BHILWARA ENERGY LIMITED
CIN : U31101DL2006PLC148862
Registered office : Bhilwara Bhawan, 40-41, Community Centre, New Friends Colony, New Delhi-110025
Corporate office : Bhilwara Towers, A-12, Sector-1, Noida-201301 (U.P.),
Phone: 0120-4390300 (EPBAX), Fax: 0120-2536268
E-mail: ravi.gupta@lnjbhilwara.com, Website: bhilwaraenergy.com

NOTICE OF 13TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Thirteenth (13th) Annual General Meeting of the Members of M/s Bhilwara Energy Limited will be held on Friday, 27th day of September, 2019 at 04:00 P.M. at S-466, GK –II, New Delhi- 110048 to consider inter-alia the following businesses.

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statement (both Standalone & Consolidated) as at 31st March 2019 for the Company, the Report of the Board of Directors and the Auditors thereon.

2. To appoint a Director in place of Mr. Ravi Jhunjhunwala (DIN-00060972), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

SPECIAL BUSINESS

3. RE-APPOINTMENT OF MR. RIJU JHUNJHUNWALA (DIN: 00061060) AS MANAGING DIRECTOR

To consider and if thought fit, to pass with or without modification, the following resolution as **Special Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V of the Companies Act, 2013 and Articles of Association of the Company and subject to the approval of the Central Government, if any, the consent of the members of the Company be and is hereby accorded for the re-appointment of Mr. Riju Jhunjhunwala (DIN-00061060), as Managing Director of the Company, for a period of three years w.e.f. from 17th August 2019 to 16th August 2022, on the terms and conditions including remuneration within the limits laid down in Schedule V of the Companies Act, 2013 mentioned hereunder :

Salary & Perquisites

i. Salary: Rs. 3,00,000/- per month.
ii. Contribution to Provident Fund, Superannuation Fund/Annuity Fund as per scheme of the company and to the extent not taxable under Income Tax Act, 1961.

iii. Gratuity Payable at a rate not exceeding half a month's salary for each completed year of service
iv. Encashment of leave at the end of tenure as per Company's policy.
v. Reimbursement of Telephone/Mobile Bill's on actual basis as per company's policy.

"**RESOLVED FURTHER THAT** in event of loss or inadequacy of profits in any financial year during the currency of tenure of Mr. Riju Jhunjhunwala, as Managing Director, the remuneration and perquisites set out aforesaid be paid or granted to him as minimum remuneration provided that the total remuneration by way of salary, perquisites and other allowances shall not exceed the applicable ceiling limit in terms of schedule V of the Companies Act, 2013 as may be amended from time to time or any equivalent statutory re-enactment thereof for the time being in force."

"**RESOLVED FURTHER THAT** power is hereby accorded to the Board of Directors (hereinafter referred to as "Board" which term shall be deemed to include any committee of the Board constituted to exercise its powers including power conferred by this resolution) of the company to alter/vary/amend the terms and conditions of re-appointment of Mr. Riju Jhunjhunwala including remuneration, provided that such remuneration shall not exceed the maximum limits for payment of remuneration as may be admissible to him, within the overall limits specified in the Act, and existing or as amended, modified or re-enacted from time to time by the Government of India, as the Board may deem fit."

"**RESOLVED FURTHER THAT** the Board of the Company be and is hereby authorized to do all such acts, deeds and things as the Board may in its absolute discretion think necessary, expedient or desirable; to settle any question or doubt that may arise in relation thereto in order to give effect to the foregoing resolution and to seek such approval/ consent from the government departments, if required in this regard."

4. RE-APPOINTMENT OF MR. RISHABH JHUNJHUNWALA (DIN: 03104458) AS MANAGING DIRECTOR

To consider and if thought fit, to pass with or without modification, the following resolution as Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V of the Companies Act, 2013 and Articles of Association of the Company and subject to the approval of the Central Government, if any, the consent of the members of the Company be and is hereby accorded for the re-appointment of Mr. Rishabh Jhunjhunwala (DIN-03104458), as Managing Director of the Company, for a period of three years w.e.f. from 17th August 2019 to 16th August 2022, on the terms and conditions including remuneration within the limits laid down in Schedule V of the Companies Act, 2013 mentioned hereunder:

Salary & Perquisites

i. Salary: Rs. 3,00,000/- per month.
ii. Contribution to Provident Fund, Superannuation Fund/Annuity Fund as per scheme of the company and to the extent not taxable under Income Tax Act, 1961.

iii. Gratuity Payable at a rate not exceeding half a month's salary for each completed year of service
iv. Encashment of leave at the end of tenure as per Company's policy.
v. Reimbursement of Telephone/Mobile Bill's on actual basis as per company's policy.

"RESOLVED FURTHER THAT in event of loss or inadequacy of profits in any financial year during the currency of tenure of Mr. Rishabh Jhunjhunwala, as Managing Director, the remuneration and perquisites set out aforesaid be paid or granted to him as minimum remuneration provided that the total remuneration by way of salary, perquisites and other allowances shall not exceed the applicable ceiling limit in terms of schedule V of the Companies Act, 2013 as may be amended from time to time or any equivalent statutory re-enactment thereof for the time being in force."

"RESOLVED FURTHER THAT power is hereby accorded to the Board of Directors (hereinafter referred to as "Board" which term shall be deemed to include any committee of the Board constituted to exercise its powers including power conferred by this resolution) of the company to alter/vary/amend the terms and conditions of re-appointment of Mr. Rishabh Jhunjhunwala including remuneration, provided that such remuneration shall not exceed the maximum limits for payment of remuneration as may be admissible to him, within the overall limits specified in the Act, and existing or as amended, modified or re-enacted from time to time by the Government of India, as the Board may deem fit."

"RESOLVED FURTHER THAT the Board of the Company be and is hereby authorized to do all such acts, deeds and things as the Board may in its absolute discretion think necessary, expedient or desirable; to settle any question or doubt that may arise in relation thereto in order to give effect to the foregoing resolution and to seek such approval/ consent from the government departments, if required in this regard."

5. RE-APPOINTMENT OF DR. KAMAL GUPTA (DIN: 00038490) AS AN INDEPENDENT DIRECTOR FOR 2ND TERM FROM 30TH SEPTEMBER, 2019 TO 29TH SEPTEMBER, 2024

To consider and if thought fit, to pass, the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the rules made there under and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment for the time being in force), read with Schedule IV of the Act, as amended from time to time, the consent of the members of the Company be and is hereby accorded to the re-appointment of Dr. Kamal Gupta (DIN-00038490), whose current office as an Independent Director is expiring on 29th September 2019 and who has submitted a declaration confirming the criteria of Independence under Section 149(6) of the Companies Act, 2013 and who is eligible for re-appointment for 2nd term in term of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, as an Independent Director of the Company, and whose office shall not be subject to retirement by rotation and to hold office for second term of 5 (five) consecutive years with effect from 30th September, 2019 up to September 29, 2024."

"RESOLVED FURTHER THAT the Board of the Company be and is hereby authorized to do all such acts, deeds and things as the Board may in its absolute discretion think necessary, expedient or desirable; to settle any question or doubt that may arise in relation thereto in order to give effect to the foregoing resolution and to seek such approval/ consent from the government departments, if required in this regard."

6. **RE-APPOINTMENT OF MS. NIHARIKA BINDRA (DIN: 07183905) AS AN INDEPENDENT DIRECTOR FOR 2ND TERM FROM 30TH JUNE, 2020 UPTO 29TH JUNE, 2025.**

To consider and if thought fit, to pass, the following resolution as a Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the rules made there under and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment for the time being in force), read with Schedule IV of the Act, as amended from time to time, the consent of the members of the Company be and is hereby accorded to the re-appointment of Ms. Niharika Bindra (DIN:07183905), whose current office as an Independent Director is expiring on 29th June 2020 and who has submitted a declaration confirming the criteria of Independence under Section 149(6) of the Companies Act, 2013 and who is eligible for re-appointment for 2nd term in term of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director, as an Independent Director of the Company, and whose office shall not be subject to retirement by rotation and to hold office for second term of 5 (five) consecutive years with effect from 30th June 2020 to 29th June 2025."

