the Statement of Profit and Loss, the Statement of Change in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
  - d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act;
  - e) On the basis of the written representations received from the directors as on 31st March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 from being appointed as a director in terms of Section 164(2) of the Act;
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**";
  - g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the company has not paid any managerial remuneration to its directors during the year is in accordance with the provisions of the Act.

- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - (i) There were no pending litigations which would impact financial position of the Company.
  - (ii) The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.
  - (iii) There were no amounts which were required to be transferred to the Investor Education and protection fund by the Company during the year ended March 31, 2019.

For **Mahendra & Co.**  
Chartered Accountants  
Regn.No.509293C

**Swati Garg**  
Partner  
Membership No.424192

Place: Mumbai  
Date: May 27, 2019

## ANNEXURE "A" TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Moher Power Limited of even date)

- i) According to the information and explanations given to us, the Company has no fixed assets hence clause 3 (i) of the Order is not applicable.
- ii) As explained to us, there is no inventory during the year hence clause 3(ii) of the Order is not applicable.
- iii) According to the information and explanations given, the Company has not granted any loans to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained pursuant to section 189 of the Act. Hence clause 3(iii) of the Order is not applicable.
- iv) According to the information and explanations given to us, the Company has no loans and investments made hence clause 3(iv) of the Order is not applicable.
- v) According to information and explanations given to us, the Company has not accepted any deposits from the public.
- vi) According to the information and explanations given to us, no cost records have been prescribed by the Central Government of India under section 148(1) of the Act.
- vii) (a) Based on our examination of the books and records, the Company has generally been regular in depositing with appropriate authority undisputed statutory dues including provident fund, income-tax, sales tax, value added tax, duty of customs, service tax, cess and other material statutory dues, wherever applicable, during the year. Further no undisputed amounts payable in respect of provident fund, income tax, sales tax, value added tax, duty of customs, service tax, cess and other material statutory dues were in arrears as at March 31, 2019 for a period of more than six months from the date they became payable.  
  
(b) As per the information and explanations given to us, there are no disputed statutory dues pending to be deposited with the respective authorities by the Company.
- viii) The Company has not raised any funds from financial institutions or banks or by issue of debentures during the year, hence, question of repayment of dues to them does not arise.
- ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.
- x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- xi) The Company has not paid any managerial remuneration. Hence paragraph 3(xi) of the Order is not applicable.
- xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the standalone financial statements as required by the applicable Indian Accounting Standards.

- xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- xvi) According to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **Mahendra & Co.**  
Chartered Accountants  
Regn.No.509293C

**Swati Garg**  
Partner  
Membership No.424192

Place: Mumbai  
Date: May 27, 2019



## **ANNEXURE - B TO INDEPENDENT AUDITORS' REPORT**

(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Moher Power Limited of even date)

### **Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of **Moher Power Limited** ("the Company") as of 31st March, 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

#### **Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

#### **Meaning of Internal Financial Controls over Financial Reporting**

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

**Inherent Limitations of Internal Financial Controls over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by ICAI.

For **Mahendra & Co.**  
Chartered Accountants  
Regn.No.509293C

**Swati Garg**  
Partner  
Membership No.424192

Place: Mumbai  
Date: May 27, 2019

Power Limited  
Balance Sheet as at March 31, 2019

Particulars	Note No.	Rupees in Thousands	
		As at March 31, 2019	As at March 31, 2018
ASSETS			
Current assets			
Financial assets			
Cash and cash equivalents	3.1	23	42
Total		23	42
EQUITY AND LIABILITIES			
Equity			
Equity share capital	3.2	500	500
Other equity			
Instrument Entirely equity in nature	3.3	3	3
Reserves and surplus	3.4	(679)	(659)
Liabilities			
Current liabilities			
Financial liabilities			
Borrowings	3.5(a)	125	125
Other financial liabilities	3.5(b)	74	73
Total		23	42

Significant Accounting Policies  
Notes on financial statements

2  
1 to 15

The accompanying notes are an integral part of these financial statements.  
As per our Report of even date

