

M.S. Sethi & Associates
Chartered Accountants

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Manoj Sethi
B.Com., F.C.A.

FIT FOR CONSOLIDATION

We have audited the accompanying financial statements of **Reliance Power Netherlands BV** (the "Company") which comprise the Balance Sheet as at March 31, 2017 and the Statement of Profit and Loss for the year ended on that date and a summary of significant accounting policies and other explanatory information.

The financial statements have been prepared by the management of the Company in accordance with the accounting standards issued by the Institute of Chartered Accountants of India and accounting policies generally accepted in India only to enable their incorporation in the consolidation financial statements of Reliance Power Limited and not to report on the Company as a separate entity. We have conducted our audit in accordance with the auditing standards generally accepted in India.

The financial statements are the responsibility of the management of the Company. This responsibility includes the design, implementation and maintenance of internal control relevant to preparation of special purpose financial statements that are free from material misstatement, whether due to fraud or error.

Management of the Company is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements to give a true and fair view of the financial position and financial performance of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets 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 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.

Our responsibility is to express an opinion on these special purpose financial statements prepared for the purpose outlined above.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards and pronouncements require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

On this basis of information and explanations given to us and in our opinion, the accompanying financial statements of the Company, together with the notes thereon and attached thereto, fairly present, in all material respects, in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at March 31, 2017 and its Loss for the year ended on that date.

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 and the Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act.

This report is intended solely for information and use of the Company, Reliance Power Limited, for the express purpose of completion of consolidated accounts of Reliance Power Limited for the year ended March 31, 2017 and not to be used for any other purpose.

For **M.S. Sethi & Associates**
Chartered Accountants
Regn.No.109407W

Manoj Sethi
Proprietor
Membership No.39784

Place: Mumbai
Date : April 12, 2017

Roliance Power Netherlands BV
Balance Sheet as at March 31, 2017

Particulars	Note No.	As at March 31, 2017 Rupees in '000	As at March 31, 2016 Rupees in '000	As at April 01, 2015 Rupees in '000
ASSETS				
Non-current assets				
Financial assets:				
Investments	3.1	846,833	846,833	846,833
Loans	3.2	4,153,035	4,213,263	3,965,063
Current assets				
Financial assets:				
Cash and cash equivalents	3.3	17,254	194,273	1,164,906
Loans	3.4	1,297	2,021	1,252
Other current assets	3.5	24,396	16,120	17,170
Total Assets		5,042,815	5,272,510	5,985,224
EQUITY AND LIABILITIES				
Equity				
Equity share capital	3.6	1,684,296	1,684,296	1,517,261
Other equity	3.7	(30,591)	154,710	117,230
Share Application money pending allotment		-	-	167,035
Liabilities				
Non-current liabilities				
Financial liabilities				
Loans	3.8	3,056,362	3,240,362	4,109,086
Current liabilities				
Other current liabilities	3.9	332,748	193,142	70,487
Current tax liabilities (net)	3.10	-	-	4,125
Total Equity and Liabilities		5,042,815	5,272,510	5,985,224

Significant Accounting Policies 2

The notes are an integral part of these financial statements

As per our Report of even date

For M.S.Sethi & Associates
Chartered Accountants
Regn. No:109407W

Roliance Power Netherlands BV

Manoj Sethi
Proprietor
Membership No.39784

Suresh Nagarajan
Authorised Signatory

Place: Mumbai
Date : April 12, 2017

Place: Mumbai
Date : April 12, 2017

Reliance Power Netherlands BV
Statement of Profit and Loss for the year ended March 31, 2017

Particulars	Note No.	Year Ended March 31, 2017 Rupees in '000	Year Ended March 31, 2016 Rupees in '000
Revenue:			
Other Income	3.11	192,527	210,961
Total Income		192,527	210,961
Expenses:			
Finance cost	3.12	160,732	154,506
Other expenses	3.13	217,096	18,975
Total expenses		377,828	173,481
Profit/(Loss) before tax		(185,301)	37,480
Tax expense:			
Current tax		-	-
Profit/(Loss) for the Year		(185,301)	37,480