"**RESOLVED FURTHER THAT** the Board of the Company be and is hereby authorized to do all such acts, deeds and things as the Board may in its absolute discretion think necessary, expedient or desirable; to settle any question or doubt that may arise in relation thereto in order to give effect to the foregoing resolution and to seek such approval/ consent from the government departments, if required in this regard.

By Order of the Board of Directors
For Bhilwara Energy Limited

Place : Noida (U.P.)
Date : 30th August, 2019

(Ravi Gupta)
Company Secretary
M.No.-FCS-5731

Registered Office
Bhilwara Bhawan, 40-41, Community Centre,
New Friends Colony, New Delhi-110025

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY TO BE EFFECTIVE MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**

2. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A person holding more than ten percent of the total share capital of the Company carrying voting right may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

3. Shareholders seeking any information with regard to accounts are requested to write to the Company at least 7-days in advance so as to enable the Company to keep the desired information ready.

4. Disclosure as required under the Secretarial Standard – 2 on General Meeting is annexed as Annexure-1 to this Notice of Annual General Meeting.

5. Corporate Members intending to send their authorised representative(s) to attend the meeting are requested to send to the company, a duly certified Board Resolution authorizing the said representative(s) to attend and vote on their behalf at the meeting.

6. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

7. The relevant documents accompanying the Notice are open for inspection to the members at the registered office of the Company during the normal business hours of the Company up to the date of the meeting.

8. Members seeking any information/clarification with regard to accounts and audit are requested to write to the Company in advance and their queries should reach the Registered Office of the Company at least seven days prior to the date of meeting, so as to enable the Management to keep the information/clarification ready.

9. Members/Proxies should bring the Attendance Slip duly filled in for attending the meeting.

10. The Notice and Annual report of the Company shall be available on the website of the Company www.bhilwaraenergy.com.

11. Members who hold shares in dematerialized form are requested to write their client ID and DP ID numbers and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the Meeting.

12. Route–map to the venue of the Meeting is provided at the end of the Notice of AGM.

ANNEXURE -1 TO THE NOTICE OF ANNUAL GENERAL MEETING

Information pursuant to Secretarial Standard on General Meetings (SS-2) regarding Director seeking appointment / re-appointment and/or fixation of remuneration of Directors is given hereunder:

S. No	Name of Director	Mr. Ravi Jhunjhunwala	Mr. Riju Jhunjhunwala	Mr. Rishabh Jhunjhunwala	Dr. Kamal Gupta	Ms. Niharika Bindra
1	Category of Directorship	Chairman, Non-Executive Director	Managing Director	Managing Director	Independent Director	Independent Director
2	DIN	00060972	00061060	03104458	00038490	07183905
3	Date of Birth	28-10-55	13.01.1979	16-08-83	12.02.1946	03.02.1985
4	Age	63 Years	40 Years	36 Years	73 Years	34 Years
5	Date of First Appointment on Board	03-06-10	03-06-10	03-06-10	03-06-10	30-06-15
6	Qualification	B.Com (Hons.), MBA	Bachelor of Science with Business & Management Studies, University of Bradford.	i)Bachelor of Computer Science in Engineering and Bachelor of Science in Philosophy from University of Michigan. ii) Master of Science in Mathematics and Foundations of Computer Science from University of Oxford, Merton College.	FCA, AICWA, Ph.D in Business Management	Graduated from Lawrence school Sanawar. Bachelor in Business administration (BBA) from the Indian Institute Of Planning And Management

7	Experience and Expertise in Specific Functional Areas	Mr. Ravi Jhunjhunwala is an Industrialist with diversified Business Experience. He is the Chairman of LNJ Bhilwara Group - a diversified Conglomerate with interests in Textiles, Graphite, Electrodes, Power & IT enabled Services.	Mr. Riju Jhunjhunwala is an Industrialist with diversified Business Experience. He is the Managing Director of RSWM Ltd. and Bhilwara Energy Limited. He is also active in industry & social associations. He has been past president of the Entrepreneurs Organization (Delhi Chapter) among some others. He is an aivd reader of history and biographies and has a keen interest in general affairs and politics	Mr. Rishabh Jhunjhunwala has rich experience of Power Sector. He is the Managing Director Bhilwara Energy Limited since August, 2010.	Dr. Kamal Gupta was earlier Technical Director of Institute of Chartered Acountants of India and was instrumental in introducing Accounting and Auditing Standards in India. He has also represented India on various International professional bodies. He has expertise in the areas of Finance, Accounting and Corporate Laws and is at present a freelance consultant in these areas. He is renowned author of various books on Auditing and other subjects.	Ms. Nihairka Bindra is Graduated from Lawrence school Sanawar. She is a holder of Bachelors' Degree in Business Administration (BBA) from the Indian Institute of Planning and Management.
8	List of other Companies in which Directorship held					
8.1	List of Public Companies in which directorship Held	HEG Limited	RSWM Limited	NJC Hydro Power Limited	RSWM Limited	NJC Hydro Power Limited

		RSWM Ltd.	HEG Limited	Chango Yangthang Hydro Power Limited	HEG Limited	Chango Yangthang Hydro Power Limited
		Maral Overseas Ltd.	Bhilwara Infotechnology Limited	BG Wind Power Limited	Maral Overseas Limited	BG Wind Power Limited
		Malana Power Company Limited	Bhilwara Technical Textiles Limited	Bhilwara Infotechnology Limited	Malana Power Company Limited	-
		AD Hydro Power Limited	NJC Hydro Power Limited	Indo Canadian Consultancy Services Limited	AD Hydro Power Limited	-
		BSL Ltd.	Chango Yangthang Hydro Power Limited	-	-	-
		India Glycols Ltd.	-	-	-	-
		JK Lakshmi Cement Ltd.	-	-	-	-
8.2	List of Private Companies in which Directorship Held	BMD Pvt Ltd	Bhilwara Services (P) Ltd.	Odetta Realty Private Ltd.	-	-
		RLJ Family Trusteeship Private Limited	Rajspin Officers Welfare Foundation Pvt. Ltd.	LNJ Realty Private Limited	-	-
		SKLNJ Family Trustee Private Limited	-	Kings Sports League Private Limited	-	-
		RANDR Trustee Private Limited	-	-	-	-
		RRJ Family Trustee Private Limited	-	-	-	-
8.3	Others	Riju Advisory & Consulting LLP	Balephi Jalvidyut Private Ltd. Nepal	Balephi Jalvidyut Private Ltd. Nepal	Kamal Gupta Advisory- Partner	-

		(Designated Partner)				
		RJ Family Consulting and Advisory LLP (Designated Partner)	Riju Advisory & Consulting LLP (Designated Partner)	RR Family Advisory and Consulting LLP- Designated Partner	-	-
		RR Family Advisory and Consulting LLP (Designated Partner)	-	-	-	-
		Proficio and Smart Consulting LLP (Designated Partner)	-	-	-	-
		LNJ Textiles Advisory LLP (Designated Partner)	-	-	-	-
		LNJ Spark Advisory LLP (Designated Partner)	-	-	-	-
		LNJ Graphite Advisory LLP (Designated Partner)	-	-	-	-
9	Chairman/ Member of Committees of Board of Directors of Company	Nomination and Remuneration Committee- Member	-	-	Audit Committee- Member	Audit Committee- Member
		-	-	-	Nomination & Remuneration Committee- Chairman	Nomination & Remuneration Committee- Member
		-	-	-	CSR Committee- Chairman	-

