

Independent Auditors' Report

To the Members of
Reliance CleanGen Limited

Opinion

We have audited the accompanying financial statements of **Reliance CleanGen Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2025, 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 material 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, 2025, 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	<u>Loan and Advances - Impairment assessment</u> The Company has granted loans and advances of Rs.97,532 lakhs. These loans are tested for impairment annually. If impairment exists, the recoverable amounts of the loans are estimated in order to determine the extent of the impairment loss, if any. Determination of whether there exists any impairment in the value of loans is subject to a significant level of judgment. Therefore, there is a risk that the value of loans may be misstated.	Our Procedure included the following: - We have obtained confirmation of balances outstanding and traced the amounts confirmed to the books of account. - Verified whether the requisite approvals were obtained for the loan given and ensured other compliances as required by the applicable regulation. - Verified the adequacy of the provision made by the management, where applicable; - Evaluated the adequacy of the related disclosures in note 3.6(a) of the financial statements.
2	SEBI imposed penalty of Rs.25 Crores	The Company deposited Rs.12.50 Cr. Under protest and decision on appeal is Pending.



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.

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, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 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, 2025.

- (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 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, 2025 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.

Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

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



Ankur Jain
Partner
Membership No.197643

Place: Mumbai
Date: April 28, 2025
UDIN: 25197643BMIMFC5088



ANNEXURE "1" TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our Report of **Reliance CleanGen Limited** of even date)

- i) (a) (A) The Company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant and Equipment.
(B) As explained to us, the Company does not have any intangible assets.
- (b) The Property, Plant and Equipment have been physically verified by the management during the year and as informed, no material discrepancies were noticed on such verification. In our opinion, the frequency of verification is reasonable having regard to the size of the company and the nature of its assets.
- (c) According to the information and explanations given and based on our examinations of the records of the Company provided to us, the title deeds of immovable property as at the balance sheet date are in the name of the Company.
- (d) The Company has not revalued its Property, Plant and Equipment during the year under audit.
- (e) There are no proceedings initiated or any pending against the Company as at March 31, 2025 for holding any benami property under the Prohibition of Benami Transactions Act, 1988 (as amended in 2016) and rules made thereunder.
- 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) (a) On the basis of examination of records of the Company, during the year the Company has granted loans to various companies. The detail of aggregate amount of loans balance outstanding as at the balance sheet date of such loans is as under.

Particulars	Amount (Rs. in Lakhs)
Balance outstanding as at March 31, 2025	97,532
Aggregate amount given during the year	31

(b) In our opinion and according to the information and explanation given to us, the Company has not made investments during the year.

(c) Based on the records examined by us and information and explanations given to us, the repayment of principal and interest has been as stipulated.

(d) Based on our verification of records of the Company there are no overdue amounts with respect to interest on loans for more than ninety days.

(e) According to information and explanations given and records examined by us, loans granted which have fallen due during the year have been renewed or extended to settle the existing loans given to the same parties are as follows:

Name of Parties	Over dues of existing loans renewed or extended (Rs. Lakhs)	Percentage of the aggregate to the total loans granted during the year
Samalkot Power Limited	83,477	98.38%
Reliance Green Energies Private Limited	370	0.44%
Reliance Coal Resources Private Limited	1,003	1.18%
Reliance Power Limited	11,728	13.82%
Reliance NU Suntech Private Limited	0.60	0.000%
Reliance NU FDRE Private Limited	0.20	0.000%
Reliance NU Suntech One Private Limited	0.49	0.000%
Total	84,851.29	



(f) According to information and explanations given to us and records examined by us, the Company has given loans repayable on demand as detailed below:

Particulars	All Parties	Promoters	Related Parties
Aggregate amount of loans repayable on demand	97,532	-	97,532
Not specify any terms or period of repayment	-	-	-
Total	97,532	-	97,532
Percentage to the total loans	100%	-	100%

- iv) In our opinion and according to the information and explanation given to us, the company has not directly or indirectly advance loan to the persons covered under section 185 of the Act or given guarantees or securities in connection with the loan taken by such persons and has complied with the provisions of section 186 of the Act in respect of Investments, Loans, Guarantee or security given as 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, 2025 for a period of more than six months from the date they became payable.
- (b) As per the information and explanations given to us, details of disputed statutory dues pending to be deposited with the respective authorities by the Company are as mentioned below:
- Securities and Exchange Board of India (SEBI) imposed a penalty of ₹25 crore, the Company contested the demand and filed an appeal before the Securities Appellate Tribunal (SAT) and deposited ₹12.50 crore. The SAT has granted a stay on the demand, and the matter is currently sub judice.
- 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 and based on an overall examination of the financial statements of the Company, funds raised on short term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- (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.

- (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 in the current year of Rs 300 lakhs and in the immediately preceding year of Rs.6,617 lakhs.
- 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.



Bakliwal & Co.

CHARTERED ACCOUNTANTS

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 28, 2025



ANNEXURE "2" TO THE AUDITORS' REPORT

(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our Report of **Reliance CleanGen 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 **Reliance CleanGen Limited** as of March 31, 2025 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.



Bakliwal & Co.

CHARTERED ACCOUNTANTS

Opinion

In our opinion, the Company has, in all material respects, an adequate Financial Controls system and such Financial Controls are operating effectively as at March 31, 2025, based on the Financial Controls 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 ICAI.

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



Ankur Jain
Partner
Membership No.197643

Place: Mumbai
Date: April 28, 2025



Reliance CleanGen Limited
Balance Sheet as at March 31, 2025

Particulars	Note No.	Rupees in lakhs	
		As at March 31, 2025	As at March 31, 2024
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	3.1	3	3
Investments	3.2	2,104	2,098
Financial Assets			
Other Financial Assets	3.3	1,250	-
Non Current Tax Assets	3.4	-	7
Total		3,357	2,108
Current Assets			
Financial assets			
Cash and cash equivalents	3.5	23	22
Loans	3.6(a)	13,113	16,463
Other financial assets	3.6(b)	13	13
Total		13,149	16,498
Total Assets		16,506	18,606
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	3.7(a)	2,255	2,255
Instrument entirely equity in nature	3.7(b)	18,030	18,030
Other equity	3.8	(6,694)	(5,450)
Total		13,591	14,835
Liabilities			
Current Liabilities			
Financial Liabilities			
Borrowings	3.9	2,166	3,290
Other Financial Liabilities	3.10	749	481
Total		2,915	3,771
Total Equity and Liabilities		16,506	18,606