**For Mahendra & Co.**  
Chartered Accountants  
Regn. No.509293C

For and on behalf of the Board of Directors

**Swati Garg**  
Partner  
Membership No.424192

**Sameer Gupta**  
Director  
DIN : 03486281

**Mantu Kumar Ghosh**  
Director  
DIN : 07644889

Place: Mumbai  
Date : May 27, 2019

Place: Mumbai  
Date : May 27, 2019



**Moher Power Limited**  
**Statement of Profit and Loss for the year ended March 31, 2019**

Particulars	Note No.	Rupees in Thousands	
		Year ended March 31, 2019	Year ended March 31, 2018
Revenue		-	-
<b>Total Income</b>		<b>-</b>	<b>-</b>
<b>Expenses</b>			
Other expenses	3.6	20	16
<b>Total expenses</b>		<b>20</b>	<b>16</b>
<b>Profit/(Loss) before exceptional items and tax</b>		<b>(20)</b>	<b>(16)</b>
Exceptional Items		-	-
<b>Profit/(Loss) before tax</b>		<b>(20)</b>	<b>(16)</b>
<b>Income tax expense</b>			
Current tax		-	-
<b>Profit/(Loss) for the year</b>		<b>(20)</b>	<b>(16)</b>
<b>Earnings per equity share: (Face value of Rs. 10 each)</b>			
Basic and Diluted (Rupees)	7	(0.40)	(0.31)
Significant Accounting Policies	2		
Notes on financial statements	1 to 15		

The accompanying notes are an integral part of these financial statements

As per our Report of even date

**For Mahendra & Co.**  
Chartered Accountants  
Regn. No.509293C

For and on behalf of the Board of Directors

**Swati Garg**  
Partner  
Membership No.424192

**Sameer Gupta**  
Director  
DIN : 03486281

**Mantu Kumar Ghosh**  
Director  
DIN : 07644889

Place: Mumbai  
Date : May 27, 2019

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**Moher Power Limited**  
**Cash Flow Statement for the year ended March 31, 2019**

Particulars	Rupees in Thousands	
	Year ended March 31, 2019	Year ended March 31, 2018
<b>(A) Cash flow from/ (used in) Operating activities</b>		
Net Profit/ (Loss) before tax	(20)	(16)
Adjustments for:		
Increase/(Decrease) in Current Liabilities	1	(11)
Net cash generated from Operating activities	<u>(19)</u>	<u>(27)</u>
<b>(B) Cash flow from/ (used in) Investing activities</b>	<u>-</u>	<u>-</u>
<b>(C) Cash flow from/ (used in) Financing activities</b>	<u>-</u>	<u>-</u>
<b>Net increase/ (decrease) in cash and cash equivalents (A+B+C)</b>	<b>(19)</b>	<b>(27)</b>
<b>Cash and cash equivalents at the beginning of the year:</b>		
Bank balance - current account	42	69
<b>Cash and cash equivalents at the end of the year:</b>		
Bank balance - current account	23	42

The accompanying notes are an integral part of these financial statements

**Notes:**

The cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard (Ind AS 7) statement of cash flows

As per our Report of even date

**For Mahendra & Co.**  
Chartered Accountants  
Regn. No.509293C

**Swati Garg**  
Partner  
Membership No.424192

Place: Mumbai  
Date : May 27, 2019

For and on behalf of the Board of Directors

**Sameer Gupta**  
Director  
DIN : 03486281

**Mantu Kumar Ghosh**  
Director  
DIN : 07644889

Place: Mumbai  
Date : May 27, 2019

**Moher Power Limited**  
**Statement of changes in equity for the year ended March 31, 2019**

A. <u>Equity Share Capital</u>		Rupees in Thousands
Particulars	Amount	
Balance as at March 31, 2018	500	
Changes in equity share capital	-	
Balance as at March 31, 2019	500	

Particulars	Instruments entirely equity in nature				Reserves and Surplus		Total other equity
	Compulsory Convertible Preference Shares	Total	Securities Premium Account	Retained Earnings	Total		
Balance as at March 31, 2018	3	3	2,622	(3,281)	(659)	(656)	
Profit/(Loss) for the year	-	-	-	(20)	(20)	(20)	
Other Comprehensive Income for the year	-	-	-	-	-	-	
Total Comprehensive Income for the year	-	-	-	(20)	(20)	(20)	
Balance as at March 31, 2019	3	3	2,622	(3,301)	(679)	(676)	

The accompanying notes are an integral part of these financial statements.

As per our Report of even date

**For Mahendra & Co.**  
Chartered Accountants  
Regn. No.509293C

For and on behalf of the Board of Directors

**Swati Garg**  
Partner  
Membership No 424192

**Sandeep Gupta**  
Director  
DIN : 03486281

**Mantu Kumar Ghosh**  
Director  
DIN : 07644889

Place: Mumbai  
Date : May 27, 2019

Place: Mumbai  
Date : May 27, 2019

**1) General information**

Mohar Power Limited is a wholly owned subsidiary of Reliance Cleangen Limited and is incorporated under the provisions of the Companies Act, 1956. The Company is developing Jambusar gas based project (7,200 MW) at village Khanpur Deh, Bharuch, Gujarat.