10	Chairman/Member of Committees of Board of Directors of other Company					
10.1	Audit Committee	JK Lakshmi Cement Ltd.-Member	Bhilwara Technical Textiles Limited-Member	-	Maral Overseas Limited- Chairman	NJC Hydro Power Limited- Member
		AD Hydro Power Ltd.-Chairman	-	-	RSWM Limited-Chairman	Chango Yangthang Hydro Power Limited - Member
		India Glycols Ltd.-Member	-	-	HEG Limited-Member	BG Wind Power Limited - Member
		-	-	-	Malana Power Company Limited-Member	-
		-	-	-	AD Hydro Power Limited- Member	-
10.2	Nomination & Remuneration Committee (NRC)	AD Hydro Power Limited- Chairman	Bhilwara Technical Textiles Limited-Member	BG Wind Power Limited-Member	Malana Power Company Limited-Member	NJC Hydro Power Limited- Member
		JK Lakshmi Cement Limited- Member	NJC Hydro Power Limited- Member	-	AD Hydro Power Limited- Member	Chango Yangthang Hydro Power Limited - Member
		India Glycols Ltd.-Member	Chango Yangthang Hydro Power Limited-Member	-	-	BG Wind Power Limited - Member
10.3	Stakeholder Relationship Committee	HEG Ltd.– Member	HEG Limited - Chairman	-	Maral Overseas Limited- Chairman	-
		BSL Ltd.– Member	Bhilwara Technical Textiles Limited-	-	RSWM Limited-Chairman	-

			Member			
				-	HEG Limited- Member	-
10.4	CSR Committee	Malana Power Company Limited – Chairman	-	-	Malana Power Company Limited- Member	-
		AD Hydro Power Limited-Chairman	-	-	AD Hydro Power Limited- Member	-
11	No. of Equity Share held in the Company	8,287,966	NIL	NIL	NIL	NIL
12	No. of Board Meetings attended during the year	05(Five) out of 05(Five)	05(Five) out of 05(Five)	02(Two) out of 05(Five)	05(Five) out of 05(Five)	02(Two) out of 05(Five)
13	Terms and Conditions of appointment/reappointment along with remuneration sought to be paid	Non-Executive Director liable to retire by rotation, with no remuneration & commission.	Mentioned in Item No. 3 of this Notice	Mentioned in Item No. 4 of this Notice	Independent Director not liable to retire by rotation, with no remuneration & commission.	Independent Director not liable to retire by rotation, with no remuneration & commission.
14	The Remuneration last drawn	NIL	Rs. 40.17 Lacs	Rs. 40.17 Lacs	NIL	NIL
15	Relationship with other directors, Manager and Key Managerial Personnel	Shri Ravi Jhunjhunwala is Father of Shri Riju Jhunjhunwala and Shri Rishabh Jhunjhunwala.	Shri Riju Jhunjhunwala is Son of Shri Ravi Jhunjhunwala and Brother of Shri Rishabh Jhunjhunwala.	Shri Rishabh Jhunjhunwala is Son of Shri Ravi Jhunjhunwala and Brother of Shri Riju Jhunjhunwala.	No Relationship with other directors, Manager and Key Managerial Personnel	No Relationship with other directors, Manager and Key Managerial Personnel

16	Justification for choosing the Independent Directors	N.A	N.A	N.A	As per explanatory Statement forming part of Notice of AGM	As per explanatory Statement forming part of Notice of AGM

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013

Pursuant to section 102 and all other applicable provisions of the Companies Act, 2013 (the Act) and the Rules made thereunder, the following Explanatory Statement sets out all material facts relating to the Special Business mentioned under Item no. 3 to 6 of this Notice of this Annual General Meeting.

ITEM NO. 3

The Nomination & Remuneration Committee and the Board of Directors in their respective meeting held on 16th May 2019 have approved the re-appointment and payment of remuneration of Shri Riju Jhunjhunwala (DIN-00061060) as the Managing Director of the company, for a period of three years from 17th August 2019 to 16th August 2022, subject to the approval of the members.

Pursuant to provisions of Schedule V (Part II, Section II) the following information is detailed below:-

1. **Nature of Industry** – The Company is in the generation and transmission of Power. The company is operating 14 MW Wind power project in Maharashtra. The Company mainly does all its activities through its subsidiaries and SPVs. The Company's subsidiary M/s Malana Power Company Limited and M/s AD Hydro Power Limited is operating 86 MW & 192 MW respectively of hydro power projects in Himachal Pradesh. The Company's subsidiary M/s BG Wind Power Limited is operating 20 MW of Wind Power Project. The Company's another subsidiary companies M/s NJC Hydro Power Limited is having license to develop 780 MW hydro power project in Arunachal Pradesh and M/s Chango Yangthang Hydro Power Limited is having license to develop 180 MW hydro power project in Himachal Pradesh. The Company's also has subsidiary company in Nepal Balephi Jalvidhyut Company Ltd is having license to develop 23.52 MW respectively hydro projects in Nepal.

2. **Date or expected date of commencement of commercial production-** 14 MW Wind Power Project is operational.

3. **Financial performance based on given indicators–**The Financial Performance of the Company is as follows:

(Amount in Rs. Crore)

Particulars	FY 2018-19	FY 2017-18	FY 2016-17
Share Capital	165.75	165.75	165.75
Net Worth	326.06	431.80	433.34
Investment in Subsidiaries	232.77	332.78	435.35
Total Income	18.65	13.74	16.20

4. **Foreign investment or collaboration–** As of date of this notice, the company has foreign investment of 5.04% of total equity share capital.

Information about the appointee

1. **Background details**: Mr. Riju Jhunjhunwala is Managing Director of the company since August 2010. He is an industrialist with diversified business experience. He is also the Managing Director of

M/s RSWM Limited. He had also served as an Executive Director of HEG Limited from 30th April 2009 to 27th July 2010 and was also Joint Managing Director/Managing Director of RSWM Ltd from 23rd Oct 2003 to 29th April 2009. He had also served Malana Power Company Ltd as Sr. Vice President. He was also joint Managing Director of M/s RSWM Limited w.e.f. 1st May 2013 and is Managing Director w.e.f. 10th February 2015. His qualification is Bachelor of Science with Business & Management Studies, University of Bradford.

2. **Past Remuneration**: The last remuneration drawn by Mr. Riju Jhunjhunwala form the company as Managing Director is Rs. 40.18 Lacs Per Annum.

3. **Recognition or awards**: NA

4. **Job profile and his suitability**: He is Managing Director of the Company since 17th August 2010. During his tenure, company has set up four wind power projects of aggregate capacity of 103.50 MW.

   Prior to joining Bhilwara Energy Ltd., he had also served as an Executive Director of HEG Limited from 30th April 2009 to 27th July 2010 and was also Joint Managing Director/Managing Director of RSWM Ltd from 23rd Oct 2003 to 29th April 2009. He had also served Malana Power Company Ltd as Sr. Vice President. He was also joint Managing Director of M/s RSWM Limited w.e.f. 1st May 2013 and is Managing Director w.e.f. 10th February 2015. With his extensive knowledge on power projects the Board proposes to re-appoint Mr. Riju Jhunjhunwala as Managing Director of the Company.

5. **Remuneration proposed**: The Board proposes to appoint Mr. Riju Jhunjhunwala on the following Compensation as per details below:-
   i. Salary: Rs 3 lac per month.
   ii. Contribution to Provident Fund as per scheme of the company and to the extent not taxable under Income Tax Act, 1961.
   iii. Gratuity Payable at a rate not exceeding half a month's salary for each completed year of service as per company's policy.
   iv. Encashment of leave at the end of tenure as per company's policy.
   v. Reimbursement of Telephone/Mobile Bill's on actual basis as per company's policy.

