

INDEPENDENT AUDITOR'S REPORT

To,
The Members of,
Shangling Hydro Power Private Limited.

Opinion

We have audited the accompanying standalone Ind AS financial statements of **Shangling Hydro Power Private Limited**, which comprise the **Balance Sheet** as at 31st March, 2019, the **Statement of Profit and Loss (including "Other Comprehensive Income")**, the **Statement of cash flows and the Statement of Changes in Equity** for the year then ended, and notes to the financial statement and a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Ind AS, of the state of affairs (financial position) of the company as at 31 March 2019, its profit or loss (financial performance including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Basis for opinion

We conducted our audit in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Companies Act, 2013. 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 together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the 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 standalone Ind AS financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone Ind AS financial statements for the financial year ended March 31, 2019. These matters were addressed in the context of our audit of the standalone Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matter described below to be the key audit matter to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the

audit of the standalone Ind AS financial statements section of our report, including in relation to this matter.

Key Audit Matter

Due to revision in the project levels by the GoHP, the revised Power Potential Study based on new project levels, submitted to GOHP for approval, has been approved for an installed capacity of 28 MW i.e. reduction of about 36% from allotted capacity.
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Management's Responsibility for the Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 with respect to the preparation of these Standalone Ind AS financial statements that give a true and fair view of the state of affairs (Financial position), Profit or Loss (financial performance including other comprehensive income), cash flows and changes in Equity of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with the relevant rules thereunder.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 standalone Ind AS 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.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the audit of Standalone Ind AS 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 Standards on Auditing (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.
- 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 Company's ability 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.

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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the companies (Auditor's Report) Order, 2016("the orders") issued by the Central Government in terms of Section 143(11) of the Act, and on the basis of such books and records of the company as we consider appropriate and according to the information and explanations given to us, we give in "Annexure I" 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 (including other comprehensive income), the Cash Flow Statement and Statement of changes in Equity dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act.
- (e) On the basis of the written representations received from the Directors as on 31st March, 2019 taken on record by the Board of Directors, none of the Directors is disqualified as on 31st March, 2019 from being appointed as a Director in terms of Section 164 (2) of the Act.

For and on behalf of
For SHRIDHAR AND ASSOCIATES
Chartered Accountants
Firm Registration No. 0134427W

Jitendra Sawjani
Partner
Membership number: 050980
Place: Mumbai
Date: May 27, 2019

Annexure to the Auditors' Report

Annexure I

The Annexure referred to in our report to the members **Shangling HYDRO POWER PRIVATE LIMITED** for the year Ended on 31st March, 2019. We report that;

1) **Fixed Assets**

According to the information and explanations given to us, the Company does not have any fixed asset. Accordingly, the provisions of clause (i) of the Order is not applicable to the company.

The company does not hold any immovable property.

2) **Inventory**

The nature of business of the company does not require it to have any inventory. Hence the requirement of clause (ii) of paragraph 3 of the said order is not applicable to the company.

3) **Secured or Unsecured Loans given**

According to the information and explanations given to us and on the basis of our examination of the records of the company, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.

4) **Loan to parties covered under section 185 & 186 of the act**

In our opinion and according to the information and explanations given to us, the company has not granted any loan to any directors nor acquired securities of anybody corporate.

5) **Deposit's From Public**

According to the information and explanations given to us, the Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.

6) **Maintenance of Cost Records**

As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.

7) **Statutory Dues**

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, the Company is generally regular in depositing the undisputed statutory dues, including income tax and is regular in depositing undisputed statutory dues, including profession tax, value added tax, provident fund, employees' state insurance, service tax, duty of customs, sales tax, duty,

of excise, cess and other material statutory dues, as applicable, with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2019 for a period of more than six months from the date on when they become payable.

According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.

8) **Loans From Financial Institutions or Banks**

In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to banks. The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.

9) **Money raised from initial public offer and term loans**

Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.

10) **Fraud Reporting**

Based upon the audit procedures performed and according to the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the course of our audit.

11) **Managerial Remuneration**

Section 197 of the Act is not applicable to a Private Company, and accordingly, reporting under this clause would not be required.

12) **Nidhi Company**

In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Therefore, the provisions of clause 3 (xii) of the Order are not applicable to the Company.

13) **Transactions with related parties**

According to the information and explanations given to us and based on our examination of the records of the company, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013

14) **Preferential allotment or private placement of shares**

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 preferential allotment or private placement of shares during the year and the provisions of section 42 of The Companies Act 2013 have been complied with.