Material 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
Firm Registration No: 130381W

Ankur Jain
Partner
Membership No. 197643

Place : Mumbai
Date : April 28, 2025

For and on behalf of the Board

Sameer Kumar Gupta
Director
DIN 03486281

Place : Mumbai
Date : April 28, 2025

Umesh Kumar Agrawal
Director
DIN 02908684



Reliance CleanGen Limited
Statement of Profit and Loss for the year ended March 31, 2025

Particulars	Note No.	Rupees in lakhs	
		Year ended March 31, 2025	Year ended March 31, 2024
Revenue from operations			
Other Income	3.11	55	741
Total		55	741
Expenses			
Finance costs	3.12	306	6,609
Depreciation	3.1	-	-
Other expenses	3.13	44	16
Total		350	6,625
Profit/ (Loss) before exceptional items and tax		(295)	(5,884)
Exceptional Items			
- Liability written back		-	104,529
- Impairment allowance (refer note 3.6(a))		(942)	(83,477)
Total		(942)	21,052
Profit / (Loss) before tax		(1,237)	15,168
Income tax expense	9		
Current tax		7	-
		7	-
Profit/(Loss) for the year		(1,244)	15,168
Other Comprehensive Income/(Loss) for the year		-	-
Total Comprehensive Income/ (Loss) for the year		(1,244)	15,168
Earnings per equity share: (Face value of Rs. 10 each)			
Basic and Diluted (Rupees)	8	(5.52)	67.26
Material 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
Firm Registration No: 130381W



Ankur Jain
Partner
Membership No. 197643

Place : Mumbai
Date : April 28, 2025

For and on behalf of the Board


Sameer Kumar Gupta
Director
DIN 03486281

Place : Mumbai
Date : April 28, 2025


Umesh Kumar Agrawal
Director
DIN 02908684



Reliance CleanGen Limited
Cash Flow Statement for the Year Ended March 31, 2025

Particulars	Rupees in lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
A Cash flow from Operating Activities		
Profit/(Loss) before tax	(1,237)	15,168
Adjusted for:		
Interest on deposits	-	(1)
Liability written back	(55)	(105,270)
Impairment allowance	942	83,477
Interest and finance cost	306	6,610
Operating profit /(loss) before working capital changes	(44)	(16)
Change in operating assets and liabilities		
(Increase) in other current financial assets	(1,250)	(6)
Increase / (decrease) in other current financial liabilities	35	7
	(1,259)	(15)
Taxes (paid) (Net)	-	-
Net Cash flow from / (used in) Operating activities (A)	(1,259)	(15)
BCash flow from Investing Activities		
Investment in equity instruments of fellow subsidiaries	(6)	-
Repayment of Inter corporate deposit / advance given	2,408	-
Interest received	-	1
Net Cash flow generated from / (used in) Investing Activities (B)	2,402	1
CCash flow from Financing Activities		
Proceeds from Inter corporate deposits	(1,069)	547
Repayment of Inter corporate deposits	-	(532)
Finance cost paid	(73)	-
Net Cash Flow generated from / (used in) Financing Activities (C)	(1,142)	15
Net Increase / (decrease) in cash and cash equivalents (A+B+C)	1	1
Cash and cash equivalents at the beginning of the year (refer note 3.5)		
Bank balance - current account	@	@
Balance in deposit Account	22	21
Cash and cash equivalents at the end of the year (refer note 3.5)		
Bank balance - current account	1	@
Balance in deposit Account	22	22

@ Amount is below the rounding off norm adopted by the Company

As per our Report of even date

For Bakliwal & Co.
Chartered Accountants
Firm Registration No: 130381W

Ankur Jain
Partner
Membership No. 197643

Place : Mumbai
Date : April 28, 2025

For and on behalf of the Board

Sameer Kumar Gupta
Director
DIN 03486281

Umesh Kumar Agrawal
Director
DIN 02908684

Place : Mumbai
Date : April 28, 2025



Reliance CleanGen Limited
Statement of Changes in Equity for the year ended March 31, 2025

A Equity Share Capital

(Refer note 3.7(a))

Rupees in lakhs

Balance as at 01 April 2023	2,255
Changes in equity share capital	-
Balance as at 31 March 2024	2,255
Changes in equity share capital	-
Balance as at 31 March 2025	2,255

B Instrument entirely equity in nature

(Refer note 3.7(b))

6% Compulsorily Convertible Redeemable Non-Cumulative Preference Shares

7.5% Compulsorily Convertible Redeemable Non-Cumulative Preference Shares

Balance as at 01 April 2023	18,030
Changes in Instrument entirely equity in nature	-
Balance as at 31 March 2024	18,030
Changes in Instrument entirely equity in nature	-
Balance as at 31 March 2025	18,030

C Other Equity (Refer note 3.8)

Particulars	Securities premium account	General reserve (arisen pursuant to various schemes)	Other Comprehensive income (OCI)	Retained Earnings	Capital reserve (arisen pursuant to scheme of amalgamation)	Total
Balance as at 01 April 2023	350,460	1,936	(345,769)	(37,531)	10,286	(20,618)
Loss for the year	-	-	-	15,168	-	15,168
Other Comprehensive Income for the year	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	15,168	-	15,168
Balance as at 31 March 2024	350,460	1,936	(345,769)	(22,363)	10,286	(5,450)
Loss for the year	-	-	-	(1,244)	-	(1,244)
Other Comprehensive Income for the year	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	(1,244)	-	(1,244)
Balance as at 31 March 2025	350,460	1,936	(345,769)	(23,607)	10,286	(6,694)

As per our Report of even date

For Bakliwal & Co.
Chartered Accountants
Firm Registration No: 130381W

Ankur Jain
Partner
Membership No. 197643

Place : Mumbai
Date : April 28, 2025

For and on behalf of the Board

Sameer Kumar Gupta
Director
DIN 03486281

Place : Mumbai
Date : April 28, 2025

Umesh Kumar Agarwal
Director
DIN 02908684



1) General information

Reliance CleanGen Limited ("the Company") is a subsidiary of Reliance Power Limited and has been incorporated under provisions of The Companies Act, 1956, inter alia, for generation of power from conventional and non - conventional sources. Registered address of the Company is located at Reliance Center, Ground Floor, 19, Walchand Hirachand Marg, Ballard Estate, Mumbai - 400001.