6. **Comparative remuneration profile with respect to industry, size of the company, profile of the position and persons**: The remuneration expected to be taken by any person having comparable profile as that of Mr. Riju Jhunjhunwala, nature of industry, size of the company is much higher than being offered to Mr. Riju Jhunjhunwala and he has agreed to such remuneration, considering the stages of the various projects of the company.

7. **Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel, if any:** Apart from receiving remuneration as Managing Director and dividend, if any, as a Member of the Company, Mr Riju Jhunjhunwala does not have any other pecuniary relationship with the Company.

Mr. Riju Jhunjhunwala is brother of Mr. Rishabh Jhunjhunwala, whose appointment as Managing Director is also proposed in this General Meeting. Mr. Riju Jhunjhunwala is the son of Mr. Ravi Jhunjhunwala, Chairman of the Company.

Other Information

1. Reason of loss or inadequate profit.

The Company has profit from operation. The main reason of loss is due to impairment/provision of loan/investment.

2. Steps taken or proposed to be taken for improvement

The projects undertaken by the Company/subsidiaries/SPVs are being monitored by professionals, who are masters in their respective fields. The company is continuously tightening its internal control and closely monitors its project cost.

3. Expected increase in productivity and profits in measurable terms.

The Company either through itself or its subsidiaries has already two operational Hydro Power of capacity of 278 MW and two Wind Power Project of capacity of 34 MW. The company has also received dividend income from its subsidiary company M/s Malana Power Company Limited.

A copy of memorandum containing terms of remuneration of Mr. Riju Jhunjhunwala, Managing Director of the Company shall be open to inspection by any members of the Company without payment of any fee at the registered office of the Company.

Disclosure as required under the Secretarial Standard – 2 on General Meeting is annexed as **Annexure-1** to this Notice of Annual General Meeting.

The Board of Directors recommends passing of the Special Resolution as contained in the notice of the Extraordinary General Meeting of the Shareholders of the Company.

Except Mr. Riju Jhunjhunwala, Mr. Ravi Jhunjhunwala and Mr. Rishabh Jhunjhunwala and their relatives, none of the Directors and Key Managerial Personnel are in any way interested or concerned in the resolution.

ITEM NO 4:

The Nomination & Remuneration Committee and the Board of Directors in their respective meeting held on 16th May 2019 have approved the re-appointment and payment of remuneration of Shri Rishabh Jhunjhunwala (DIN-03104458) as the Managing Director of the company, for a period of three years from 17th August 2019 to 16th August 2022, subject to the approval of the members.

Pursuant to provisions of Schedule V (Part II, Section II) the following information is detailed below:-

1. **Nature of Industry** – The Company is in the generation and transmission of Power. The company is operating 14 MW Wind power project in Maharashtra. The Company mainly does all its activities through its subsidiaries and SPVs. The Company's subsidiary M/s Malana Power Company Limited and M/s AD Hydro Power Limited is operating 86 MW & 192 MW respectively of hydro power projects in Himachal Pradesh. The Company's subsidiary M/s BG Wind Power Limited is operating 20 MW of Wind Power Project. The Company's another subsidiary companies M/s NJC Hydro Power Limited is having license to develop 780 MW hydro power project in Arunachal Pradesh and M/s Chango

Yangthang Hydro Power Limited is having license to develop 180 MW hydro power project in Himachal Pradesh. The Company's also has subsidiary company in Nepal Balephi Jalvidhyut Company Ltd is having license to develop 23.52 MW respectively hydro projects in Nepal.

2. **Date or expected date of commencement of commercial production-** 14 MW Wind Power Project is operational.

3. **Financial performance based on given indicators–**The Financial Performance of the Company is as follows:

(Amount in Rs. Crore)

Particulars	FY 2018-19	FY 2017-18	FY 2016-17
Share Capital	165.75	165.75	165.75
Net Worth	326.06	431.80	433.34
Investment in Subsidiaries	232.77	332.78	435.35
Total Income	18.65	13.74	16.20

4. **Foreign investment or collaboration–** As of date of this notice, the company has foreign investment of 5.04% of total equity share capital.

Information about the appointee:

Background details: Mr. Rishabh Jhunjhunwala is Managing Director of the company since August 2010. He is an industrialist with diversified business experience.

His qualification is:-

i. Bachelor of Computer Science in Engineering and Bachelor of Science in Philosophy from University of Michigan.

ii. Master of Science in Mathematics and Foundations of Computer Science from University of Oxford, Merton College.

1. **Past Remuneration**: The last remuneration drawn by Mr. Rishabh Jhunjhunwala form the company as Managing Director is Rs. 40.18 Lacs Per Annum.

2. **Recognition or awards**: Mr. Rishabh Jhunjhunwala has been awarded the following recognition/awards/honors.

- Tau Beta Pi Professional Honor Society
- Eta Kappa Nu (HKN) Honor Society
- James B. Angell Scholar, Winter 2003
- University Honors, Fall 2001, 2002, and 2004 , Winter 2002, 2003 and 2005
- Dean's List, Fall 2001 and 2002, Winter 2002, 2003, and 2005,
- Spring 2003
- William J. Branstrom Freshman Prize, Winter 2002

3. **Job profile and his suitability**: He is Managing Director of the Company since 17th August 2010. During his tenure, company has set up four wind power projects of capacity of 103.50 MW.

   Mr. Rishabh has an extensive experience in power sector and he has been associated with the company for the last 9 years. With his extensive knowledge on power projects, the Board proposes to re-appoint Mr. Rishabh Jhunjhunwala as Managing Director of the Company.

4. **Remuneration proposed**: The Board proposes to appoint Mr. Rishabh Jhunjhunwala on the following Compensation as per details below:-
   - **i.** Salary: Rs 3 lac per month.
   - **ii.** Contribution to Provident Fund as per scheme of the company and to the extent not taxable under Income Tax Act, 1961.
   - **iii.** Gratuity Payable at a rate not exceeding half a month's salary for each completed year of service as per company's policy.
   - **iv.** Encashment of leave at the end of tenure as per company's policy.
   - **v.** Reimbursement of Telephone/Mobile Bill's on actual basis as per company's policy.

5. **Comparative remuneration profile with respect to industry, size of the company, profile of the position and persons**: The remuneration expected to be taken by any person having comparable profile as that of Mr. Rishabh Jhunjhunwala, nature of industry, size of the company is much higher than being offered to Mr. Rishabh Jhunjhunwala and he has agreed to such remuneration, considering the stages of the various projects of the company.

6. **Pecuniary relationship directly or indirectly with the company or relationship with the managerial personal, if any:** Apart from receiving remuneration as Managing Director and dividend, if any, as a Member of the Company, Mr. Rishabh Jhunjhunwala does not have any other pecuniary relationship with the Company.

Mr. Rishabh Jhunjhunwala is brother of Mr. Riju Jhunjhunwala, whose appointment as Managing Director is also proposed in this General Meeting. Mr. Rishabh Jhunjhunwala is the son of Mr. Ravi Jhunjhunwala, Chairman of the Company.

Other Information

1. Reason of loss or inadequate profit.

The Company has profit from operation. The main reason of loss is due to impairment/provision of loan/investment.

2. Steps taken or proposed to be taken for improvement

The projects undertaken by the company/subsidiaries/SPVs are being monitored by professionals, who are masters in their respective fields. The company is continuously tightening its internal control and closely monitors its project cost.