15) **Non cash transactions with directors**

Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.

16) **Registration u/s 45-IA of the RBI Act, 1934**

In our opinion, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

For and on behalf of
For SHRIDHAR AND ASSOCIATES
Chartered Accountants
Firm Registration No. 0134427W

Jitendra Sawjiyani
Partner
Membership number: 050980
Place: Mumbai
Date: May 27, 2019

Shangling Hydro Power Private Limited
Balance Sheet as at March 31, 2019

Particulars	Note	Rupees in thousands	
		As at March 31, 2019	As at March 31, 2018
ASSETS			
Non-current assets			
Capital work-in-progress	3.1	88,000	88,000
Current assets			
Financial assets			
Cash and cash equivalents	3.2	2	28
Total		88,002	88,028
EQUITY AND LIABILITIES			
Equity			
Equity share capital	3.3	588	588
Other equity			
Instrument entirely equity in nature	3.4	46	46
Reserves and surplus	3.5	85,940	85,974
Liabilities			
Current liabilities			
Financial liabilities			
Borrowings	3.6	1,360	1,350
Other financial liabilities	3.7	68	70
Total		88,002	88,028
Significant accounting policies	2		
Notes on financial statements	1 to 14		

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

For Shridhar & Associates
Chartered Accountants
Firm Registration No. 134427W

For and on behalf of the Board of Directors

Jitendra Sawjiyani
Partner
Membership No. 050980

Ajit Verma
Director
DIN : 07422834

Mantu Kumar Ghosh
Director
DIN : 07644889

Place : Mumbai
Date : May 27, 2019

Place : Mumbai
Date : May 27, 2019

Shangling Hydro Power Private Limited
Statement of Profit and Loss for the year ended March 31, 2019

Particulars	Note	Rupees in thousands	
		Year ended March 31, 2019	Year ended March 31, 2018
Other Income		-	-
Total Income		-	-
Expenses			
Administration and other expenses	3.8	34	779
Total expenses		34	779
Loss before exceptional items and tax		(34)	(779)
Exceptional Items			
Loss before tax		(34)	(779)
Income tax expense			
Current tax		-	-
Loss for the year (A)		(34)	(779)
Other Comprehensive Income for the year (B)		-	-
Total Comprehensive Loss for the year (A+B)		(34)	(779)
Earnings per equity share: (Face value of Rs. 10 each)			
Basic and Diluted (Rupees)		(0.58)	(13.26)
Significant accounting policies	2		
Notes on financial statements	1 to 14		

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

For Shridhar & Associates
Chartered Accountants
Firm Registration No. 134427W

For and on behalf of the Board of Directors

Jitendra Sawjiyani
Partner
Membership No. 050980

Ajit Verma
Director
DIN : 07422834

Manu Kumar Ghosh
Director
DIN : 07644889

Place : Mumbai
Date : May 27, 2019

Place : Mumbai
Date : May 27, 2019

Shangling Hydro Power Private Limited
Statement of changes in equity

A. Equity Share Capital		Rupees in thousands	
Particulars	Amount		
Balance as at 1 April 2017	588		
Changes in equity share capital	-		
Balance as at 31 March 2018	588		
Changes in equity share capital	-		
Balance as at 31 March 2019	588		
B. Other Equity		Rupees in thousands	
Particulars	Instruments entirely equity in nature		Reserves and Surplus
	Compulsory Convertible Preference Shares	Total	Securities Premium Account Retained Earnings Total
Balance as at 1 April 2017	46	46	93,866 (7,113) 86,753
Loss for the year	-	-	(779) -
Other Comprehensive Income for the year	-	-	-
Total Comprehensive Income for the year	-	-	(779)
Balance as at 31 March 2018	46	46	93,866 (7,892) 85,974
Loss for the year	-	-	(34) -
Other Comprehensive Income for the year	-	-	-
Total Comprehensive Income for the year	-	-	(34)
Balance as at 31 March 2019	46	46	93,866 (7,926) 85,940
			85,986

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

For Shridhar & Associates
Chartered Accountants
Firm Registration No. 134427W

For and on behalf of the Board of Directors

Jitendra Sawjiyani
Partner
Membership No. 050580

Ajit Verma
Director
DIN : 07422834

Mantu Kumar Ghosh
Director
DIN : 07644889

Place : Mumbai
Date : May 27, 2019

Place : Mumbai
Date : May 27, 2019

Shangling Hydro Power Private Limited
Cash Flow Statement for the year ended March 31, 2019

