

## Independent Auditors' Report

To The Members of  
**Shangling Hydro Power Private Limited**

### **Opinion**

We have audited the accompanying financial statements of **Shangling Hydro Power Private Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Cash Flow Statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred as "the financial statements").

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 March 31, 2024, 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**

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.

### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment were of most significance in our audit of financial statements of the current year. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in the context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities for the audit of the financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial statements.

Following are the brief summary of Key Audit Matters:

Sr.	Key Audit Matter	How the matter was addressed
1	The Company was incorporated on May 19, 2011. Pursuant to Pre-Implementation Agreement with Government of Himachal Pradesh (GoHP) which was signed on June 01, 2011 Rs. 88,000,000 (Rupees Eight Crore Eighty Lakhs Only) was paid to GoHP as upfront fee for development and commissioning of 44 MW Shangling Hydro project on Built, Own, Operate and Transfer (BOOT) basis. The bids provided that if the capacity reduction is more than 20% of allotted capacity, the bidder will have the option of surrendering the Project with refund of an upfront premium but no interest be payable. Accordingly vide letter dated July 02, 2020 to GoHP, The Company has opted for surrender of project and refund of upfront premium. The matter is being pursued with GoHP for early refund of premium.	Pending receipt of refund, It has been shown as capital work in progress.  Reminder letter dated January 17, 2024 sent to GoHP for early refund.

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## Management's Responsibility for the Financial Statements

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 audit trail compliance and for overseeing the Company's financial reporting process.

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

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.

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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

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

1. The Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in "Annexure 1" a Statement on the matters specified in paragraph 3 and 4 of the Order.
2. 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 Changes 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 March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 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 2";
  - 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 directors during the year.
  - 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, 2024.
    - (iv) (a) Management has represented to us that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or

513, Atlanta Estate, Near Virwani Estate, G-M Link Road, W.E. Highway, Goregaon (E), Mumbai- 400063

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in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) Management has represented to us that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

(c) Based on our audit procedure conducted that are considered reasonable and appropriate in the circumstances, nothing has come to our attention that cause us to believe that the representation given by the management under paragraph (2) (h) (iv) (a) & (b) contain any material misstatement.

(v) The Company has not declared or paid any dividend during the year.

(vi) Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software except that no audit trail has been enabled at the database level in accounting software SAP for the year ended March 31, 2024. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2024.

For **Bakliwal & Co.**  
Chartered Accountants  
Regn.No.130381W

**Ankur Jain**  
Partner  
Membership No.197643

Place: Mumbai  
Date: April 30, 2024  
UDIN: 24197643BKBNHG6417

## ANNEXURE "1" 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 **Shangling Hydro Power Private Limited** of even date)

- i) The Company does not have any Property, Plant & Equipment except capital work in progress consisting of upfront fees to Government hence the clause does not apply.
- ii) (a) As explained to us, there is no inventory hence clause 3(ii) of the Order is not applicable.  
(b) According to the information and explanations given to us, The Company has not been sanctioned any working capital limits from any bank or financial institution, Hence provisions of clause 3 (ii)(b) of the Order is not applicable.
- iii) According to the information and explanations given to us, the Company has not granted any loans secured/unsecured or investments or advances or guarantees or security to companies, firms, Limited Liability Partnership or other parties during the year. Accordingly, provisions of clauses 3(iii) of the Order are not applicable.
- iv) Based on the information, the Company has no loans given and investments made neither any guarantee nor securities given during the year hence clause 3(iv) of the Order not applicable.
- v) In our opinion, and according to information and explanations given to us, the Company has not accepted any deposit which is deemed to be deposit from the public hence clause 3(v) of the Order is not applicable.
- vi) According to the information given to us, the Central Government has not prescribed for maintenance of cost records under sub section (1) of Section 148 of the Act in respect of activities carried on by the Company. Hence provisions of clause 3 (vi) of the Order is not applicable.
- 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, Duty of customs, Goods and Service tax, Cess and other Statutory dues, wherever applicable, during the year. Further no undisputed amounts payable in respect of Provident fund, Income tax, Duty of customs, Goods and Service tax, Cess and other statutory dues were in arrears as at March 31, 2024 for a period of more than six months from the date they became payable.  
(b) According to 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) As per the information and explanations given to us and based on our examinations of the records of the Company, there are no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- ix) a) During the year the Company did not have any loan from any financial institution or bank or debenture holders hence the reporting requirement under clause 3(ix) of the Order is not applicable.  
b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared willful defaulter by any bank or financial institution or other lender.  
c) According to the information and explanations given to us and based on examination of the records of the Company, we report that during the year Company has not obtained any term loans.  
d) According to the information and explanations given to us, during the year no funds were raised on short term basis which have been utilized for long term purposes.  
e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.  
f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- x) (a) During the year the Company has not raised money by way of initial public offer or further ~~public offer~~ (including debt instruments) and term loans hence clause 3(x)(a) of the Order is not applicable.