3. Expected increase in productivity and profits in measurable terms.

The Company either through itself or its subsidiaries has already two operational Hydro Power of capacity of 278 MW and two Wind Power Project of capacity of 34 MW. The Company has also received dividend income from its subsidiary company Malana Power Company Limited.

A copy of memorandum containing terms of remuneration of Mr. Rishabh Jhunjhunwala, Managing Director of the Company shall be open to inspection by any members of the Company without payment of any fee at the registered office of the Company.

Disclosure as required under the Secretarial Standard – 2 on General Meeting is annexed as **Annexure-1** to this Notice of Annual General Meeting.

The Board of Directors recommends passing of the Special Resolution as contained in the notice of the Extraordinary General Meeting of the Shareholders of the Company.

Except Mr. Rishabh Jhunjhunwala, Mr. Ravi Jhunjhunwala and Mr. Riju Jhunjhunwala and their relatives, none of the Directors and Key Managerial Personnel are in any way interested or concerned in the resolution.

ITEM NO. 5

Members may note that pursuant to the provisions of Section 149, 152 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 Dr. Kamal Gupta (DIN-00038490) who was appointed as an Independent Director on the Board of the Company for 1st term of 5 years in the 8th Annual General Meeting held on 30th September, 2014 to hold the office upto 29th September, 2019. His term as an Independent Director is expiring on 29th September, 2019.

Dr. Kamal Gupta (FCA, AICWA, Ph.d in Business Management) has expertise in the areas of Finance, Accounting and Corporate Laws and is at present a freelance consultant in these areas. He was earlier Technical Director of Institute of Chartered Accountants of India and was instrumental in introducing Accounting and Auditing Standards in India. He has also represented India on various International professional bodies. He is renowned author of various books on Auditing and other subjects with diversified business experience which has proved to be useful to the Board in decision making.

The Nomination and Remuneration Committee of the Board of Directors, has recommended the reappointment of Dr. Kamal Gupta (DIN-00038490) as an Independent Director for a second term of 5 (five) consecutive years on the Board of the Company from 30th September, 2019 to 29th September, 2024.

The Board, as per the recommendation of the Nomination and Remuneration Committee, considers that, given his background, experience and contributions during his tenure, the continued association of Dr. Kamal Gupta (DIN-00038490) would be beneficial to the Company and it is desirable to continue to avail his services as an Independent Director.

In the opinion of the Board, Dr. Kamal Gupta (DIN-00038490) fulfils the conditions for appointment as an Independent Directors as specified in the Act. Dr. Kamal Gupta (DIN-00038490) is independent of the management.

Accordingly, it is proposed to re-appoint Dr. Kamal Gupta (DIN-00038490) as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years on the Board of the Company from 30th September, 2019 to 29th September, 2024.

Section 149 of the Act inter alia prescribe that an independent director of a company shall meet the criteria of independence as provided in Section 149(6) of the Act. Section 149(10) of the Act provides that an independent director shall hold office for a term of up to five consecutive years on the Board and shall be eligible for reappointment on passing a special resolution by the Company and disclosure of such appointment in its Board's report.

Section 149(11) provides that an independent director may hold office for up to two consecutive terms.
Dr. Kamal Gupta (DIN-00038490) is not disqualified from being appointed as Directors in terms of Section 164 of the Act and have given his consent to act as Director. The Company has received notices in writing from a member under Section 160 of the Act proposing the candidature of Dr. Kamal Gupta (DIN-00038490) for the office of Independent Director of the Company.

The Company has also received declaration from Dr. Kamal Gupta (DIN-00038490) that he meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Companies Act, 2013

Copy of draft letter of appointment of Dr. Kamal Gupta (DIN-00038490) setting out the terms and conditions of appointment is available for inspection by the members at the registered office and corporate office of the Company.

The Board of the Directors of the Company considers that this resolution is in the best interests of the Company, its shareholders and therefore recommends the passing of the special resolution as set out in the Notice.

Except Dr. Kamal Gupta, none of the Directors/ Key Managerial Personnel or their Relatives is in any way interested or concerned in the resolution.

ITEM NO. 6

Members may note that pursuant to the provisions of Section 149, 152 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 Ms. Niharika Bindra (DIN-07183905) who was appointed as an Independent Director on the Board of the Company for 1st term of 5 years from 30th June, 2015 to 29th June, 2020. Her term as an Independent Director is expiring on 29th June, 2020.

Ms. Nihairka Bindra is a Graduate from Lawrence school Sanawar. She is a holder of Bachelors' Degree in Business Administration (BBA) from the Indian Institute of Planning and Management.

The Nomination and Remuneration Committee of the Board of Directors, has recommended the reappointment of Ms. Niharika Bindra (DIN-07183905) as an Independent Director for a second term of 5 (five) consecutive years on the Board of the Company from 30th June, 2020 to 29th June, 2025.

In the opinion of the Board, Ms. Niharika Bindra (DIN-07183905) fulfils the conditions for appointment as an Independent Directors as specified in the Act. Ms. Niharika Bindra is independent of the management.

Accordingly, it is proposed to re-appoint Ms. Niharika Bindra (DIN-07183905) as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years on the Board of the Company from 30th June, 2020 to 29th June, 2025.

Section 149 of the Act inter alia prescribe that an independent director of a company shall meet the criteria of independence as provided in Section 149(6) of the Act. Section 149(10) of the Act provides that an independent director shall hold office for a term of up to five consecutive years on the Board and shall be eligible for reappointment on passing a special resolution by the Company and disclosure of such appointment in its Board's report.

Section 149(11) provides that an independent director may hold office for up to two consecutive terms.
Ms. Niharika Bindra (DIN-00038490) is not disqualified from being appointed as Directors in terms of Section 164 of the Act and have given her consent to act as Director. The Company has received notices in writing from a member under Section 160 of the Act proposing the candidature of Niharika Bindra for the office of Independent Director of the Company.

The Company has also received declaration from Ms. Niharika Bindra (DIN-07183905) that she meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Companies Act, 2013.

Copy of draft letter of appointment of Ms. Niharika Bindra (DIN-07183905) setting out the terms and conditions of appointment is available for inspection by the members at the registered office and corporate office of the Company.

The Board of the Directors of the Company considers that this resolution is in the best interests of the Company, its shareholders and therefore recommends the passing of the special resolution as set out in the Notice.

Except Ms. Niharika Bindra, none of the Directors/ Key Managerial Personnel or their Relatives is in any way interested or concerned in the resolution

BHILWARA ENERGY LIMITED

CIN : U31101DL2006PLC148862

Registered office: Bhilwara Bhawan, 40-41, Community Centre, New Friends Colony, New Delhi-110025

Corporate office: Bhilwara Towers, A-12, Sector-1, Noida-201301 (U.P.)

Phone: 0120-4390300 (EPBAX), Fax: 0120-2536268

E-mail:ravi.gupta@lnjbhilwara.com, Website: bhilwaraenergy.com

ATTENDANCE SLIP

Folio / DP ID/Client ID No.________________________ **No. of Shares held________________**

Full Name of Shareholder ____

Full Name of Proxy / Representative __________________________________

I hereby record my presence at the Thirteenth (13th) Annual General Meeting of the Members of Bhilwara Energy Limited will be held on Friday, 27th day of September, 2019 at 04:00 PM at S-466, GK –II, New Delhi- 110048.

Signature of shareholder / proxy / representative _________________________

Note: Please fill in this attendance slip and hand it over at the venue.

* Strike out whichever is not applicable.