	Year ended March 31, 2019	Rupees in thousands Year ended March 31, 2018
(A) Cash flow from/ (used in) Operating activities		
Net Profit/ (Loss) before tax	(34)	(779)
Adjustments for:		
Increase/ (Decrease) in Other Current Liabilities	8	(15)
Net cash generated from Operating activities	(26)	(794)
(B) Cash flow from/ (used in) Investing activities	-	-
(C) Cash flow from/ (used in) Financing activities		
Inter corporate deposit	-	750
Net cash generated/ (used in) Financing activities	-	750
Net increase/ (decrease) in cash and cash equivalents (A+B+C)	(26)	(44)
Cash and cash equivalents at the beginning of the year:		
Bank balance - current account	28	72
Cash and cash equivalents at the end of the year:		
Bank balance - current account	2	28

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

Notes:

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

For Shridhar & Associates
Chartered Accountants
Firm Registration No. 134427W

For and on behalf of the Board of Directors

Jitendra Sawjiyani
Partner
Membership No. 050980

Ajit Verma
Director
DIN : 07422834

Mantu Kumar Ghosh
Director
DIN : 07644889

Place : Mumbai
Date : May 27, 2019

Place : Mumbai
Date : May 27, 2019

1) General information

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

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

2) Significant accounting policies, critical accounting estimate and judgments:

2.1 Basis of preparation, measurement and significant accounting policies

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

(a) Basis of preparation

Compliance with Ind AS

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 and relevant provisions of the Companies Act, 2013 ("the Act"). These are the Company's first Ind AS financial statements and Ind AS 101, 'First-time Adoption of Indian Accounting Standards' has been applied. The policies set out below have been consistently applied during the years presented.

Historical cost convention

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

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

Fair value measurement

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

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

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

Current vis-à-vis non-current classification

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

(b) Property, plant and equipment

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

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

Transition to Ind AS:

On transition to Ind AS, the company has elected to avail fair value of all of its property, plant and equipment including Capital Work-in-Progress recognised as at April 1, 2015 as deemed cost.

Depreciation methods, estimated useful lives and residual value:

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

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

(c) Impairment of non-financial assets

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

(d) Financial instruments:

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

i. Classification

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

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

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

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

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

ii. Measurement

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

Debt instruments

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

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

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

loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.

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

iii. Impairment of financial assets:

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

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

iv. Derecognition of financial assets

A financial asset is derecognised only when:

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

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised. Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the group retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

(e) Offsetting financial instruments:

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

(f) Contributed equity:

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

(g) Financial liabilities:

i. Classification as debt or equity

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

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

ii. Initial recognition and measurement:

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

iii. Subsequent measurement:

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

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

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

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

iv. **Derecognition:**

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

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

(h) **Borrowing costs:**

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

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

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

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

Provisions

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

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

Contingent liabilities

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

Contingent Assets:

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

(j) Foreign currency translation:

i. Functional and presentation currency

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

ii. Transactions and balances

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

(k) Employee benefits:

Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

Other long-term employee benefit obligations

The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

Post employee obligations

The group operates the following post-employment schemes:

- defined benefit plans such as gratuity
- defined contribution plans such as provident fund.

Gratuity obligations

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation denominated in INR is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

Defined contribution plans

The Company pays provident fund contributions to publicly administered provident funds as per local regulations. The group has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

(l) Income tax

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

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

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

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

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

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

(m) Cash and cash equivalents:

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

(n) Earnings per share

Basic earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Company
- by the weighted average number of equity shares outstanding during the financial year.

Diluted earnings per share

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

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

(o) Cash flow statement

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

(p) Segment reporting:

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

(q) Dividends:

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

2.2 Critical accounting estimates and judgements

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

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

(a) Provision

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

3.1 Capital Work in Progress

Rupees in thousands

Gross Block (at cost)	Capital Work in progress	Total
Balance as at March 31, 2018	88,000	88,000
Incurred during the year	-	-
Capitalised/Adjusted during the year	-	-
Balance as at March 31, 2019	88,000	88,000

3.3 Share capital

Authorised share capital

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

Issued, subscribed and fully paid up capital

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

Rupees in thousands	
As at March 31, 2019	As at March 31, 2018
3,000	3,000
3,000	3,000
588	588
588	588

3.3.1 Reconciliation of number of equity shares

Equity shares

Balance at the beginning of the year : 58,800 (Previous year : 58,800) share of Rs. 10 each