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- (b) According to the information and explanations given 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 debentures during the year hence clause 3(x)(b) of the Order is not applicable.
- xi) (a) According to the 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.  
(b) According to the information and explanations given to us, no report under sub-section 12 of section 143 of the Act has been filed by auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.  
(c) According to the information and explanations given to us, no whistle-blower complaints have been received during the year by the Company.
- 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 financial statements as required by the applicable Indian Accounting Standards.
- xiv) According to the information and explanations given to us, the Company does not have a formal internal audit system.
- xv) As per 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 them. Accordingly, clause 3(xv) of the Order is not applicable.
- xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.  
(b) In our opinion and according to the information and explanations provided to us and on the basis of our audit procedures, the Company has not conducted any Non-Banking Financial or Housing Finance activities during the year as per the Reserve Bank of India Act, 1934.  
(c) In our opinion and according to the information and explanations provided to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.  
(d) As represented by the management, the Group does not have any Core Investment Company as per the definition of Group contained in the Core Investment Companies (Reserve Bank) Directions, 2016.
- xvii) The Company has incurred cash losses of Rs. 41 thousand in the current year and Rs. 12 thousand in the preceding financial year.
- xviii) There has been no resignation of the statutory auditors during the year. Therefore, provisions of clause 3 (xviii) of the Order are not applicable to the Company
- xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

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xx) According to information and explanations given to us, and based on our examination of the financial statements of the Company, the CSR requirement is not applicable to the Company in view of losses incurred by the Company. Accordingly, clause 3(xx) of the Order is not applicable

For **Bakliwal & Co.**  
Chartered Accountants  
Regn.No.130381W

**Ankur Jain**  
Partner  
Membership No.197643

Place: Mumbai  
Date: April 30, 2024

## ANNEXURE "2" TO THE AUDITORS' REPORT

(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of **Shangling Hydro Power Private Limited** ("the Company") 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 **Shangling Hydro Power Private Limited** as of March 31, 2024 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, 2024, 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 **Bakliwal & Co.**  
Chartered Accountants  
Regn.No.130381W

**Ankur Jain**  
Partner  
Membership No.197643

Place: Mumbai  
Date: April 30, 2024

**Shangling Hydro Power Private Limited**  
**Balance Sheet as at March 31, 2024**

Particulars	Note No.	Rupees in thousands	
		As at March 31, 2024	As at March 31, 2023
ASSETS			
Non-current assets			
Capital work-in-progress	3.1	88,000	88,000
Total		88,000	88,000
EQUITY AND LIABILITIES			
Equity			
Equity share capital	3.2	588	588
Instrument Entirely equity in nature	3.3	46	46
Other equity	3.4	85,766	85,807
		86,400	86,441
Liabilities			
Current liabilities			
Financial liabilities			
Borrowings	3.5	1,418	1,418
Other financial liabilities	3.6	182	141
Total		88,000	88,000
Significant Accounting Policies	2		