These financial statements were authorised for issue by the Board of Directors on May 27, 2019.

**2) Significant Accounting Policies, critical accounting estimate and judgments:**

**2.1 Basis of preparation, measurement and significant accounting policies**

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

**(a) Basis of preparation**

**Compliance with Ind AS**

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015(as amended) and relevant provisions of the Companies Act, 2013 ("the Act").The policies set out below have been consistently applied during the years presented.

**Historical cost convention**

The financial statements have been prepared under the historical cost convention, as modified by the following:

- Certain financial assets and financial liabilities at fair value;
- Defined benefit plans – plan assets that are measured at fair value;

**Fair value measurement**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

**Current vis-à-vis non-current classification**

The assets and liabilities reported in the balance sheet are classified on a "current/non-current basis", with separate reporting of assets held for sale and liabilities. Current assets, which include cash and cash equivalents, are assets that are intended to be realized, sold or consumed during the normal operating cycle of the Company or in the 12 months following the balance sheet date; current liabilities are liabilities that are expected to be settled during the normal operating cycle of the Company or within the 12 months following the close of the financial year. The deferred tax assets and liabilities are classified as non-current assets and liabilities.

**(b) Impairment of non-financial assets**

Assets which are subject to depreciation or amortisation are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use.

**(c) Financial instruments:**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instruments of another entity.

**i. Classification**

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value through other comprehensive income (FVOCI) or fair value through profit or loss (FVTPL), and
- those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held.

The Company reclassifies debt investments when and only when its business model for managing those assets changes.

## ii. Measurement

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

### Debt instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

**Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in other income using the effective interest rate method.

**Fair value through other comprehensive income (FVOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.

**Fair value through profit or loss (FVTPL):** Assets that do not meet the criteria for amortised cost or FVOCI are measured at FVTPL. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss is recognised in profit or loss in the period in which it arises. Interest income from these financial assets is included in other income.

## iii. Impairment of financial assets:

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

## iv. Derecognition of financial assets

A financial asset is derecognised only when:

- The Company has transferred the rights to receive cash flows from the financial asset or
- retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised. Where the entity has neither transferred a financial asset nor retains

substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the group retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

**(d) Offsetting financial instruments:**

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

**(e) Contributed equity:**

Equity shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

**(f) Financial liabilities:**

**i. Classification as debt or equity**

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definition of a financial liability and an equity instrument.

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities.

**ii. Initial recognition and measurement:**

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

**iii. Subsequent measurement:**

The measurement of financial liabilities depends on their classification, as described below:

**Borrowings:** Borrowings are subsequently carried at amortised cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognised in the statement of profit and loss over the period of the borrowings using the effective interest method.

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be draw-down. In this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be draw-down, the fee is capitalised as a pre-payment for liquidity services and amortised over the period of the facility to which it relates.

**Trade and other payable:** These amounts represents obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. These payable are classified as current liabilities if payment is due within one year or less otherwise they are presented as non-current liabilities. Trade and payables are subsequently measured at amortised cost using the effective interest method.

**iv. Derecognition:**

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other gains/ (losses). When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.



**(g) Borrowing costs:**

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

Other borrowing costs are expensed in the period in which they are incurred.

**(h) Provisions, Contingent Liabilities and Contingent Assets:**

**Provisions**

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

**Contingent liabilities**

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. A present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or reliable estimate of the amount cannot be made, is termed as contingent liability.

**Contingent Assets:**

A contingent asset is disclosed, where an inflow of economic benefits is probable.

**(i) Foreign currency translation:**

**i. Functional and presentation currency**

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The financial statements are presented in 'Indian Rupees' (Rs.), which is the Company's functional and presentation currency.

**ii. Transactions and balances**

- (i) Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions.
- (ii) All exchange differences arising on reporting on foreign currency monetary items at rates different from those at which they were initially recorded are recognised in the Statement of Profit and Loss.
- (iii) Non-monetary items denominated in foreign currency are stated at the rates prevailing on the date of the transactions / exchange rate at which transaction is actually effected.

**(j) Cash and cash equivalents:**

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institution, other short term highly liquid investment with an original maturity of three months or less that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

**(k) Earnings per share**

**Basic earnings per share**

Basic earnings per share is calculated by dividing:

the profit attributable to owners of the Company

- by the weighted average number of equity shares outstanding during the financial year.