BHILWARA ENERGY LIMITED
CIN : U31101DL2006PLC148862
Registered office: Bhilwara Bhawan, 40-41, Community Centre, New Friends Colony, New Delhi-110025
Corporate office: Bhilwara Towers, A-12, Sector-1, Noida-201301 (U.P.),
Phone: 0120-4390300 (EPBAX), Fax: 0120-2536268
E-mail: ravi.gupta@lnjbhilwara.com, Website: www.bhilwaraenergy.com

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member (s) : Registered address : E-mail Id : Folio No / Client Id : DP ID :

I/We, being the member (s) of ……………… shares of the above named company, hereby appoint

1. Name : ………………..
   Address :
   E-mail Id :
   Signature :……………. , or failing him

2. Name : ………………..
   Address :
   E-mail Id :
   Signature :……………. , or failing him

3. Name : ………………..
   Address :
   E-mail Id :
   Signature :……………. , or failing him

as my / our proxy to attend and vote (on a poll) for me / us and on my/our behalf at the Thirteenth (13th) Annual General Meeting of the Members of Bhilwara Energy Limited will be held on Friday, 27th day of September, 2019 at 04:00 PM at S-466, GK –II, New Delhi- 110048 and at any adjournment thereof in respect of such resolutions as are indicated below:

** I wish my above Proxy to vote in the manner as indicated in the box below:

Resolution Number	Resolution	For	Against
Ordinary Business			
1	To receive, consider and adopt the audited financial statement (both Standalone & Consolidated) as at 31st March 2019 for the Company, the Report of the Board of Directors and the Auditors thereon.		
2	To appoint a Director in the place of Mr. Ravi Jhunjhunwala (DIN-00060972), who retires by rotation and being eligible offers himself for re-appointment.		
Special Business			
3	Re-appointment of Mr. Riju Jhunjhunwala (DIN: 00061060) as the Managing Director		
4	Re-appointment of Mr. Rishabh Jhunjhunwala (DIN: 03104458) as the Managing Director		
5	Re-appointment of Dr. Kamal Gupta (DIN: 00038490) as an Independent Director for 2nd term from 30th September, 2019 to 29th September, 2024		
6	Re-appointment of Ms. Niharika Bindra (DIN: 07183905) as an Independent Director for 2nd term from 30th June, 2020 upto 29th June, 2025.		

Signed this ______________________________ day of ________ 2019

Signature of shareholder ________________________

Signature of Proxy holder ________________________

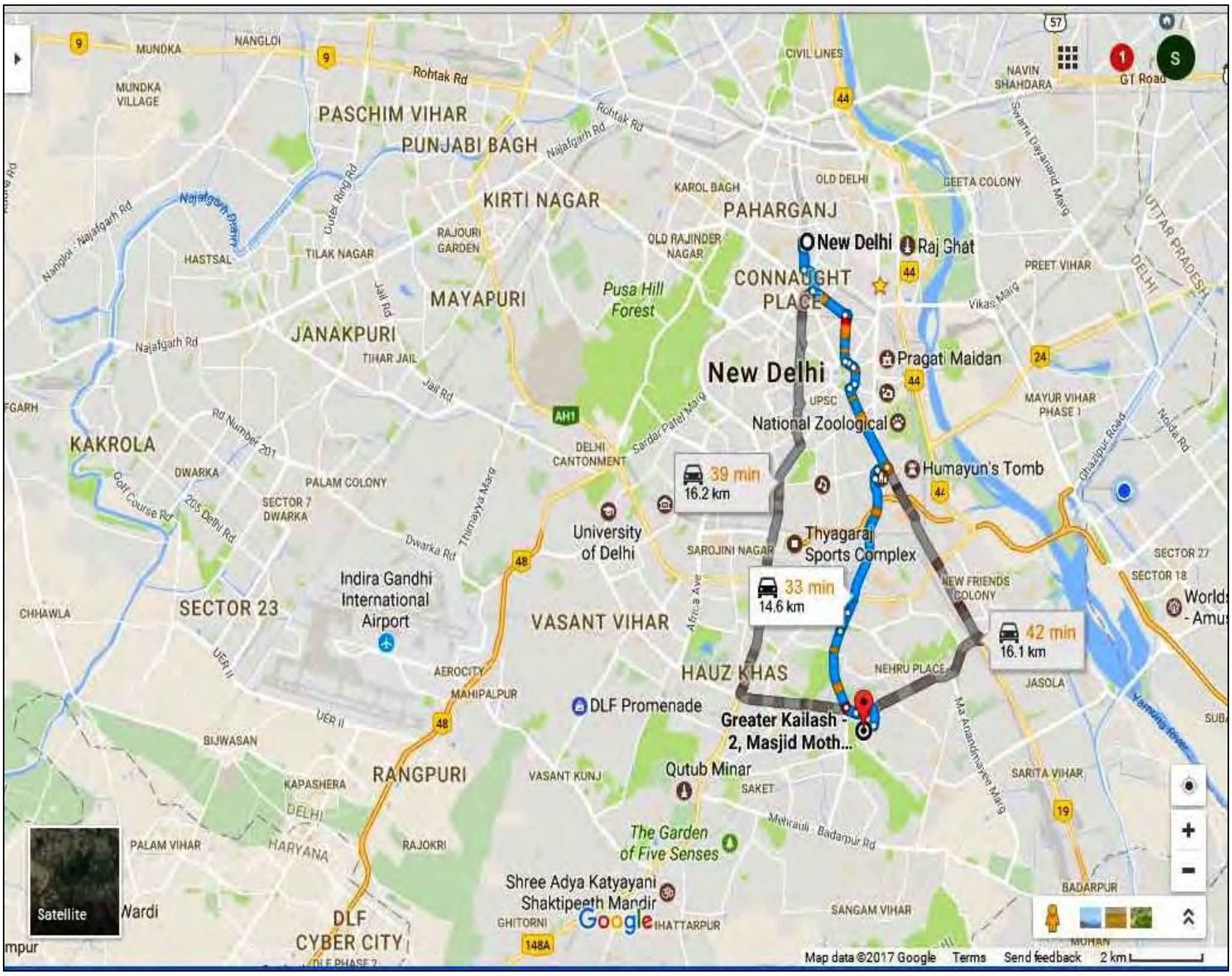
Affix Revenue Stamp

Notes :

1. This form of Proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company at the Registered Office of the Company, not less than forty-eight hours before the commencement of the meeting.
2. ** It is optional to indicate your preference. If you leave the for, against column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.
3. For the Resolutions, Explanatory statement and Notes, please refer to the Notice of the 13th Annual General Meeting.

BHILWARA ENERGY
Powering the Future

ROUTE MAP FROM NEW DELHI RAILWAY STATION TO THE S-466, GK –II, NEW DELHI- 110048



The Members
Bhilwara Energy Limited

Dear Members,

Your Directors have pleasure in presenting their Thirteenth (13th) Annual Report along with the Audited Financial Statement for the Financial Year ended March 31, 2019 along with the Auditors' Report.