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

As per our Report of even date

**For Bakliwal & Co.**  
Chartered Accountants  
Regn. No. 130381W

For and on behalf of the Board of Directors

**Ankur Jain**  
Partner  
Membership No. 197643

**Ajit Verma**  
Director  
DIN : 07422834

**Joji Joseph**  
Director  
DIN : 08998832

Place : Mumbai  
Date : April 30, 2024

Place : Mumbai  
Date : April 30, 2024

**Shangling Hydro Power Private Limited**  
**Statement of Profit and Loss for the year ended March 31, 2024**

Particulars	Note No.	Rupees in thousand	
		Year ended March 31, 2024	Year ended March 31, 2023
Other Income		-	-
<b>Total Income</b>		<b>-</b>	<b>-</b>
<b>Expenses</b>			
Administration and other expenses	3.7	41	12
<b>Total Expenses</b>		<b>41</b>	<b>12</b>
<b>Profit / (Loss) before tax</b>		<b>(41)</b>	<b>(12)</b>
<b>Income tax expense</b>			
Current tax		-	-
<b>Profit / (loss) for the year (A)</b>		<b>(41)</b>	<b>(12)</b>
<b>Other Comprehensive Income for the year (B)</b>		<b>-</b>	<b>-</b>
<b>Total Comprehensive Income / (Loss) for the year (A+B)</b>		<b>(41)</b>	<b>(12)</b>
<b>Earnings per equity share: (Face value of Rs. 10 each)</b>			
Basic and Diluted (Rupees)	7	(0.69)	(0.20)
Significant Accounting Policies	2		

The accompanying notes are an integral part of these financial statements

As per our Report of even date

**For Bakliwal & Co.**  
Chartered Accountants  
Regn. No. 130381W

For and on behalf of the Board of Directors

**Ankur Jain**  
Partner  
Membership No. 197643

**Ajit Verma**  
Director  
DIN : 07422834

**Joji Joseph**  
Director  
DIN : 08998832

Place : Mumbai  
Date : April 30, 2024

Place : Mumbai  
Date : April 30, 2024

**Shangling Hydro Power Private Limited**  
**Cash Flow Statement for the year ended March 31, 2024**

Particulars	Rupees in thousands	
	Year ended March 31, 2024	Year ended March 31, 2023
<b>(A) Cash flow from/ (used in) Operating activities</b>		
Net Profit/ (Loss) before tax	(41)	(12)
Adjustments for:		
Increase/ (Decrease) in Other Current Liabilities	41	12
Net cash generated from / (used in) Operating activities	-	-
<b>(B) Cash flow generated from / (used in) Investing activities</b>	-	-
Net cash flow (used in) Investing activities	-	-
<b>(C) Cash flow generated from / (used in) Financing activities</b>	-	-
Net cash generated/ (used in) Financing activities	-	-
<b>Net increase/ (decrease) in cash and cash equivalents (A+B+C)</b>	-	-
<b>Cash and cash equivalents at the beginning of the year :</b>		
Bank balance - current account	-	-
<b>Cash and cash equivalents at the end of the year:</b>		
Bank balance - current account	-	-

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 Bakliwal & Co.**  
Chartered Accountants  
Regn. No. 130381W

For and on behalf of the Board of Directors

**Ankur Jain**  
Partner  
Membership No. 197643

**Ajit Verma**  
Director  
DIN : 07422834

**Joji Joseph**  
Director  
DIN : 08998832

Place : Mumbai  
Date : April 30, 2024

Place : Mumbai  
Date : April 30, 2024

Shangling Hydro Power Private Limited  
Statement of Changes in Equity for the year ended March 31, 2024

A. Equity Share Capital (Refer note 3.2)		Rupees in thousands
Particulars		Amount
Balance as at April 01, 2022		588
Changes in equity share capital		-
Balance as at March 31, 2023		588
Changes in equity share capital		-
Balance as at March 31, 2024		588

B. Instruments entirely equity in nature (Refer note 3.3)

Particulars	Compulsory Convertible Preference Shares	Total
Balance as at April 01, 2022	46	46
Changes in Preference share capital	-	-
Balance as at March 31, 2023	46	46
Changes in Preference share capital	-	-
Balance as at March 31, 2024	46	46

C. Other Equity (Refer note 3.4)

Particulars	Securities Premium	Retained Earnings	Total
Balance as at April 01, 2022	93,866	(8,047)	85,819
Loss for the year	-	(12)	(12)
Other Comprehensive Income for the year	-	-	-
Total Comprehensive Income/ (Loss) for the year	-	-	(12)
Balance as at March 31, 2023	93,866	(8,059)	85,807
Loss for the year	-	(41)	(41)
Other Comprehensive Income for the year	-	-	-
Total Comprehensive Income/ (Loss) for the year	-	(41)	(41)
Balance as at March 31, 2024	93,866	(8,100)	85,766