Significant Accounting Policies 2

The notes are an integral part of these financial statements

As per our Report of even date

For M.S.Sethi & Associates
Chartered Accountants
Regn. No:109407W

Reliance Power Netherlands BV

Manoj Sethi
Proprietor
Membership No.39784

Suresh Nagarajan
Authorised Signatory

Place: Mumbai
Date : April 12, 2017

Place: Mumbai
Date : April 12, 2017

Reliance Power Netherlands BV

Notes to the financial statements as of and for the year ended March 31, 2017

	As at March 31, 2017 Rupees in '000	As at March 31, 2016 Rupees in '000	As at April 01, 2015 Rupees in '000
3.1 Investments			
Equity Instruments (unquoted, fully paid-up, at cost) In Subsidiaries			
PT Avneesh Coal Resources			
52,56,673 (March 31, 2016 ; April 01, 2015 :52,56,673) Shares of USD 1 each	259,219	259,219	259,219
PT Heramba Coal Resources			
11,656,446 (March 31, 2016 ; April 01, 2015 :11,656,446) Shares of USD 1 each	587,614	587,614	587,614
	846,833	846,833	846,833
3.2 Loans (Unsecured and considered good)			
Loans and advances to related parties	725,759	653,687	595,520
Loans / advances to others	3,427,276	3,526,386	3,350,696
Foreign currency monetary reserve	-	33,189	18,847
	4,153,035	4,213,263	3,965,063
3.3 Cash and cash equivalents			
Bank balance in current account	17,254	194,273	1,154,906
	17,254	194,273	1,154,906
3.4 Loans (Unsecured and considered good)			
Loans and advances to related parties	1,297	1,327	1,252
Loans / advances to others	-	694	-
	1,297	2,021	1,252
3.5 Other current assets			
Prepaid expenses	243	-	313
Accrued Interest on loans	24,153	16,120	16,857
	24,396	16,120	17,170

Reliance Power Netherlands BV**Notes to the financial statements as of and for the year ended March 31, 2017**

	As at March 31, 2017 Rupees in '000	As at March 31, 2016 Rupees in '000	As at April 01, 2015 Rupees in '000
3.6 Equity Share Capital			
Authorised			
Issued			
225,800 (March 31,2016 ; April 01,2015: 225,800) ordinary shares of Euro 100 each	1,684,296	1,684,296	1,517,261
	<u>1,684,296</u>	<u>1,684,296</u>	<u>1,517,261</u>
Subscribed and paid up			
225,800 (March 31,2016 ; April 01,2015: 225,800) ordinary shares of Euro 100 each fully paid up	1,684,296	1,684,296	1,517,261
	<u>1,684,296</u>	<u>1,684,296</u>	<u>1,517,261</u>

Reliance Power Netherlands BV

Notes to the financial statements as of and for the year ended March 31, 2017

	As at March 31, 2017 Rupees in '000	As at March 31, 2016 Rupees in '000	
3.7 Other equity			
Retained earnings			
Balance at the beginning of the year	154,710	117,230	
Profit for the year	(185,301)	37,480	
Balance at the end of the year	<u>(30,591)</u>	<u>154,710</u>	
	<u>(30,591)</u>	<u>154,710</u>	
	As at March 31, 2017 Rupees in '000	As at March 31, 2016 Rupees in '000	As at April 01, 2015 Rupees in '000
3.8 Loans			
Loan from bank	-	1,117,709	2,106,180
Long term borrowings from related party	3,056,362	2,122,653	2,002,906
	<u>3,056,362</u>	<u>3,240,362</u>	<u>4,109,086</u>
3.9 Other current liabilities			
Interest Accrued but not due on borrowings	328,059	191,527	68,859
Other Liabilities	4,689	1,339	505
Sundry Creditors for Services	-	276	1,123
	<u>332,748</u>	<u>193,142</u>	<u>70,487</u>
3.10 Other tax liabilities			
Provision for tax (Net of advance tax)	-	-	4,125
	<u>-</u>	<u>-</u>	<u>4,125</u>

Reliance Power Netherlands BV**Notes to the financial statements as of and for the year ended March 31, 2017**

	Year Ended March 31, 2017 Rupees in '000	Year Ended March 31, 2016 Rupees in '000
3.11 Other income		
Interest Income - other	192,103	173,877
Gains on foreign exchange fluctuations	-	37,059
Other income	424	25
	192,527	210,961
3.12 Finance cost		
Interest	160,627	154,466
Bank and other finance charges	105	40
	160,732	154,506
3.13 Other expenses		
Legal and professional charges	53,535	18,954
Postage and courier	-	14
Rates & taxes	-	7
Loss on foreign exchange fluctuations	163,561	-
	217,096	18,975

1) General Information:

The Company is a Private Limited Liability Company having its statutory seat in Amsterdam. The Company was incorporated on 9th July 2010. The Company's objectives are to incorporate, to participate, to manage and to supervise enterprises and companies along with acting as a group holding company. The Company is wholly owned by Reliance Coal Resources Private Limited, Mumbai, India.

2) Significant Accounting Policies:

Basis of preparation, measurement and significant accounting policies

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

(a) Basis of preparation

Compliance with Ind AS

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 and relevant provisions of the Companies Act, 2013 ("the Act").

For all periods up to and including the year ended March 31, 2016, the Company prepared its financial statements in accordance with the accounting standards notified under Companies (Accounting Standard) Rules, 2006 (as amended) and other relevant provisions of the Act ("Previous GAAP").

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.

(b) Property, plant and equipment:

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

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

Depreciation method:

Depreciation is provided to the extent of depreciable amount on Straight Line Method (SLM) based on useful life.

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 through profit or loss
- 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.

(c) 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.

(d) Provisions, Contingent Liabilities and Contingent Assets:

Provisions

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

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

Contingent liabilities

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

Contingent Assets:

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

(e) Foreign currency translation:

Transactions and balances

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

(f) Revenue recognition:

Revenue is measured at the fair value of the consideration received or receivable.

(g) Cash and cash equivalents:

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.