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

588	588
588	588

3.3.2 Terms/ rights attached to equity shares

Equity shares

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

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

	As at March 31, 2019		As at March 31, 2018	
	No. of Shares	Percentage of share holding	No. of Shares	Percentage of share holding
Equity shares				
Reliance Power Limited (Equity Shares of Rs. 10 each fully paid)	58,800	100%	58,800	100%
	58,800	100%	58,800	100%

3.3.4 Shares held by Holding Company / Subsidiaries of Holding Company

Equity Shares

Reliance Power Limited - 58,800 (Previous year : 58,800) of Rs. 10 each fully paid up

(Of the above, 58,799 (Previous year : 58,799) Shares are held by Reliance Power Limited, the Holding Company and the balance 1 Share is jointly held by Reliance Power Limited and its nominee)

As at March 31, 2019	As at March 31, 2018
588	588
588	588

		Rupees in thousands	
		As at March 31, 2019	As at March 31, 2018
3.4 Other Equity			
Equity instrument entirely equity in nature			
Preference Shares:			
		46	46
		<u>46</u>	<u>46</u>
Authorised share capital			
2,000,000 (Previous year: 2,000,000) preference shares of Re. 1 each			
		2,000	2,000
		<u>2,000</u>	<u>2,000</u>
Issued, subscribed and fully paid up capital			
45,600 (Previous year: 45,600) Preference shares of Re. 1 each fully paid up			
		46	46
		<u>46</u>	<u>46</u>
3.4.1 Reconciliation of number of equity shares			
Preference shares			
Balance at the beginning of the year - 45,600 (Previous year: 45,600) share of Re. 1 each			
Balance at the end of the year - 45,600 (Previous year: 45,600) shares of Re. 1 each			
		46	46
		<u>46</u>	<u>46</u>

3.4.2 Terms/ rights attached to equity shares**Preference shares****7.5% non-cumulative non-convertible redeemable preference shares (NCRPS)**

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

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

	As at March 31, 2019		As at March 31, 2018	
	No. of Shares	Percentage of share holding	No. of Shares	Percentage of share holding
Preference shares				
Reliance Power Limited (Preference Share of Re. 1 each Fully paid up)	45,600	100%	45,600	100%
	<u>45,600</u>	<u>100%</u>	<u>45,600</u>	<u>100%</u>

3.4.4 Shares held by Holding Company / Subsidiaries of Holding Company

	As at March 31, 2019	As at March 31, 2018
Preference shares		
Reliance Power Limited - 45,600 (Previous year: 45,600) shares of Re. 1 each fully paid up	46	46
	<u>46</u>	<u>46</u>

Particulars	Rupees in thousands	
	As at March 31, 2019	As at March 31, 2018
3.2 Cash and cash equivalents		
Balance with banks: in current account	2	28
	<u>2</u>	<u>28</u>

Particulars	Rupees in thousands	
	As at March 31, 2019	As at March 31, 2018
3.5 Reserves and Surplus		
Balance at the end of the year		
Securities premium account	93,866	93,866
Retained earning	(7,926)	(7,892)
Total	85,940	85,974
3.5.1 Securities premium account		
Balance at the beginning of the year	93,866	93,866
Balance at the end of the year	93,866	93,866
3.5.2 Surplus in the Statement of Profit and Loss		
Balance at the beginning of the year	(7,892)	(7,113)
Loss for the year	(34)	(779)
Balance at the end of the year	(7,926)	(7,892)
	85,940	85,974
3.6 Current borrowings		
Inter-corporate deposits from holding company (refer note 7)	1,350	1,350
	1,350	1,350
3.7 Other current financial liabilities		
Retention money payable	61	61
Other payables	7	9
	68	70

Particulars	Rupees in thousands	
	Year ended March 31, 2019	Year ended March 31, 2018
3.8 Administration and other expenses		
Rent & taxes	-	734
Stamp duty and filing fees	-	3
Legal and professional charges (including shared service charges)	34	42
Bank charges	@	@
	<u>34</u>	<u>779</u>

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

4) Project Status:

The company was incorporated on May 19, 2011. Pursuant to Pre-Implementation Agreement with Government of Himachal Pradesh (GoHP) which was signed on June 01, 2011 Rs. 88,000,000 (Rupees Eight Crore Eighty Lacs. Only) was paid to GoHP as upfront fee for development and commissioning of 44 MW Shangling Hydro project on Built, Own, Operate and Transfer (BOOT) basis. Pre-Feasibility Report and Forest land diversion proposal has been submitted to GoHP. Terms of Reference (TOR) approval & pre-construction activity clearance has been received. Field & desk studies initiated; Topographical survey completed. The Hydrological study report has been approved for project planning purpose. Due to revision in the project levels by the GoHP, the revised Power Potential Study based on new project levels, submitted to GOHP for approval, has been approved for an installed capacity of 28 MW i.e. reduction of about 36% from allotted capacity.