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

As per our Report of even date

For Bakliwal & Co.  
Chartered Accountants  
Regn. No. 130381W

For and on behalf of the Board of Directors

Ankur Jain  
Partner  
Membership No. 197643

Ajit Verma  
Director  
DIN : 07422834

Joji Joseph  
Director  
DIN : 08998832

Place : Mumbai  
Date : April 30, 2024

Place : Mumbai  
Date : April 30, 2024

**Shangling Hydro Power Private Limited**  
**Notes to the financial statements for the year ended March 31, 2024**

**1) General information**

Shangling Hydro Power Private Limited is a private company incorporated under the provisions of the Companies Act, 1956. It is a wholly owned subsidiary of Reliance Power Limited. The Company has been set up as a special purpose vehicle to develop a 44 MW hydroelectric power project at Himachal Pradesh.

These financial statements are authorised for issue by the Board of Directors on April 30, 2024

**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 Indian Accounting Standards**

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 year presented.

**Functional and presentation currency:**

The financial statements are presented in 'Indian Rupees', which is also the Company's functional currency. All amounts are rounded to the nearest Thousands, unless otherwise stated.

**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) Property, Plant and Equipment**

All items of property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Expenditure incurred on assets which are not ready for their intended use comprising direct cost related incidental expenses and attributable borrowing cost are disclosed under Capital Work-in-Progress

**Depreciation methods, estimated useful lives and residual value:**

Depreciation is provided to the extent of depreciable amount on Straight Line Method (SLM) based on useful life of the assets as prescribed in Part C of Schedule II to the Companies Act, 2013 except in case of motor vehicles where the estimated useful life has been considered as five year based on technical evaluation by the management.

Estimated useful lives, residual values and depreciation methods are reviewed annually, taking into account commercial and technological obsolescence as well as normal wear and tear and adjusted prospectively, if appropriate

**(c) 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.

**(d) 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 (either through other comprehensive income, or through profit or loss), 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.

**(e) 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.

**(f) 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.

**(g) 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.



**Shangling Hydro Power Private Limited**  
**Notes to the financial statements for the year ended March 31, 2024 (Continued)**

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.

**v. Income recognition:**

**Interest income**

Interest income from debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

**Dividend**

Dividends are recognised in profit or loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Company, and the amount of the dividend can be measured reliably.

**(h) 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.

**(i) 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.

## (j) 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.

## (k) Revenue from Contracts with Customers and Other Income

Revenue is measured at the fair value of the consideration received or receivable and represents amount receivable for goods supplied, stated net of discounts, returns and value added taxes

### (i) Service Income

Service income represents income from support service recognised as per the terms of the service agreements entered into with the respective parties.

### (ii) Income from Generation Based Incentive

Income from Generation Based Incentive is accounted on accrual basis considering eligibility of project for availing the income.

## (l) Income tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the Company operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

**(m) 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.

**(n) 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.

**(o) 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.

**(p) Segment reporting:**

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Directors of the Company that makes strategic decisions.

**2.2 Critical accounting estimates and judgements**

The Preparation of financial statements under Ind AS requires management to take decisions and make estimates and assumptions that may impact the value of revenues, costs, assets and liabilities and the related disclosures concerning the items involved as well as contingent liabilities at the balance sheet date. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Company make estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

**Provision**

Estimates of the amounts of provisions recognised are based on current legal and constructive requirements, technology and price levels. Because actual outflows can differ from estimates due to changes in laws, regulations, public expectations, technology, prices and conditions, and can take place many years in the future, the carrying amounts of provisions are regularly reviewed and adjusted to take account of such changes.