1. FINANCIAL SUMMARY OR HIGHLIGHTS/PERFORMANCE OF THE COMPANY (STANDALONE & CONSOLIDATED)

(Rs. in Millions)

Particulars	Standalone		Consolidated	
	For the financial year ended		For the financial year ended	
	31st March 2019	31st March 2018	31st March 2019	31st March 2018
Revenue from operations	186.59	137.48	3,661.21	3,177.23
Other Income	177.96	810.36	276.52	1,509.04
Total Revenue	**364.55**	**947.84**	**3,937.73**	**4,686.27**
Profit before Finance Cost, Depreiciation & Amortization expenses and exceptional items	**313.15**	**236.01**	**858.71**	**3,670.26**
Finance Costs	58.86	188.96	918.88	1,133.94
Depriciation & Ammortization Expenses	38.11	38.12	759.70	864.09
Other Expenses	1,273.32	358.39	1,264.77	155.89
Profit/(Loss) before tax and exceptional items	(1,057.14)	(349.46)	(819.87)	**1,516.35**
Exceptional Items	-	333.96	-	605.28
Profit/(Loss) before tax	**(1,057.14)**	**(15.50)**	**(819.87)**	**911.07**
Tax Expenses	-	-	405.98	(243.13)
Net Profit/(Loss)	**(1,057.14)**	**(15.50)**	**(413.89)**	**1,154.20**
Non-Controlling Interest	-	-	466.22	597.36
Profit/Loss for the period	**(1,057.14)**	**(15.50)**	**(880.11)**	**556.84**
Other Comprehensive Income	(0.27)	0.14	(2.64)	1.85
Non-Controlling Interest of other Comprehensive Income	-	-	(1.42)	0.24
Total Comprehensive Income/(Loss) net of tax for the year	**(1,057.41)**	**(15.36)**	**(881.33)**	**558.45**
Earning Per Share (in Rs.)				
i) Basic	**(6.38)**	**(0.09)**	**(5.31)**	**3.36**
ii) Diluted	**(6.38)**	**(0.09)**	**(5.31)**	**3.36**

The Standalone and Consolidated Audited Financial Statement for the Financial Year 2018-19 is attached to this Annual Report, and also available on the website of the Company www.bhilwaraenergy.com.

2. OVERALL PERFORMANCE AND THE STATEMENT OF COMPANY AFFAIRS

Standalone:

During the financial year 2018-19, the Company on standalone basis recorded the Revenue from operations of Rs. 186.59 million as against Revenue of Rs. 137.48 million during the previous financial year. The Company suffered the Net Loss of Rs. 1057.14 million as against Net Loss of Rs. 15.50 millions in the previous financial year. The reason for loss during the current year is due to the impairment allowance on investment to the tune of Rs. 1,000 million, expected credit loss of Rs. 273.3 million on Loan. The reason for loss during the previous year is mainly due to charging off Rs. 333.9 million pertaining to CWIP.

Consolidated:

During the financial year 2018-19, the Company on consolidated basis recorded the Revenue from operation of Rs. 3,661.21 million as against Rs. 3,177.23 million during the previous financial year. The Net Loss (after non-controlling interest) during the financial year is Rs. 880.10 million as against Net Profit of Rs. 556.84 million in the previous financial year.

3. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATES

As on 31st March, 2019, the Company has seven (7) subsidiaries which are as follows:

* Malana Power Company Limited
* AD Hydro Power Limited
* NJC Hydro Power Limited
* Chango Yangthang Hydro Power Limited
* BG Wind Power Limited
* Indo Canadian Consultancy Services Limited
* Balephi Jalvidhyut Company Limited, Nepal

The Audited Financial Statement of each of the Subsidiary Company has been placed on the website of the company i.e. www.bhilwaraenergy.com. The Financial Statements of the Subsidiary Company are kept for inspection by the shareholders at the registered office of the Company. The Company shall provide the copy of the financial Statements of its Subsidiary Companies to the shareholders upon their request.

During the year 2018-19, M/s Malana Power Company Limited, the Subsidiary Company of Bhilwara Energy Limited, in its Board Meeting held on 20th December, 2018 has declared interim dividend of Rs. 2.25 per share and accordingly, the Company has received interim dividend of Rs. 1,69.28 million.

There has been no material change in the nature of Business of the subsidiaries.

A report on the performance and financial position of the Subsidiary Company as per the Companies Act, 2013 in Form AOC-1 is annexed as **Annexure-I** forming part of this report.

4. CONSOLIDATED FINANCIAL STATEMENT

The Consolidated Financial Statements have been prepared by the Company in accordance with the applicable Accounting Standards. The audited consolidated financial statements together with Auditors' Report form part of the Annual Report.

The consolidated financial statements are available on the website of the Company and can be accessed on www.bhilwaraenergy.com.

5. STATEMENT OF COMPANY AFFAIRS/ PROJECT STATUS & INFORMATION/ SUBSIDIARIES COMPANIES

PROJECTS DEVELOPED BY THE COMPANY

14 MW Wind Power Project in Distt. Kolhapur, Maharashtra

The generation during the current financial year 2018-19 is 27.31 Million kWh as compared to 22.67 Million kWh in the previous financial year 2017-18. The Company recorded revenue from operations of Rs. 186.58 million during the financial year 2018-19 as compared to Rs. 137.48 million in the previous financial year. The power generated from this project is being sold to Maharashtra State Distribution Company Limited (MSEDCL) on long term PPA for 13 years. The Project is availing Generation Based Incentives (GBI) provided by MNRE, Government of India.

HYDRO POWER PROJECT UNDER THE SUBSIDIARIES

(i) Malana Power Company Limited-86 MW Malana HEP (Himachal Pradesh)

Malana Power Company Ltd.(MPCL), a subsidiary of your company, is engaged in the generation & transmission of energy from its 86 MW Malana Hydro Electric Project in the state of Himachal Pradesh. The Malana HEP is in operation since 2001.

MPCL recorded revenue from operations of Rs.967.27 million during the financial year 2018-19 as compared to Rs. 843.39 million in the previous financial year 2017-18. The other income during the financial year 2018-19 was Rs.553.40 million vis-a-vis Rs.545.77 million in the financial year 2017-18, out of which Rs.510 million other income is attributable to the interest on sub-debt provided to AD Hydro Power Limited (subsidiary company).

The Net profit during the financial year 2018-19 was at Rs.701.01 million as compared to Rs. 1,190.78 million in the previous financial year. The higher profitability in the previous year was due to recognition of MAT credit for Rs.415.37 million related to prior years. The generation during the financial year 2018-19 stood at 314.22 Million Kwh as compared to 346.50 Million kWh in the previous year.

(ii) AD Hydro Power Limited- 192 MW Allain Duhangan HEP (Himachal Pradesh)

AD Hydro Power Ltd (ADHPL), a step down subsidiary of your Company, is engaged in the generation & transmission of energy from its 192 MW Allain Duhangan Hydro Electric Project in the state of Himachal Pradesh.

ADHPL recorded revenue from operations of Rs. 2,336.70 million during the financial year 2018-19 as compared to Rs. 2,069.76 million in the previous financial year. The Net profit during the financial year 2018-19 was at Rs.226.34 million as compared to net profit of Rs. 25.39 million in the previous financial year.

The generation during the year stood at 582.22 Million kWh in the financial year 2018-19 as compared to 683.01 Million kWh in the previous financial year 2017-18.

(iii) NJC Hydro Power Limited-780 MW Nyamjang Chhu HEP (Arunachal Pradesh)

NJC Hydro Power Limited (NHPL), a wholly owned subsidiary of your company, is having license to develop of 780 MW NyamjangChhu Hydro Electric Project in the state of Arunachal Pradesh.

The Environmental Clearance of the project and Stage-I Forest Clearance were challenged in Hon'ble National Green Tribunal (NGT) in 2012 by a NGO 'Save Mon Region Federation'. Hon'ble NGT vide their order dated 7th April, 2016, has suspended the Environmental Clearance accorded to the project and mandated the Ministry of Environment Forests & Climate Change (MoEF & CC) to carry out the studies on "E-flow requirement for protection of Habitat of the

Black Necked Crane and for the conservation of the Black Necked Crane" from Wildlife Institute of India, Dehradun. Subsequently, after completion of the studies, public hearing will be conducted before the case is considered afresh for reinstating environmental clearance. Therefore, no project activities can be taken up till the issues regarding environmental clearance are settled and the environmental clearance is reinstated.

Government of Arunachal Pradesh has issued the instant notice for termination on 22.03.2019 invoking its right to take over the project on "As Is Where Is Basis" and allotting the same to third party. However, your Company along with NHPL has filed petition under section 9 of Arbitration Act in District court of Itanagar for immediate relief to maintain the status quo till the dispute is settled. District court admitted the application and passed the order maintaining the "Status quo" on the project and suspended the termination notice till next hearing on 21.08.2019.