**Diluted earnings per share**

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

**(I) Cash flow statement**

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

Moher Power Limited

Notes to the financial statements as of and for the year ended March 31, 2019 (continued)

Particulars	Rupees in Thousands	
	As at March 31, 2019	As at March 31, 2018
<b>3.1 Cash and cash equivalents</b>		
Balance with bank:		
in current account	23	42
	<b>23</b>	<b>42</b>

	Rupees in Thousands	
	As at March 31, 2019	As at March 31, 2018

3.2 Equity share capital

<b>Authorised</b>		
60,000 (Previous year : 60,000) Equity Shares of Rs.10 each	600	600

<b>Issued, subscribed and paid up</b>		
50,000 (Previous year : 50,000) equity shares of Rs.10 each fully paid up	500	500
	<b>500</b>	<b>500</b>

3.2.1 Reconciliation of number of equity shares

<b>Equity shares</b>		
Balance at the beginning of the year - 50,000 (Previous year : 50,000) shares of Rs.10 each	500	500
Changes during the year	-	-
Balance at the end of the year - 50,000 (Previous year : 50,000) shares of Rs.10 each	<b>500</b>	<b>500</b>

3.2.2 Terms/ rights attached to equity shares

a) **Equity shares**

The Company has only one class of equity shares having face value of Rs.10 per share. Each holder of the equity share is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company, after distribution of all preferential amounts.

3.2.3 Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

	As at March 31, 2019		As at March 31, 2018	
	No. of Shares	Percentage of share holding	No. of Shares	Percentage of share holding
<b>Equity shares</b>				
Reliance Cleangen Limited (Equity shares of Rs.10 each fully paid up)	50,000	100%	50,000	100%
	<b>50,000</b>	<b>100%</b>	<b>50,000</b>	<b>100.00%</b>

3.2.4 Shares held by Holding Company

	As at March 31, 2019	As at March 31, 2018
<b>Equity Shares</b>		
Reliance Cleangen Limited - 50,000 (Previous year : 50,000) equity shares of Rs.10 each fully paid up.	500	500
(Of the above, 49,994 (Previous year : 49,994) shares are held by Reliance Cleangen Limited, the holding company and 6 shares are jointly held by Reliance Cleangen and its nominees)	<b>500</b>	<b>500</b>

Rupees in Thousands	
As at March 31, 2019	As at March 31, 2018

## Other equity

Instruments entirely equity in nature

## 3.3 Preference Shares

## Authorised

400,000 (Previous year : 40,000) Preference Shares of Re. 1 each

400 400

400	400
-----	-----

## Issued, subscribed and paid up

2,625 (Previous year : 2,625) 7.5% Non Cumulative Non Convertible Redeemable Preference Shares of Re. 1 each fully paid up

3 3

3	3
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## 3.3.1 Reconciliation of number of Preference shares

## Preference shares [refer note no. 3.3.2(a)]

Balance at the beginning of the year - 2,625 (Previous year : 2,625) preference shares of Re. 1 each  
Changes during the year

3 3

Balance at the end of the year - 2,625 (Previous year : 2,625) preference shares of Re. 1 each

3 3

## 3.3.2 Terms/ rights attached to Preference shares

## a) Preference shares

## 7.5% Compulsory Convertible Redeemable Non-Cumulative Preference Shares (CCRPS)

The Company shall have a call option on CCRPS which can be exercised by the Company in one or more tranches and in part or in full before the end of agreed tenure (20 years) of the said shares. In case the call option is exercised, CCRPS shall be redeemed at an issue price (i.e face value and premium). The holders of CCRPS however, shall have an option to convert CCRPS into equity shares at any time during the tenure of such shares. At the end of tenure and to the extent the Company or the shareholder has not exercised their options, CCRPS shall be compulsorily converted into equity shares. On conversion, in either case, each CCRPS shall be converted into one fully paid equity share of Rs. 10 each at a premium of Rs. 990 share. If during the tenure of CCRPS, the Company declares equity dividend, CCRPS holders shall also be entitled to dividend on their shares at the same rate as the equity dividend and this dividend will be over and above the coupon rate of 7.5%. These preference shares shall continue to be non cumulative.