### 3.1 Capital Work in Progress

Rupees in thousands

Particulars	As at April 1, 2023	Incurred/ Adjusted during the year	Capitalised/ Adjusted during the year	As at March 31, 2024
Expenditure pending allocation				
Upfront fee	88,000	-	-	88,000
<b>Total Capital Work in Progress</b>	<b>88,000</b>	<b>-</b>	<b>-</b>	<b>88,000</b>

#### Ageing of Capital work-in-progress (CWIP)

Amount in WIP as on 31-03-2024					
Particulars	Less than 1 year	1 - 2 Years	2 - 3 Years	More than 3 years	Total
Project in Progress	-	-	-	88,000	88,000
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>88,000</b>	<b>88,000</b>
Amount in WIP as on 31-03-2023					
Particulars	Less than 1 year	1 - 2 Years	2 - 3 Years	More than 3 years	Total
Project in Progress	-	-	-	88,000	88,000
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>88,000</b>	<b>88,000</b>

**Shangling Hydro Power Private Limited**  
**Notes to the financial statements for the year ended March 31, 2024**

Rupees in thousands	
As at March 31, 2024	As at March 31, 2023

**3.2 Equity share capital**

**Authorised**

300,000 (Previous year : 300,000) equity shares of Rs. 10 each

3,000 3,000

**3,000 3,000**

**Issued, subscribed and paid up**

58,800 (Previous year : 58,800) equity shares of Rs.10 each fully paid up.

588 588

**588 588**

**3.2.1 Reconciliation of number of equity shares**

Balance at the beginning of the year - 58,800 (Previous year : 58,800) shares of Rs.10 each  
Changes during the year

588 588

- -

Balance at the end of the year - 58,800 (Previous year: 58,800) shares of Rs.10 each

**588 588**

**3.2.2 Terms/ rights attached to equity shares**

**Equity shares**

The Company has only one class of equity shares having par value of Rs.10 per share. Each holder of the equity shares 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 remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

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

	As at March 31, 2024		As at March 31, 2023	
	No. of Shares	Percentage of share holding	No. of Shares	Percentage of share holding
Reliance Power Limited (Equity Shares of Rs.10 each fully paid)	58,800	100%	58,800	100%
	<b>58,800</b>	<b>100%</b>	<b>58,800</b>	<b>100%</b>

**3.2.4 Shares held by Holding Company**

**Equity Shares**

Reliance Power Limited - 58,800 (Previous year: 58,800) shares of Rs. 10 each fully paid-up  
(Of the above 58,799 (Previous year: 58,799) equity shares are held by Reliance Power Limited, the holding company and the balance 1 share is jointly held by Reliance Power Limited and its nominee)

As at March 31, 2024	As at March 31, 2023
588	588

**3.2.5 Equity Shares held by Promoters**

	As at March 31, 2024		As at March 31, 2023		Percentage change during the year
	No. of Shares	Percentage of share holding	No. of Shares	Percentage of share holding	
Reliance Power Limited	58,800	100	58,800	100	Nil
	As at March 31, 2023		As at March 31, 2022		Percentage change during the year
	No. of Shares	Percentage of share holding	No. of Shares	Percentage of share holding	
Reliance Power Limited	58,800	100	58,800	100	Nil

Rupees in thousands	
As at March 31, 2024	As at March 31, 2023

### 3.3 Instruments entirely equity in nature

#### Preference Shares

##### Authorised

2,000,000 (Previous year : 200,000) preference shares of Re. 1 each

2,000 2,000

2,000 2,000

##### Issued, subscribed and paid up

45,600 (Previous year : 45,600) Preference shares of Re. 1 each fully paid up

46 46

46 46

### 3.3.1 Reconciliation of number of Preference shares

#### Preference shares [refer note no. 3.3.2]

Balance at the beginning of the year -45,600 (Previous year : 45,600) share of Re.1 each

46 46

Changes during the year

- -

Balance at the end of the year - 45,600 (Previous year : 45,600) shares of Re. 1 each

46 46

### 3.3.2 Terms/ rights attached to Preference shares

#### 7.5% non-cumulative non-convertible redeemable preference shares (NCRPS)

The Company has only one class of 7.5% Non-Cumulative Non-Convertible Redeemable Preference shares (NCRPS) having face value of Re. 1 per share which have been issued at a premium of Rs. 999 per share. These shares have a maturity period of twenty years from the date of allotment the said shares which were issued on March 14, 2013 and March 29, 2014. NCRPS, however, can be early redeemed on completion of 15 years at the option of the Company or shareholder at the issue price of Rs. 1000 per share. Dividend on NCRPS is payable on the issue price of Rs. 1,000 per share.