These financial statements are authorised for issue by the Board of Directors on April 28, 2025.

2) Material Accounting Policies and critical accounting estimate and judgments:

2.1 Basis of preparation, measurement and material 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

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.

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

(b) Recent accounting pronouncements

The Ministry of Corporate Affairs ("MCA") notifies new standards or amendment to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has notified Ind AS – 117 Insurance contracts and amendments to Ind AS 116 – Leases, relating to sale and leaseback transactions, applicable to the Company w.e.f. April 1, 2025. The Company has reviewed the new pronouncements based on its evaluation has determined that it does not have any significant impact in its financial statements.

(c) 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;
- Equity instruments in subsidiaries 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, maximizing the use of relevant observable inputs and minimizing 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:

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

(d) Foreign currency translation:

- i. Functional and presentation currency



Reliance CleanGen Limited
Notes to the financial statements for the year ended March 31, 2025 (Continued)

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' (INR), which is the Company's functional and the Company's 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 of short term 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.

(e) Property, Plant and Equipment

All other items of property, plant and equipment are stated at deemed cost which includes capitalised borrowing cost, less depreciation and impairment loss, if any. 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.

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.

(f) 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.

Investments and other financial assets

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. For investments in equity instruments in subsidiaries, the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

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.

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 finance 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 (FVPL)

Assets that do not meet the criteria for amortised cost or FVOCI are measured at FVPL. 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.

Equity investments

The Company subsequently measures all equity investments in subsidiaries at fair value. The Company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in profit or loss as other income when the Company's right to receive payments is established.

Changes in the fair value of financial assets at FVPL are recognised in the statement of profit and loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

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 company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.



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.

(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.

The Company's financial liabilities include other payables, loans and borrowings.

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 drawn 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 drawn down, the fee is capitalised as a pre-payment for liquidity services and amortised over the period of the facility to which it relates.

Other payable: The amounts represent 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.

Where guarantees in relation to loans of subsidiaries are provided for no compensation, the fair values are expensed out in the Statement of profit and loss. On transition to Ind AS, the Company has recognised fair value changes as part of the retained earnings.

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



Reliance CleanGen Limited
Notes to the financial statements for the year ended March 31, 2025 (Continued)

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.

(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) Trade Receivable:

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

(j) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, demand deposits with banks, short-term balances (with an original maturity of three months or less from date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

(k) 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.

(l) Revenue recognition:

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are net of discounts, returns; value added taxes and amounts collected on behalf of third parties.

The Company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the Company's activities as described below. The Company bases its estimates on historical results, taking into consideration the type of transaction and the specifics of each arrangement

i. Service income

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

(m) 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, using the balance sheet method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. 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.

(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 chief executive officer and the chief financial officer that makes strategic decisions.

(q) 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 the 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 an 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, but it is not recognized because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation or the amount of obligation cannot be measured with sufficient reliability is termed as contingent liability.

Contingent Assets

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



(r) Exceptional items

The Company discloses certain financial information both including / excluding exceptional items. The presentation of information excluding exceptional items allows a better understanding of the underlying operating performance of the Company and provides consistency with the Company's internal management reporting. Exceptional items are identified by virtue of either size or nature so as to facilitate the comparison with the prior period and to assess underlying trends in the financial performance of the Company.

2.2 Critical accounting estimates and judgements

Preparing the 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 assets and 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:

(a) Fair value measurement and valuation process

The Company measured its investments in equity shares of subsidiary at fair value for financial reporting purposes. The management determines the appropriate valuation technique and inputs for fair value measurement. In estimating the fair value, the management engages third party qualified valuer to perform the valuations.

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances. (Refer note 10)

(b) Impairment of financial assets

In accordance with Ind AS 109, the Company applies the expected credit loss (ECL) model for measurement and recognition of impairment of financial assets and credit risk exposure. ECL impairment loss allowance (or reversal) recognized during the year is recognized as income / expense in the Statement of profit and Loss.

(c) Useful lives of Property, Plant and Equipment

The Company has estimated its useful lives of wind power assets based on the expected wear and tear, industry trends etc. In actual, the wear and tear can be different. When the useful lives differ from the original estimated useful lives, the Company will adjust the estimated useful lives accordingly. It is possible that the estimates made based on existing experience are different to the actual outcomes within the next financial period and could cause a material adjustment to the carrying amount of Property, Plant and Equipment.

(d) Income taxes

There are transactions and calculations for which the ultimate tax determination is uncertain and would get finalized on completion of assessment by tax authorities. Where the final tax outcome is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

The Company is eligible to claim a tax holiday on income generated from wind power generation. The deferred tax on temporary differences which are reversing after the tax holiday period have been estimated considering future projections and Company's plan to start claiming tax holiday in certain years. It is possible that this estimate may be different to the actual outcome within the next financial periods and could cause material adjustments to the deferred tax recognised in financial statements. (Refer note 14)

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the same can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.



Reliance CleanGen Limited

Notes to the financial statements for the year ended March 31, 2025

3.1 Property, Plant and Equipment & Depreciation

Rupees in lakhs

Gross carrying amount	Building	Furniture & fixtures	Office equipment	Total
Balance as at April 01, 2023	3	4	8	15
Additions during the year	-	-	-	-
Balance as at March 31, 2024	3	4	8	15
Additions during the year	-	-	-	-
Balance as at March 31, 2025	3	4	8	15
Accumulated Depreciation				
Balance as at April 01, 2023	-	4	8	12
For the year	-	-	-	-
Balance as at March 31, 2024	-	4	8	12
For the year	-	-	-	-
Balance as at March 31, 2025	-	4	8	12
Net carrying amount				
Balance as at March 31, 2024	3	-	-	3
Balance as at March 31, 2025	3	-	-	3