## 3.3.3 Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

	As at March 31, 2019		As at March 31, 2018	
	No. of Shares	Percentage of share holding	No. of Shares	Percentage of share holding
Preference shares [refer note no. 3.3.2(a)]				
Reliance Cleangen Limited	2,625	100%	2,625	100%
	2,625	100%	2,625	100%

## 3.3.4 Shares held by Holding Company

	As at March 31, 2019	As at March 31, 2018
Preference shares [refer note no. 3.3.2(a)]		
Reliance Cleangen Limited - 2,625 (Previous year : 2,625) Preference shares of Re. 1 each fully paid up.	3	3
	3	3

## 3.3.5 Movement of instruments entirely equity in nature

## Preference shares

Balance at the beginning of the year

3 3

Closing balance

3 3

Particulars	Rupees in Thousands	
	As at March 31, 2019	As at March 31, 2018
<b>3.4 Reserves and surplus</b>		
<b>Balance at the end of the year</b>		
Securities premium account	2,622	2,622
Retained earnings	(3,301)	(3,281)
<b>Total</b>	<b>(679)</b>	<b>(659)</b>
<b>3.4.1 Securities premium account</b>		
Balance at the beginning of the year	2,622	2,622
Balance at the end of the year	<b>2,622</b>	<b>2,622</b>
<b>3.4.2 Retained earnings</b>		
Balance at the beginning of the year	(3,281)	(3,265)
Profit/(Loss) for the year	(20)	(16)
Balance at the end of the year	<b>(3,301)</b>	<b>(3,281)</b>
	<b>(679)</b>	<b>(659)</b>
<b>3.5(a) Current borrowings</b>		
<b>Unsecured -</b>		
Loans and Advances from related party		
- Inter Corporate Deposits (Refer note 6)	125	125
(Interest free deposits, repayable on demand)	<b>125</b>	<b>125</b>
<b>3.5(b) Other current financial liabilities</b>		
Creditors for services	74	73
	<b>74</b>	<b>73</b>



Particulars	Rupees in Thousands	
	Year ended March 31, 2019	Year ended March 31, 2018
<b>3.6 Administration and other expenses</b>		
Stamp duty and filing fees	-	1
Legal and professional charges (including shared service charges)	8	3
Audit Fee	12	12
	<b>20</b>	<b>16</b>

## 4) Project Status:

The site for Jambusar Gas based Power Project (7,200 MW) is located within the limits of village Khanpur Deh, Bharuch Gujarat. The Transfer of land from the government of Gujarat is under process. Environmental clearance from Ministry of Environment & Forest being obtained shortly. The Company has received the offers for the power block from reputed bidder and same is under finalisation.

## 5) Details of remuneration to auditors:

	Rupees in Thousands	
	Year ended March 31, 2019	Year ended March 31, 2018
(a) As auditors		
For statutory audit (excluding taxes)	10	10
	10	10

## 6) Related party transactions:

## A. Parties where control exists:

## Holding Company:

Reliance Cleangen Limited (RCGL)

Ultimate holding Company – Reliance Power Limited (RPower)

## B. Details of transactions during the year and closing balance at the end of the year:

Particulars	Rupees in Thousands	
	March 31, 2019	March 31, 2018
Transactions during the year:		
Reimbursement of expenses - paid by		
R Power	-	1

Particulars	Rupees in Thousands	
	March 31, 2019	March 31, 2018
Closing balance		
Equity share capital (excluding premium)		
RCGL	500	500
Preference share capital		
RCGL	3	3
Inter corporate deposits payable		
RCGL	125	125

## 7) Earnings per share:

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Profit/(Loss) available to equity shareholders		
Profit/(Loss) after tax (A)(Rupees in thousands)	(20)	(16)
Number of equity shares		
Weighted average number of equity shares outstanding (Basic) (B)	50,000	50,000
Basic and diluted earnings per share (A / B) (Rs.)	(0.40)	(0.31)
Nominal value of an equity share (Rs.)	10	10

7.5% Compulsory Convertible Non-Cumulative Redeemable Preference Shares had an anti-dilutive effect on earnings per share and hence have not been considered for the purpose of computing dilutive earnings per share.

## 8) Income taxes

Particulars	Rupees in Thousands	
	March 31, 2019	March 31, 2018
The reconciliation of tax expense and the accounting profit multiplied by tax rate :		
Profit/(Loss) before tax	(20)	(16)
Tax at the Indian tax rate of 26% (F.Y.2017-18: 25.75% )	(5)	(4)
Tax losses for which no deferred income tax was recognised	(5)	(4)
Income tax expense	-	-

## 9) Fair value measurements

## (a) Financial instruments by category

The Company does not have any financial assets or liabilities which are measured at FVTPL or FVOCI.