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

	As at March 31, 2024		As at March 31, 2023	
	No. of Shares	Percentage of share holding	No. of Shares	Percentage of share holding
<b>Preference shares [refer note no. 3.3.2]</b>				
Reliance Power Limited (Preference Share of Re.1 each Fully paid up)	45,600	100%	45,600	100%
	45,600	100%	45,600	100%

### 3.3.4 Shares held by Holding Company

#### Preference shares [refer note no. 3.3.2]

Reliance Power Limited-45,600 (Previous year : 45,600) shares of Re.1 each fully paid up

46 46

46 46

### 3.3.5 Shares held by Promoters

	As at March 31, 2024		As at March 31, 2023		Percentage change during the year
	No. of Shares	Percentage of share holding	No. of Shares	Percentage of share holding	
<b>Preference shares</b>					
Reliance Power Limited	96,900	100	96,900	100	Nil
	As at March 31, 2023		As at March 31, 2022		Percentage change during the year
	No. of Shares	Percentage of share holding	No. of Shares	Percentage of share holding	
<b>Preference shares</b>					
Reliance Power Limited	96,900	100	96,900	100	Nil

**Shangling Hydro Power Private Limited**  
**Notes to the financial statements for the year ended March 31, 2024**

Particulars	Rupees in thousands	
	As at March 31, 2024	As at March 31, 2023
<b>3.4 Other equity</b>		
Balance at the end of the year		
Securities premium account	93,866	93,866
Retained earning	(8,100)	(8,059)
<b>Total</b>	<b>85,766</b>	<b>85,807</b>
<b>3.4.1 Securities premium account</b>		
Balance at the beginning of the year	93,866	93,866
Balance at the end of the year	<b>93,866</b>	<b>93,866</b>
<b>3.4.2 Retained earnings</b>		
Balance at the beginning of the year	(8,059)	(8,047)
Loss for the year	(41)	(12)
Balance at the end of the year	<b>(8,099.747)</b>	<b>(8,059)</b>
	<b>85,766</b>	<b>85,807</b>
<b>3.5 Current borrowings</b>		
<b>Unsecured -</b>		
Inter-corporate deposits from holding company (refer note 6) (Interest free, repayable on demand)	1,418.000	1,418
	<b>1,418</b>	<b>1,418</b>
<b>3.6 Other current financial liabilities</b>		
Retention money payable	61	61
Dues to Holding Company (refer note 6)	88	47
Dues to Fellow Subsidiary (refer note 6)	20	20
Other payables	13	13
	<b>182</b>	<b>141</b>
	<b>Year ended March 31, 2024</b>	<b>Year ended March 31, 2023</b>
<b>3.7 Other expenses</b>		
Statutory audit fees	12	12
Professional Charges	29	-
	<b>41</b>	<b>12</b>

**Shangling Hydro Power Private Limited**  
**Notes to the financial statements for the year ended March 31, 2024 (Continued)**

**4) Project Status:**

The Company was incorporated on May 19, 2011. Pursuant to Pre-Implementation Agreement with Government of Himachal Pradesh (GoHP) which was signed on June 01, 2011 Rs. 88,000,000 (Rupees Eight Crore Eighty Lacs Only) was paid to GoHP as upfront fee for development and commissioning of 44 MW Shangling Hydro project on Built, Own, Operate and Transfer (BOOT) basis. Pre-Feasibility Report and Forest land diversion proposal has been submitted to GoHP. Terms of Reference (TOR) approval & pre-construction activity clearance has been received. Field & desk studies initiated; Topographical survey completed. The Hydrological study report has been approved for project planning purpose. Due to revision in the project levels by the GoHP, the revised Power Potential Study based on new project levels, submitted to GOHP for approval, has been approved for an installed capacity of 28 MW i.e. reduction of about 36% from allotted capacity. The bids provided that if the capacity reduction is more than 20% of allotted capacity, the bidder will have the option of surrendering the Project with refund of an upfront premium but no interest be payable. Accordingly, Shangling Hydro Power Private Limited, vide letter dated July 02, 2020 to GoHP, has opted for surrender of project and refund of upfront premium. The matter is being pursued with GoHP for early refund of premium.