3.2 Investments

Particulars	Face Value	As at March 31, 2025		Rupees in lakhs As at March 31, 2024	
		No. of Shares	Amount	No. of Shares	Amount
A. Equity Shares (Fully paid-up, Unquoted, at Fair Value through Other Comprehensive Income)					
In Subsidiary Companies ⁽²⁾					
Reliance GAH2 Limited (Formerly known as Moher Power Limited) ⁽¹⁾	10	50,000	-	50,000	-
Samalkot Power Limited ⁽¹⁾	10	19,609,400	-	19,609,400	-
Reliance GH2 Private Limited (Formerly knowns as Reliance Solar Resources Private Limited)	10	10,000	1	10,000	1
Reliance NU Wind Private Limited (Formerly known as Reliance Wind Power Private Limited)	10	10,000	-	10,000	-
In Fellow Subsidiaries					
Reliance Power Holding (FZC) (Face value of AED 5000 each)		2,124	1,949	2,124	1,949
Reliance Chittagong Power Limited (Face value of TAKA 10 each)		1	@	1	@
B. Preference Shares (Fully paid-up, Unquoted, at Fair Value through Other Comprehensive Income)					
In Subsidiary Companies					
7.5% Preference Shares fully paid up ⁽³⁾					
Samalkot Power Limited ⁽¹⁾	10	15,009,400	-	15,009,400	-
Reliance GAH2 Limited (Formerly knowns as Moher Power Limited)	1	2,625	-	2,625	-
Reliance NU Wind Private Limited (Formerly known as Reliance Wind Power Private Limited)	1	4,300	-	4,300	-
In Fellow subsidiary					
7.5% Preference Shares fully paid up ⁽³⁾					
Reliance NU Suntech Private Limited (Formerly known as Siyom Hydro Power Private Limited)	1	1,150,000	6	-	-
Total			1,956		1,950
Aggregate book value of Unquoted Non Current Investments			1,956		1,950
C. Inter Corporate Deposit classified as equity instruments ⁽⁴⁾					
Reliance GAH2 Limited (Formerly known as Moher Power Limited)			61		61
Reliance Natural Resources Limited			67		67
Reliance GH2 Private Limited (Formerly known as Reliance Solar Resources Private Limited)			3		3
Reliance NU Wind Private Limited (Formerly known as Reliance Wind Power Private Limited)			1		1
Reliance Neo Energies Private Limited (Formerly known as Reliance Geothermal Power Private Limited)			16		16
Reliance NU Wind One Private Limited (Formerly known as Urthing Sobla Hydro Power Private Limited)			@		-
Total			148		148
Total investment			2,104		2,098

Notes:

(1) Shares Pledged to IDBI Trusteeship Services Limited for financial assistance in the form of rupee loans and US dollar loans from Export -Import Bank of United States availed by Samalkot Power Limited. The Company has pledged 19,609,394 equity shares and 15,009,400 preference shares.

(2) The above subsidiary companies are wholly owned by the Company except Samalkot Power Limited.

(3) 7.5 % Compulsorily Convertible Redeemable Non-Cumulative Preference Shares (CCRPS).

The issuer companies shall have a call option on the CCRPS which can be exercised by them 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, the CCRPS shall be redeemed at an issue price (i.e. face value and premium). The Company, however, shall have an option to convert the CCRPS into equity shares at any time during the tenure of such CCRPS. At the end of tenure and to the extent the issuer Companies or the CCRPS holders thereof have not exercised their options, the CCRPS shall be compulsorily converted into equity shares. On conversion, in either case, each CCRPS shall be converted into equity shares of corresponding value (including the premium applicable thereon). In case the Issuer companies declare dividend on their equity shares, the CCRPS holders will also be entitled to the equity dividend in addition to the coupon rate of dividend.

(4) The Company has given inter-company loan of Rs 148 lakhs in form of Unsecured Perpetual Inter Corporate Deposits to group companies. This facility is considered to be in nature of equity and is not classified as "Debt".

@ Amount is below the rounding off norm adopted by the Company



Reliance CleanGen Limited
Notes to the financial statements for the year ended March 31, 2025

Particulars	Rupees in lakhs	
	As at March 31, 2025	As at March 31, 2024
3.3 Other non-current financial assets (Unsecured and considered good)		
Balance with government authorities	1,250	-
	<u>1,250</u>	<u>-</u>
3.4 Non Current tax assets (net of provision)		
Advance income tax (net of provision)	-	7
	<u>-</u>	<u>7</u>
3.5 Cash and cash equivalents		
Balance with banks:		
in current account	1	@
in deposit account with original maturity of less than three months	22	22
	<u>23</u>	<u>22</u>
* Amount is below the rounding off norm adopted by the Company		
3.6(a) Current Loans (Unsecured and considered good unless otherwise stated)		
Inter corporate deposits to holding company (Refer note 6)	11,728	14,617
Inter corporate deposits to Fellow subsidiaries (Refer Note 6)	1,375	1,344
Advance to Fellow Subsidiaries (Refer Note 6)	10	476
Inter corporate deposits to Others	-	26
	<u>13,113</u>	<u>16,463</u>
(credit impaired)		
Advance to Fellow Subsidiaries (Refer Note 6)	942	-
Inter corporate deposits to subsidiaries (Refer Note 6)	83,477	83,477
Less: impairment allowance	(84,419)	(83,477)
	<u>-</u>	<u>-</u>
	<u>13,113</u>	<u>16,463</u>
3.6(b) Other current financial assets (Unsecured and considered good)		
Advance recoverable in cash or in kind	13	13
	<u>13</u>	<u>13</u>



Particulars	Rupees in lakhs	
	As at March 31, 2025	As at March 31, 2024
3.7(a) Equity share capital		
Authorised		
3,00,00,000 (March 31, 2024 : 3,00,00,000) equity shares of Rs. 10 each	3,000	3,000
	<u>3,000</u>	<u>3,000</u>
Issued, subscribed and paid up		
2,25,50,000 (March 31, 2024 : 2,25,50,000) equity shares of Rs. 10 each fully paid-up	2,255	2,255
	<u>2,255</u>	<u>2,255</u>

3.7(a)(i) Reconciliation of number of equity shares

Equity shares		
Balance at the beginning of the year - shares of Rs. 10 each	2,25,50,000	2,25,50,000
Changes during the year	-	-
Balance at the end of the year - shares of Rs. 10 each	<u>2,25,50,000</u>	<u>2,25,50,000</u>

3.7(a)(ii) Terms/ rights attached to equity shares

Equity shares

The Company has only one class of equity shares having face 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.