Rupees in Thousands

	March 31, 2019	March 31, 2018
<b>Financial instruments at amortised cost</b>		
Cash and cash equivalents	23	42
<b>Total financial assets</b>	<b>23</b>	<b>42</b>
<b>Financial liabilities</b>		
Inter corporate deposits	125	125
Creditors for supplies and services	74	73
<b>Total financial liabilities</b>	<b>199</b>	<b>198</b>

## (b) Fair value hierarchy

There are no long term financial assets and financial liabilities which are measured at amortised cost or fair value.

## 10) Financial risk management

The Company's business activities expose it to a variety of financial risks, namely liquidity risk, market risks and credit risk.

Risk	Exposure arising from	Measurement	Management
Credit Risk	Cash and cash equivalents, financial assets measured at amortised cost.	Aging analysis	Diversification of bank deposits.
Liquidity Risk	Borrowings and other liabilities	Rolling cash flow forecasts	Availability of committed credit lines and borrowing facilities

## (a) Credit risk

The company is exposed to credit risk, which is the risk that counterparty will default on its contractual obligation resulting in a financial loss to the company. Credit risk arises from cash and cash equivalents and financial assets carried at amortised cost.

## Credit risk management

Credit risk is managed at company level depending on the policy surrounding credit risk management. For banks and financial institutions, only high rated banks/institutions are accepted. Generally all policies surrounding credit risk have been managed at company level.

## (b) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses, company treasury maintains flexibility in funding by maintaining availability under committed credit lines.

Management monitors rolling forecasts of the company's liquidity position and cash and cash equivalents on the basis of expected cash flows. This is generally carried out at local level in the operating companies of the company in accordance with practice and limits set by the company.

## Maturities of financial liabilities

The amounts disclosed in the below are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

Rupees in Thousands

March 31, 2019	Less than 1 years	Between 1 year and 5 years	More than 5 years	Total
<b>Financial liabilities</b>				
Inter corporate deposits	125	-	-	125
Creditors for supplies and services	74	-	-	74
<b>Total financial liabilities</b>	<b>199</b>	<b>-</b>	<b>-</b>	<b>199</b>

March 31, 2018	Less than 1 years	Between 1 year and 5 years	More than 5 years	Total
<b>Financial liabilities</b>				
Inter corporate deposits	125	-	-	125
Creditors for supplies and services	73	-	-	73
<b>Total financial liabilities</b>	<b>198</b>	<b>-</b>	<b>-</b>	<b>198</b>

## 11) Capital Management

### Risk Management

The company's objectives when managing capital are to safeguard the company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. In order to maintain or adjust the capital structure, the company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The Company monitors capital on basis of total equity and total debts on a periodic basis. Equity comprises all components of equity includes the fair value impact. Debt comprises of long term borrowing and short term borrowing. The following table summarizes the capital of the company:

	Rupees in Thousands	
	March 31, 2019	March 31, 2018
Equity	(176)	(156)
Debts	125	125
<b>Total</b>	<b>(51)</b>	<b>(31)</b>

## 12) Segment reporting

Presently, the Company is engaged in only one segment viz 'Generation of Power' and as such there is no separate reportable segment as per Ind AS 108 'Operating Segments'. Presently, the Company's operations are predominantly confined in India.

## 13) Disclosure under Micro, Small and Medium Enterprises Development Act, 2006

Disclosure of amounts payable to vendors as defined under the "Micro, Small and Medium Enterprise Development Act, 2006" is based on the information available with the Company regarding the status of registration of such vendors under the said Act. There are no overdue principal amounts / interest payable amounts for delayed payments to such vendors at the Balance Sheet date. There are no delays in payment made to such suppliers during the year or for any earlier years and accordingly there is no interest paid or outstanding interest in this regard in respect of payments made during the year or brought forward from previous years.

- 14) During the year, the Company has incurred losses which have resulted into erosion of the Company's net worth. The management feels that this erosion is temporary in nature and the Company's future business plans and prospects will help the Company to turn around in future, hence the Company continued to prepare its Financial Statements on going concern basis.

- 15) Previous year figures have been regrouped/ rearranged wherever necessary to confirm to the current year classification.

For Mahendra & Co.  
Chartered Accountants  
Regn. No.509293C

For and on behalf of the Board of Directors

Swati Garg  
Partner  
Membership No.424192

Sameer Gupta  
Director  
DIN : 03486281

Manju Kumar Ghosh  
Director  
DIN : 07644889

Place: Mumbai  
Date : May 27, 2019

Place: Mumbai  
Date : May 27, 2019