**5) Details of remuneration to auditors:**

	Rupees in thousands	
	Year ended March 31, 2024	Year ended March 31, 2023
(a) As auditors		
For statutory audit (excluding taxes)	10	10
<b>Total</b>	<b>10</b>	<b>10</b>

**6) Related party transactions:**

As per Indian Accounting Standard 24 (Ind AS-24) 'Related Party Transactions' as prescribe by Companies (Indian Accounting Standards) Rules, 2015 as amended, the Company's related parties and transactions are disclosed below:

**A. Parties where control exists:**

**Holding Company:**

Reliance Power Limited (R Power)

**B. Other related parties with whom transactions have taken place during the year:**

**Fellow Subsidiary:**

Reliance Cleangen Limited (RCGL)

**C. Details of transactions during the year and closing balance at the end of the year:**

	Rupees in thousands	
Particulars	March 31, 2024	March 31, 2023
(i) Transactions during the year:		
Reimbursement of expenses - paid by		
R Power	41	9
(ii) Closing balance		
Equity share capital (excluding premium)		
R Power	588	588
Preference share capital		
R Power	46	46
Inter corporate deposits		
R Power	1,418	1,418
Dues to Holding Company		
R Power	88	47
RCGL	20	20

**7) Earnings per share:**

	Rupees in thousands	
Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Profit/(Loss) to equity shareholders		
Profit/(Loss) after tax (A)	(41)	(12)
Number of equity shares		
Weighted average number of equity shares outstanding (Basic) (B)	58,800	58,800
Basic and diluted earnings per share (A / B) (Rs.)	(0.69)	(0.20)
Nominal value of an equity share (Rs.)	10	10



Shangling Hydro Power Private Limited  
Notes to the financial statements for the year ended March 31, 2024 (Continued)

8) Income taxes

Rupees in thousands

The reconciliation of tax expense and the accounting profit multiplied by tax rate :		
Particulars	March 31, 2024	March 31, 2023
Profit/(Loss) before tax	(41)	(12)
Tax at the Indian tax rate of 26% (2022-23: 26%)	(10.66)	(3.12)
Tax losses for which no deferred income tax was recognised	(10.66)	(3.12)
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, 2024	March 31, 2023
<b>Financial assets</b>		
<b>Total financial assets</b>	-	-
<b>Financial liabilities</b>		
Inter corporate deposits	1,418	1,418
Retention money payable	61	61
Dues to Holding Company	88	47
Dues to Fellow Subsidiary	20	20
Others	13	13
<b>Total financial liabilities</b>	<b>1,600</b>	<b>1,559</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.	Ageing 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.

**Shangling Hydro Power Private Limited**  
**Notes to the financial statements for the year ended March 31, 2024 (Continued)**

**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, 2024	Less than 1 year	Between 1 year and 5 years	More than 5 years	Total
<b>Financial liabilities</b>				
Inter corporate deposits	1,418	-	-	1,418
Retention money payable	61	-	-	61
Dues to Holding Company	88	-	-	88
Dues to Fellow Subsidiary	20	-	-	20
Other payables	13	-	-	13
<b>Total financial liabilities</b>	<b>1,600</b>	<b>-</b>	<b>-</b>	<b>1,600</b>

March 31, 2023	Less than 1 year	Between 1 year and 5 years	More than 5 years	Total
<b>Financial liabilities</b>				
Inter corporate deposits	1,418	-	-	1,418
Retention money payable	61	-	-	61
Dues to Holding Company	47	-	-	47
Dues to Fellow Subsidiary	20	-	-	20
Other payables	13	-	-	13
<b>Total financial liabilities</b>	<b>1,559</b>	<b>-</b>	<b>-</b>	<b>1,559</b>

**11) Capital Management**

**(a) 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, 2024	March 31, 2023
Equity	86,400	86,441
Debts	1,418	1,418
<b>Total</b>	<b>87,818</b>	<b>87,859</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) a)** The Company has not advanced or loaned or invested funds to any other person(s) or equity(ies), including foreign (intermediaries) with the understanding that the intermediary shall directly or indirectly lend or invest in other person or entities identified in any manner whatsoever by or on behalf of the company (ultimate beneficiaries) or provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

**Shangling Hydro Power Private Limited****Notes to the financial statements for the year ended March 31, 2024 (Continued)**