3.7(a)(iii) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company / Holding Company

Particulars	As at March 31, 2025		As at March 31, 2024	
	No. of Shares	Percentage of share holding	No. of Shares	Percentage of share holding
Equity shares				
Reliance Power Limited	2,25,50,000	100%	2,25,50,000	100%
	<u>2,25,50,000</u>	<u>100%</u>	<u>2,25,50,000</u>	<u>100%</u>

(Of the above, 2,25,49,994 (March 31, 2024: 2,25,49,994) equity shares are being held by Reliance Power Limited, the Holding Company and 6 shares are jointly held by Reliance Power Limited and its nominees)

3.7(a)(iv) Details of shares held by Promoters of the Company

Particulars	As at March 31, 2025		As at March 31, 2024		Percentage change during the year
	No. of Shares	Percentage of share holding	No. of Shares	Percentage of share holding	
Equity Shares					
Reliance Power Limited	2,25,50,000	100%	2,25,50,000	100%	-
	<u>2,25,50,000</u>	<u>100%</u>	<u>2,25,50,000</u>	<u>100%</u>	-



Particulars	Rupees in lakhs	
	As at March 31, 2025	As at March 31, 2024
3.7(b) Preference share capital		
Authorised		
1,50,00,000 (March 31, 2024 : 1,50,00,000) preference shares of Rs. 10 each	1,500	1,500
	<u>1,500</u>	<u>1,500</u>
Issued, subscribed and paid up		
1,500,601 (March 31, 2024: 1,500,601) 6% Compulsorily Convertible Redeemable Non-Cumulative Preference Shares of Rs.10 each fully paid up	150	150
1,29,00,000 (March 31, 2024: 1,29,00,000) 7.5% Compulsorily Convertible Redeemable Non-Cumulative Preference Shares of Rs.10 each fully paid up	1,290	1,290
Perpetual Inter Corporate Deposits (Refer note below)	16,590	16,590
	<u>18,030</u>	<u>18,030</u>

The Company has availed inter-company loan of Rs 16,590 lakhs in form of Unsecured Perpetual Inter Corporate Deposits from group companies. This facility if considered to be in nature of equity and is not classified as "Debt".

3.7(b)(i) Reconciliation of number of preference shares

Preference shares (Refer note 3.7(b)(ii))

6% Preference Shares

Balance at the beginning of the year	15,00,601	15,00,601
Add: shares issued during the year / bought back	-	-
Balance at the end of the year	<u>15,00,601</u>	<u>15,00,601</u>

7.5% Preference Shares

Balance at the beginning of the year	1,29,00,000	1,29,00,000
Add: shares issued during the year/ bought back	-	-
Balance at the end of the year	<u>1,29,00,000</u>	<u>1,29,00,000</u>

3.7(b)(ii) Terms/ rights attached to preference shares

6% Compulsorily Convertible Redeemable Non-Cumulative Preference Shares

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). 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. 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 6%. These preference shares shall continue to be non cumulative. These shares are issued pursuant to the scheme of amalgamation for consideration other than cash on June 27, 2011.

7.5% Compulsorily Convertible Redeemable Non-Cumulative Preference Shares

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) from 02.12.2011 & 06.04.2011 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.

3.7(b)(iii) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company / Holding Company

Particulars	As at March 31, 2025		As at March 31, 2024	
	No. of Shares	Percentage of share holding	No. of Shares	Percentage of share holding
Preference shares				
Reliance Power Limited	15,00,601	100%	15,00,601	100%
Reliance Power Limited	1,29,00,000	100%	1,29,00,000	100%

3.7(b)(iv) Details of shares held by Promoters of the Company

Particulars	As at March 31, 2025		As at March 31, 2024		Percentage change during the year
	No. of Shares	Percentage of share holding	No. of Shares	Percentage of share holding	
Preference shares					
Reliance Power Limited	15,00,601	100%	15,00,601	100%	-
Reliance Power Limited	1,29,00,000	100%	1,29,00,000	100%	-



Reliance CleanGen Limited
Notes to the financial statements for the year ended March 31, 2025

Particulars	Rupees in lakhs	
	As at March 31, 2025	As at March 31, 2024
3.8 Other equity		
3.8.1 Securities premium account	350,460	350,460
3.8.2 General reserve (arisen pursuant to various schemes)	1,936	1,936
3.8.3 Other Comprehensive income (OCI)	(345,769)	(345,769)
3.8.4 Surplus/ (deficit) in the Statement of Profit and Loss	(23,607)	(22,363)
3.8.5 Capital reserve (arisen pursuant to scheme of amalgamation)	10,286	10,286
Total	(6,694)	(5,450)
3.8.1 Securities premium account		
Balance at the beginning of the year	350,460	350,460
Add / (less) : changes during the year	-	-
Balance at the end of the year	350,460	350,460
3.8.2 General reserve (arisen pursuant to scheme of amalgamation)		
Balance at the beginning of the year	1,936	1,936
Add / (less) : changes during the year	-	-
Balance at the end of the year	1,936	1,936
3.8.3 Equity instruments through Other Comprehensive Income		
Balance at the beginning of the year	(345,769)	(345,769)
Add / (less) : changes during the year	-	-
Balance at the end of the year	(345,769)	(345,769)
3.8.4 Surplus in the Statement of Profit and Loss		
Balance at the beginning of the year	(22,363)	(37,531)
Profit/(loss) for the year	(1,244)	15,168
Balance at the end of the year	(23,607)	(22,363)
3.8.5 Capital reserve (arisen pursuant to scheme of amalgamation)		
Balance at the beginning of the year	10,286	10,286
Add / (less) : changes during the year	-	-
Balance at the end of the year	10,286	10,286

Nature and purpose of other reserves:

(a) Securities premium account

Securities premium is created to record premium received on issue of shares. The reserve is utilized in accordance with the provisions of the Companies Act, 2013.

(b) General Reserves (arisen pursuant to scheme of amalgamation):

The General Reserve had arisen pursuant to the scheme of amalgamation between the Company and Western Alliance Power Limited (WAPL). The said scheme has been sanctioned by Hon'ble High Court of Judicature at Bombay vide Order dated January 01, 2010.

(c) Equity instruments through Other Comprehensive Income:

The fair value changes of the equity instruments measured at fair value through other comprehensive income are recognised in Equity instruments through Other Comprehensive Income. Upon derecognition, the cumulative fair value changes on the said instruments are transferred to Retained earnings.

(d) Capital Reserve (arisen pursuant to scheme of amalgamation)

The Capital Reserve had arisen pursuant to the composite scheme of arrangement with the hydro companies. The said scheme was sanctioned by the National Company Law Tribunal, Mumbai vide its Order dated August 30, 2019 and by the National Company Law Tribunal, Chandigarh vide its Order dated March 04, 2020. The Capital Reserve shall be a reserve which arose pursuant to the above scheme and shall not be and shall not for any other purpose be considered to be a Reserve created by the Company.