5) Capital commitment

Estimated amount of contracts remaining unexecuted on capital account (net of advances paid) and not provided for Rs. Nil (March 31, 2018 Rs. Nil).

6) Details of remuneration to auditors:

	Rupees in thousands	
	Year ended March 31, 2019	Year ended March 31, 2018
(a) As auditors		
For statutory audit	10	10
For others	-	-
Total	10	10

7) Related party transactions:

A. Parties where control exists:

Holding Company:
Reliance Power Limited (R Power)

B. Investing parties/promoters having significant influence on the Company directly or indirectly:

Companies
Reliance Infrastructure Limited (R Infra)

Individual
Shri Anil D. Ambani

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

Particulars	Rupees in thousands	
	March 31, 2019	March 31, 2018
Transactions during the year:		
Inter- corporate deposits received		
R Power	10	750
Reimbursement of expenses - paid by		
R Power	-	3
Particulars	Rupees in thousands	
	March 31, 2019	March 31, 2018
Closing balance		
Equity share capital (excluding premium)		
R Power	588	588
Preference share capital		
R Power	46	46
Inter corporate deposits given		
R Power	1,360	1,350

8) Earnings per share:

Particulars	Rupees in thousands	
	Year ended March 31, 2019	Year ended March 31, 2018
Profit available to equity shareholders		
Profit after tax (A)	(34)	(779)
Number of equity shares		
Weighted average number of equity shares outstanding (Basic) (B)	58,800	58,800
Basic and diluted earnings per share (A / B) (Rs.)	(0.58)	(13.26)
Nominal value of an equity share (Rs.)	10	10

9) Income taxes

Rupees in thousands		
The reconciliation of tax expense and the accounting profit multiplied by tax rate :		
Particulars	March 31, 2019	March 31, 2018
Profit before tax	(34)	(779)
Tax at the Indian tax rate of 26% (2017-18: 25.75%)	(8.84)	(201)
Tax losses for which no deferred income tax was recognised	(8.84)	(201)
Income tax expense	-	-

10) Fair value measurements

(a) Financial instruments by category

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

	Rupees in thousands	
	March 31, 2019	March 31, 2018
Financial assets		
Cash and cash equivalents	2	28
Total financial assets	2	28
Financial liabilities		
Inter corporate deposits	1360	1350
Retention money payable	61	61
Others	7	9
Total financial liabilities	1428	1420

(b) Fair value hierarchy

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

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.	Aging analysis	Diversification of bank deposits.
Liquidity Risk	Borrowings and other liabilities	Rolling cash flow forecasts	Availability of committed credit lines and borrowing facilities

(a) Credit risk

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

Credit risk management

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

(b) Liquidity risk

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

Management monitors rolling forecasts of the company's liquidity position and cash and cash equivalents on the basis of expected cash flows.

Maturities of financial liabilities

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

Rupees in thousands				
March 31, 2019	Less than 1 years	Between 1 year and 5 years	More than 5 years	Total
Financial liabilities				
Inter corporate deposits	1360	-	-	1360
Retention money payable	61	-	-	61
Dues to Holding Company	7	-	-	7
Total financial liabilities	1428	-	-	1428

Rupees in thousands				
March 31, 2018	Less than 1 years	Between 1 year and 5 years	More than 5 years	Total
Financial liabilities				
Inter corporate deposits	1350	-	-	1350
Retention money payable	61	-	-	61
Dues to Holding Company	9	-	-	9
Total financial liabilities	1420	-	-	1420

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

Rupees in thousands		
	March 31, 2019	March 31, 2018
Equity	86,574	86,608
Debts	1,360	1,350
Total	87,934	87,958

13) Segment reporting

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

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.

For Shridhar & Associates
Chartered Accountants
Firm Registration No. 134427W

For and on behalf of the Board of Directors

Jitendra Sawjany
Partner
Membership No. 050980

Ajit Verma
Director
DIN : 7422834

Mantu Kumar Ghosh
Director
DIN : 07644389

Place : Mumbai
Date : May 27, 2019

Place : Mumbai
Date : May 27, 2019