- b) The Company have not received any fund from person(s) of equity(ies), including foreign entities (Funding Party) with the understanding (Whether recorded in writing or otherwise) that the companies shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (company ultimate beneficiaries) or provide by guarantee, security or the like to or on behalf of the ultimate beneficiaries.
- 15) (i) The Company does not have any Borrowings from any Bank or Financial Institution.  
(ii) The Company has not been declared willful defaulter by any bank or financial institution or other lenders.  
(iii) The Company has not taken any secured Loan and hence, no charge have been registered or yet to be registered with Registrar of Companies.
- 16) The Company has not made any transactions with any company Struck Off under section 248 of the Companies Act, 2013.
- 17) The Company has neither traded nor invested in Crypto Currency or any Virtual Currency during the year.
- 18) The Company has not entered into any Scheme of Arrangements in terms of section 230 to 237 of the Companies Act, 2013 during the year.
- 19) Provisions regarding "Corporate Social Responsibility" (CSR) are not applicable to the Company.
- 20) There are no transactions which are not recorded in the books of accounts that have been surrendered or disclosed as income during the year in the tax assessments under Income Tax Act, 1961. Also, there are no previously unrecorded income and related assets which have been recorded in the books of accounts during the year.
- 21) During the year the Company has not:
- (i) Imported any raw material, spare parts, and consumable or capital goods.
  - (ii) Incurred expenditure in foreign currency.
  - (iii) Exported any goods, or services.
  - (iv) Declared any dividend to any non-resident shareholders

**22) Financial Performance Ratios:**

Sr	Particulars	March 31, 2024	March 31, 2023	% Change	Reason > 25%
A	Current ratio (in times)	55.01	56.46	(2.57)	-
B	Debt Equity ratio (in times)	0.02	0.02	-	-
C	Debt Service Coverage ratio (in times)	NA	NA	-	-
D	Return on Equity ratio (in %)	(0.00)	(0.00)	-	-
E	Inventory turnover ratio (in times)	NA	NA	-	-
F	Trade Receivables turnover ratio (in times)	NA	NA	-	-
G	Trade Payables turnover ratio (in times)	NA	NA	-	-
H	Net Capital turnover ratio (in times)	NA	NA	-	-
I	Net Profit ratio (in %)	NA	NA	-	-
J	Return on capital employed (in %)	(0.00)	(0.00)	-	-
K	Return on Investment (in %)	(0.00)	(0.00)	-	-

Ratios have been computed as under:

- Current Ratio: Current Assets/Current Liabilities
- Debt Equity Ratio = Total Debt / Equity excluding Revaluation Reserve
- Debt Service Coverage Ratio = Earnings before Interest and Tax and exceptional items / (Interest on Long Term and Short Term Debt for the period/year + Principal Repayment of Long Term Debt for the period/ year).
- Return on Equity = Net profit / Shareholder's fund
- Inventory turnover ratio = Turnover / Average inventory
- Trade Receivables turnover ratio = Turnover / Average Receivables
- Trade Payables turnover ratio = Turnover / Average Payables
- Net Capital turnover ratio = Turnover / Capital Employed
- Net Profit ratio = Net Profit / Turnover
- Return on capital employed = Net Profit / (Debt +Equity)
- Return on Investment = Net profit before interest and dividend / Equity

- 23) There are no loans given, investments made, guarantee given and security provided by the Company covered U/s 186(4) of the Companies Act, 2013.

**Shangling Hydro Power Private Limited**  
**Notes to the financial statements for the year ended March 31, 2024 (Continued)**

- 24) The Company uses the accounting software SAP for maintaining books of accounts. During the year ended 31 March 2024, the company had not enabled the feature of recording audit trail (edit log) at the database level for the said accounting software SAP to log any direct data changes on account of recommendation in the accounting software administration guide which states that enabling the same all the time consume storage space on the disk and can impact database performance significantly. Audit trail (edit log) is enabled at the application level.
- 25) Previous year figures have been regrouped/reclassified wherever necessary to confirm to the current year classification

As per our Report of even date

**For Bakliwal & Co.**  
Chartered Accountants  
Regn. No. 130381W

For and on behalf of Board of Directors

**Ankur Jain**  
Partner  
Membership No. 197643

**Ajit Verma**  
Director  
DIN : 07422834

**Joji Joseph**  
Director  
DIN : 08998832

Place: Mumbai  
Date : April 30, 2024

Place: Mumbai  
Date : April 30, 2024