3.9 Current borrowings

Unsecured - at amortised cost

Inter corporate deposit from fellow subsidiaries (Refer note 6)
Inter corporate deposit from Others

	621	651
	1,545	2,639
	2,166	3,290

(i) The above unsecured loans carry interest rate of 12.5% & 10.5%. The outstanding loan and interest accrued are repayable on demand.

3.10 Other financial liabilities

Interest accrued and due on borrowings
Payable to holding company (Refer Note 6)
Other payables
Statutory dues payable

	703	471
	37	-
	2	10
	7	-
	749	481



Particulars	Rupees in lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
3.11 Other income		
Interest Income on:		
Bank deposits	-	1
Gain on settlement	50	-
Liability Written Back	5	740
	55	741
3.12 Finance costs		
Interest on:		
Inter corporate deposits	-	389
Interest on borrowings from others	306	-
Interest on statutory dues	@	-
Other finance charges	-	6,220
	306	6,609
3.13 Other expenses		
Legal and professional charges	29	8
Rates and taxes	15	-
Sundry balances written off	@	7
Miscellaneous expenses	-	1
Statutory audit fees	@	@
	44	16

@ Amount is below the rounding off norm adopted by the Company



Reliance CleanGen Limited
Notes to the financial statements for the year ended March 31, 2025

4 Contingent liabilities

The Company has, jointly and severally with its holding company, given ongoing commitments to lenders to extend support and provide equity in respect of various projects undertaken by the respective subsidiaries, wherein the amounts of investment would vary considering the project cost and debt equity ratio agreed with the respective lenders.

The Company received a notice from the Securities and Exchange Board of India (SEBI) dated August 27, 2024, imposing a penalty of ₹25 crores. The Company has contested the demand and filed an appeal before the Securities Appellate Tribunal (SAT). Pursuant to the appeal, the Company has deposited ₹12.50 crores, which has been disclosed as "Balance with Government Authorities". The SAT has granted a stay on the demand, and the matter is currently sub judice. As the outcome of the appeal remains uncertain as at the reporting date, no provision has been recognized in these financial statements. The next hearing is scheduled for September 15, 2025.

5 Details of remuneration to auditors:

Particulars	Year ended March 31, 2025	Rupees in lakhs Year ended March 31, 2024
As auditors		
For statutory audit*	@	@
* Statutory Audit Fee is exclusive of GST	@	@

@ Amount is below the rounding off norms adapted by the Company

6 Related party transactions:

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

A. Parties where control exists:

i. Holding Company

Reliance Power Limited (R Power)

ii. Subsidiaries

Reliance GAH2 Limited (formerly known as Moher Power Limited) (RGAH2L)
Samalkot Power Limited (SMPL)
Reliance GH2 Private Limited (formerly known as Reliance Solar Resources Private Limited) (RGH2PL)
Reliance NU Wind Private Limited (formerly known as Reliance Wind Power Private Limited) (Rel NU Wind)
Reliance NU Suntech Private Limited (Formerly known as Siyom Hydro Power Private Limited) (SHPPL)
Reliance NU Wind One Private Limited (Formerly known as Urthing Sobla Hydro Power Private Limited) (USHPPL)

iii. Fellow subsidiaries

Reliance Power Holding (FZC) (RFZC)
Reliance Chittagong Power Limited (RCHPL)
Reliance NU Suntech One Private Limited (formerly known as Tato Hydro Power Private Limited) (Rel NU Suntech One)
Reliance NU FDRE One Private Limited (formerly known as Teling Hydro Power Private Limited) (Rel NU FDRE One)
Reliance Green Energies Private Limited (formerly known as Reliance Green Power Private Limited) (RGEPL)
Reliance Coal Resources Private Limited (RCRL)
Dhirubhai Ambani Green Tech Park Limited (formerly known as Coastal Andhra Power Limited) (DAGTPL)
Reliance Natural Resources Limited (RNRL)
Reliance GH2 Private Limited (Formerly known as Reliance Solar Resources Private Limited) (RGH2L)
Reliance Neo Energies Private Limited (formerly known as Reliance Geothermal Private Limited) (RNEPL)
Reliance NU BESS One Private Limited (formerly known as Kalai Power Private Limited) (Rel NU BESS One)
Dhursar Solar Power Private Limited (DSPL)
Reliance NU FDRE Private Limited (formerly known as Shangling Hydro Power Private Limited) (Rel NU FDRE)
Vidarbha Industries Power Limited (VIPL) (up to September 17, 2024)

iv. Fellow associates (Striked off)

RPL Photon Private Limited (RPHOTONPL)
RPL Sun Technique Private Limited (RSUNTPL)
RPL Sun Power Private Limited (RSUNPPL)

B. Parties having significant influence on the Company directly or indirectly:

Reliance Infrastructure Limited (R Infra)

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

i. Transaction during the year :

Particulars	Year ended March 31, 2025	Rupees in lakhs Year ended March 31, 2024
Impairment allowance on ICD given		
SMPL	-	83,477
VIPL	942	-
Inter Corporate Deposit Given		
R Power	-	14,617
Inter Corporate Deposit taken		
Rel NU Suntech One	-	651



Reliance CleanGen Limited
Notes to the financial statements for the year ended March 31, 2025

Refund of ICD taken repaid		
Rel NU Suntech One	30	-
Purchase of equity share		
DSPL	@	-
ICD given		
RCRL	31	-
Refund of ICD given		
R Power	2,889	34,864
RSUNPPL	-	1
RSUNTPL	-	3
RPHOTONPL	-	1
Inter Corporate Deposit classified as equity instruments		
RGH2L	-	61
RNRL	-	67
RGH2L	-	3
Rel NU Wind	-	1
RNEPL	-	16
USHPPL	@	-

ii. Closing balance at the end of the year:

Particulars	Rupees in lakhs	
	As at March 31, 2025	As at March 31, 2024
Equity share capital (excluding premium)	2,255	2,255
7.5% Compulsorily Convertible Redeemable Non-Cumulative Preference share capital (excluding premium)	1,290	1,290
6.0 % Compulsorily Convertible Redeemable Non-Cumulative Preference share capital (excluding premium)	150	150
Investment in Equity shares of subsidiaries / fellow subsidiaries		
RGH2PL	1	1
RFZC	1,949	1,949
RCHPL	@	@
SHPL	6	-
Inter Corporate Deposit classified as equity instruments		
RGH2L	61	61
RNRL	67	67
RGH2L	3	3
Rel NU Wind	1	1
RNEPL	16	16
USHPPL	@	-
Inter corporate deposits given including interest receivables		
USHPPL	@	@
SHPL	@	@
Rel NU Suntech One	@	@
Rel NU FDRE One	@	@
RGEPL	370	370
RCRL	1,003	972
R Power	11,728	14,617
Advance given to fellow subsidiaries		
DAGTPL	9	9
RGH2L	@	@
Rel NU Wind	@	@
Perpetual ICD received		
Rel NU BESS One	16,590	16,590
Inter corporate deposits received		
Rel NU Suntech One	621	651
Due to holding company		
R Power	37	-

Other transactions

As per the terms of the sponsor support agreement dated December 23, 2011, the Company has agreed to pledge 100% of its holding in equity and preference shares of Samalkot Power Limited as a security towards term loan availed by Samalkot Power Limited. Accordingly, the Company has pledged 196,09,394 Equity shares and 1,50,09,400 preference shares.



7 Disclosure of loans and advances to subsidiaries:

Particulars	Amount outstanding as at		Maximum amount outstanding during the year	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Samalkot Power Limited	-	-	-	83,477
Reliance GAH2 Limited (Formerly Known as Moher Power Limited)	-	-	-	61
Reliance Power Limited	11,728	14,617	14,617	14,617
Reliance GH2 Private Limited (Formerly known Reliance Solar Resources Private Limited)	-	-	-	3
Reliance NU Wind Private Limited (Formerly known as Reliance Wind Power Private Limited)	-	-	-	1
Reliance Coal Resources Private Limited	1,003	972	1,003	972
Reliance Green Energies Private Limited (Formerly known as Reliance Green Power Private Limited)	370	370	370	370
Reliance Neo Energies Private Limited (Formerly known as Reliance Geothermal Power Private Limited)	-	16	16	16
Dhirubhai Ambani Green Tech Limited (Formerly known as Coastal Andhra Power Limited)	-	10	10	10
Vidarbha Industries Power Limited	-	-	-	-

*Includes Inter corporate deposits and other receivables.

As at the year end, the Company has no loans and advances in the nature of loans to firms/companies in which directors are interested.

8 Earnings per share:

Particulars	Rupees in lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Profit / (loss) available to equity shareholders		
Profit / (loss) after tax (A)	(1,243)	15,168
Number of equity shares		
Weighted average number of equity shares outstanding (Basic) (B)	2,25,50,000	2,25,50,000
Basic and diluted earnings per share (A / B) (Rs.)	-5.51	67.26
Nominal value of an equity share (Rs.)	10	10

Compulsorily 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.

9 Income taxes:

a Amount recognised in profit and loss

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Income tax expense		
Current year tax	-	-
Income tax of earlier years	7	-

b Amount recognised in other comprehensive income - Nil (previous year : Nil)

c The reconciliation of tax expense and the accounting profit multiplied by tax rate :

Particulars	Rupees in lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Profit / (Loss) before tax	(1,236)	15,168
Tax at the Corporate Indian tax rate of 26%	(321)	3,944
Tax effect of amounts which are not deductible (taxable) in calculating taxable income	-	-
Tax losses for which no deferred income tax was recognised	321	(3,944)
Income tax expense	-	-

Note: The Company has not recognised deferred tax asset on the unabsorbed losses as it does not claim the unabsorbed losses in the income tax returns filed by the Company.

d Tax losses and Tax credits

Particulars	Rupees in lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Unused losses for which no deferred tax asset has been recognised	29	29
Total	29	29

There is no timing difference other than the unused losses as stated above, between taxable income and accounting income.



10 Fair value measurements
a Financial instruments by category

Particulars	As at March 31, 2025		As at March 31, 2024	
	Rupees in lakhs			
	FVOCI	Amortised cost	FVOCI	Amortised cost
Financial assets				
Investments				
- Equity instruments	1,956	-	1,950	-
Cash and cash equivalents	-	23	-	22
Loan	-	13,113	-	16,463
Other financial assets	-	1,263	-	13
Total financial assets	1,956	14,399	1,950	16,498
Financial liability				
Borrowings	-	2,166	-	3,290
Other financial liability	-	749	-	481
Total financial liability	-	2,915	-	3,771

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

b Fair value hierarchy

This section explains the judgments and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

Financial Assets and liabilities which are measured at FVTOCI for which fair values are disclosed:

Financial assets and liabilities measured at fair value - recurring fair value measurements as at March 31, 2025	level 1	level 2	level 3	Total
Financial assets				
Unquoted instruments - investments in subsidiaries	-	-	1,956	1,956
Total financial assets	-	-	1,956	1,956

Assets and liabilities which are measured at amortised cost for which fair values are disclosed as at March 31, 2025	level 1	level 2	level 3	Total
Financial liabilities				
Borrowings	-	-	2,166	2,166
Total financial assets	-	-	2,166	2,166

Financial assets and liabilities measured at fair value - recurring fair value measurements as at March 31, 2024	level 1	level 2	level 3	Total
Financial assets				
Unquoted instruments - investments in subsidiaries	-	-	1,950	1,950
Total financial assets	-	-	1,950	1,950

Assets and liabilities which are measured at amortised cost for which fair values are disclosed as at March 31, 2024	level 1	level 2	level 3	Total
Financial liabilities				
Borrowings	-	-	3,290	3,290
Total financial assets	-	-	3,290	3,290

c Fair value of financial assets and liabilities measured at amortised cost

Particulars	As at March 31, 2025		As at March 31, 2024	
	Rupees in lakhs			
	Carrying amount	Fair value	Carrying amount	Fair value
Financial assets	-	-	-	-
Financial Liabilities				
Borrowings	2,166	2,166	3,290	3,290
Total financial liabilities	2,166	2,166	3,290	3,290

d Valuation technique used to determine fair values

The carrying amount of current financial assets and liabilities are considered to be the same as their fair values, due to their short term nature.



The fair value of security deposits and borrowings has been considered same as carrying value since there have not been any material changes in the prevailing interest rates. Impact on account of changes in interest rates, if any has been considered immaterial.

Note

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices.

Level 2: The fair value of financial instruments that are not traded in an active market (for example over-the-counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities which are included in level 3.

There were no transfers between any levels during the year.

11 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, letters of credit
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 lakhs				
As at March 31, 2025	Less than 1 year	Between 1 year and 5 years	More than 5 years	Total
Financial liabilities				
Borrowings	2,166	-	-	2,166
Dues to Holding Company (Refer Note 6)	37	-	-	37
Interest accrued and due	703	-	-	703
Others	9	-	-	9
Total financial liabilities	2,915	-	-	2,915
As at March 31, 2024	Less than 1 year	Between 1 year and 5 years	More than 5 years	Total
Financial liabilities				
Borrowings	1,745	1,545	-	3,290
Dues to Holding Company (Refer Note 6)	-	-	-	-
Interest accrued and due	471	-	-	471
Others	10	-	-	10
Total financial liabilities	2,226	1,545	-	3,771



12 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 on a periodic basis. Equity comprises all components of equity includes the fair value impact. The following table summarizes the capital of the Group:

Particulars	Rupees in lakhs	
	As at March 31, 2025	As at March 31, 2024
Equity (excluding other reserves)	3,30,549	3,31,792
Debt	2,166	3,290
Total	3,32,715	3,35,082

13 Segment reporting

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.

14 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.

15 Corporate social responsibility (CSR)

As per section 135 of the Act, the Company is required to spend Rs. Nil towards CSR based on profitability of the Company, against the same Rs. Nil has been spent by the Company.

16 The Company, based on the objects given in the Memorandum of Association, its operation through subsidiaries and other considerations, has been legally advised that the Company is not covered under the provisions of Non-Banking Financial Company as defined in Reserve Bank of India Act, 1934 and accordingly is not required to be registered under section 45 IA of the said Act. Further, The Management has been legally advised that the Company would qualify as an Infrastructure Company within the meaning of clause (a) of sub-section 11 of section 186 of the Companies Act, 2013.

17 Changes in Liabilities arising from Financing activities:

Disclosure pursuant to para 44 A to 44 E of Ind AS 7 - Statement of cash flows

Particulars	Rupees in lakhs	
	As at March 31, 2025	As at March 31, 2024
Long term Borrowings		
Opening Balance	1,545	36,409
Availed during the year	-	-
Repaid During the year	-	(34,864)
Closing Balance	1,545	1,545
Short term Borrowings		
Opening Balance	1,745	47,692
Availed during the year	-	-
Repaid During the year	(2,669)	(45,947)
Closing Balance	(924)	1,745
Interest Expenses		
Opening Balance	481	20,230
Interest Charge as per Statement Profit & Loss /		
Intangible assets under development	307	6,610
Interest paid	(84)	(26,359)
Closing Balance	704	481

18 There are no guarantees given by the Company covered U/s 186(4) of the Companies Act, 2013. The details of loans and investments are given below :-

Particulars	Rupees in lakhs	
	As at March 31, 2025	As at March 31, 2024
Investments in equity share of subsidiaries	Refer note 3.2	Refer note 3.2
Investments in perpetual ICD of subsidiaries	Refer note 3.2	Refer note 3.2
Investments in preference share of subsidiaries & fellow subsidiaries	Refer note 3.2	Refer note 3.2
Loans given		
Reliance Power Limited	11,728	14,617
Reliance Coal Resource Private Limited	1,003	972
Reliance Green Energies Private Limited	370	372
Reliance NU Suntech Private Limited	@	-
Reliance NU Suntech One Private Limited	@	-
Reliance NU FDRE Private Limited	@	-
Reliance Natural Resource Limited	-	-
Reliance Neo Energies Private Limited	-	-
Samalkot Power Limited	83,477	83,477
Vidarbha Industries Power Limited	942	-

The above loans are given for general business purpose



- 19 (a) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner 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.
- (b) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company 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 any guarantee, security or the like to or on behalf of the ultimate beneficiaries.
- 20 The Company has neither traded nor invested in Crypto Currency or any Virtual Currency during the year.
- 21 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.
- 22 As per Section 248 of the Companies Act, 2013, there are no balances outstanding with struck off companies.
- 23 (a) The Company does not have any borrowings from any bank or financial institution.
(b) The Company has not been declared willful defaulter by any bans of financial institution or other lender.
(c) The Company has no taken any secured loan and hence no charge have been registered with the Registrar of companies.
- 24 The Company has not entered into any scheme of arrangement in terms of section 230 to section 237 of the Companies Act, which has an accounting impact during the year ended March 31, 2025 and previous year ended March 31, 2024.
- 25 The Company has not revalued its property, plant and equipment or intangible assets or both during the year ended March 31, 2025 and March 31, 2024.
- 26 During the year the Company has not:
(a) Imported any raw material, spare parts, and consumable or capital goods.
(b) Incurred expenditure in foreign currency.
(c) Exported any goods, or services.
(d) Declared any dividend to any non-resident shareholders.
- 27 The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Companies Act, 2013 read with Companies (Restriction on number of Layers) Rules, 2017.
- 28 No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

29 Financial Performance Ratios:

Particulars	As at	As at	Variance %
	March 31, 2025	March 31, 2024	
Current ratio (in times)	4.51	7.41	-39%
Debt Equity ratio (in times)	0.16	0.22	-28%
Debt Service Coverage ratio (in %)	-0.96	0.02	-100%
Return on Equity ratio (in %)	-0.09	1.02	-109%
Inventory turnover ratio (in times)	NA	NA	NA
Trade Receivables turnover ratio (in times)	NA	NA	NA
Trade Payables turnover ratio (in times)	NA	NA	NA
Net Capital turnover ratio (in times)	NA	NA	NA
Net Profit ratio (in %)	NA	NA	NA
Return on capital employed (in %)	-0.08	0.84	-109%
Return on Investment (in %)	-0.09	1.02	-109%

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 after tax / Equity

Reasons for variance more than 25%

Due to impairment of investment in subsidiary in current year.



Reliance CleanGen Limited
Notes to the financial statements for the year ended March 31, 2025

30 Previous year's figures are regrouped / reclassified, wherever necessary.

As per our Report of even date

For Bakiwal & Co.
Chartered Accountants
Firm Registration No: 130381W


Ankur Jain
Partner
Membership No. 197643

Place : Mumbai
Date : April 28, 2025

For and on behalf of the Board



Sameer Kumar Gupta
Director
DIN 03486281

Place : Mumbai
Date : April 28, 2025



Umesh Kumar Agarwal
Director
DIN 02908684