(iv) Chango Yangthang Hydro Power Limited-180 MW Chango Yangthang HEP (Kinnaur District, Himachal Pradesh)

Chango Yangthang Hydro Power Ltd (CYHPL), a wholly owned subsidiary of your company, is having license to develop 180 MW Chango Yangthang Hydro Electric Project in the state of Himachal Pradesh.

Due to various reasons, CYHPL is not able to develop its project and has surrendered the project and filed application with Govt of H.P. for refund of upfront premium and security deposit of Rs. 39.69 crore along with interest @ 10%. The Company is constantly following up with the State Government for the refund of the premium with interest.

As reported last year, M/s Chango Yangthang Hydro Power Limited had filed an application with Hon'ble National Company Law Tribunal, Chandigarh (NCLT) for reduction of share capital from Rs. 60 Crore to Rs. 30 Crore.

The members are informed that during the year 2018-19, the Hon'ble NCLT vide its order dated 08th August, 2018 has approved the reduction of paid up share capital of Rs. 6,000 Lakhs divided into 600 Lakhs share of ₹10 each to Rs. 3,000 Lakhs divided into 600 Lakhs share of ₹5 each.

Pursuant to the reduction of the paid up share capital of the CYHPL, the face value of the shares of CYHPL reduced from Rs. 10 to Rs. 5 per share. Consequent to which, the Authorised Share Capital of CYHPL was also amended. The present Authorised Share Capital of the CYHPL is Rs. 60 Crores divided into 12 Crore Shares of Rs. 5 each.

(v) 200 MW Bara Bangahal HEP (Chamba District, Himachal Pradesh)- in Malana Power Company Limited (MPCL)

The Members are aware that the MPCL was allotted 200 MW Bara Bhangal Hydro-electric Project (HEP) on River Ravi in Indus Basin located in District Chamba of Himachal Pradesh. As apprised to the members in the previous Report, some part of project falls under Dhauladhar Wild Life Sanctuary (DWLS). After approval of the Govt. of Himachal Pradesh (GoHP) to implement Bara Bangahal Hydro-electric Project (200 MW) in two stages, a Supplementary Pre-Implementation Agreement (SPIA) was signed with the State Government on 03.02.2014 to implement Bara Bangahal Stage – I HEP (92 MW). MPCL has mentioned the difficulty due to wildlife norms, and had written to the Directorate of Energy, Government of Himachal Pradesh vide letter dated 09.12.2015, and expressed its inability in doing project. In this regard, MPCL had also requested for refund of the entire amount of upfront premium of Rs. 612.00 million paid by it for allotment of the project along with interest @ 12%. ***MPCL has received communication from the Directorate of Energy, vide its letter dated 20th March 2018 stating that the request of the Company is under consideration and the decision shall accordingly be conveyed.***

(vi) Balephi Jalvidhyut Company Ltd-23.52 MW Balephi HEP (Nepal)

Balephi Jalvidhyut Company Limited (BJCL), Nepal, a subsidiary of your company, has a license to develop 23.52 MW Hydro Power Project in Nepal.

As informed in the last report, the Company executed Share Purchase Agreement (SPA) with M/s Triveni Hydro Power Limited, Nepal (Triveni) to sell its entire equity stake in BJCL. The transaction was to be completed by 30th June, 2018. On the request of Triveni, the validity was extended upto 30th June, 2019. However, the transaction has not yet taken place.

WIND POWER PROJECTS UNDER SUBSIDIARIES

(i) BG Wind Power Limited-20 MW Wind Power Project in Distt. Jaisalmer, Rajasthan

BG Wind Power Limited, a wholly owned subsidiary of your company is engaged in the generation of 20 MW Wind power project in Distt. Jaisalmer, Rajasthan.

The power generated from this project is being sold to Jodhpur Vidyut Vitran Nigam Limited (JdVVNL) at PPA (valid till 31st March'2019) on Average Power Purchase Cost (APPC) mode.

The generation during the current financial year 2018-19 is 19.49 MUs as compared to 15.52 MUs in the previous year 2017-18.

The total revenue from operations during the current financial year 2018-19 is Rs. 11.55 Crore as compared to Rs. 7.22 Crore in the previous financial year 2017-18.

The Company suffered loss of Rs 5.66 Crore in the financial year 2018-19 as against loss of Rs. 19.76 Crore during the previous year. The reason for the loss is mainly due to lower generation due to evacuation constraint at Akal substation, main transformer failure due to fire at Akal Substation, feeder constraint & RoW by local/Inox vendors at site & Lower wind speed as compared to expected and also impairment of the assets to the tune of Rs 10 Crore during the previous financial year.

OTHER SUBSIDIARIES

(i) Indo Canadian Consultancy Services Limited

Indo Canadian Consultancy Services Ltd (ICCS), subsidiary of your company, is engaged in the consultancy of hydro power.

During the current financial year 2018-19, ICCS recorded Revenue from operation of Rs. 5.57 crore as against Rs. 5.49 crore in the previous year. During the current financial year 2018-19, ICCS recorded Net Loss of Rs. 0.42 crore as against loss of Rs. 0.05 crore during the previous financial year.

6. DIVIDEND

In view of the loss during the current year and other financial commitments of the Company, your Director's do not propose any dividend for the financial year under review.

7. INDUSTRY POTENTIAL & DEVELOPMENT

India is third largest producer of electricity and fifth largest installed power capacity in the world. The all India installed power generation capacity stood at 3,56,100 MW as on 31.03.2019 comprising of 2,26,279 MW from Thermal, 45,399 MW from Hydro, 6,780 MW from Nuclear and 77,642 MW from Renewable.

During the fiscal year 2018-19, the energy availability was 1,268 BU as against requirement of 1275 BU kWh with a shortfall of 0.6% and peak load was 176 GW as against peak demand of 177 GW with a shortfall of 0.8%.

As per the CEA's 19th Electric Power Survey (EPS) report, the electricity consumption on all-India basis during the period 2021-22 and 2026-27 has been assessed as 1300 BU and 1743 BU respectively. The peak electricity demand has been estimated as 226 GW during 2021-22 and 299 GW during 2026-27.

The 2019 Union Budget proposals are also pro-growth with thrust on "One Nation One Grid" to provide Power at affordable rates to states. Union Budget 2019 also indicated about the structural reforms in the power sector soon. Measures to be taken under Ujjwal Discom Assurance Yojana (UDAY) for removal of Cross subsidy surcharge, undesirable duties on Open Access or captive generation for industrial and other bulk power consumers.

In terms of on World Bank's Ease of getting Electricity Index, India's rank has also increased to 24 in 2018-19 from 29 in 2017-18.

The 2019 World Economic Outlook (WEO) released by the International Monetary Fund (IMF) projects that India's GDP will grow by 7.3% in 2019-20 and by 7.50% during 2020-21. According to the Central Electricity Authority (CEA), the electricity demand in the country will grow at CAGR of 6.18% between FY 17- FY 22. However, with actual demand met from FY 17 to FY 19, the CAGR comes to 5.60%, which implies that CAGR of 7.12% is required to be achieved during FY 19 to FY 22 in order to achieve electricity demand estimates taken by CEA. This may be possible considering demand pick up owing to the upfront incentive proposed on purchase and charging infrastructure, to encourage faster adoption of Electric Vehicles in India and 'Make in India' initiative of the Government.

HYDRO POWER

India is blessed with immense amount of hydro-electric potential and ranks 5th in terms of exploitable hydro-potential on global scenario. ***India is endowed with large hydropower potential of 1,45,320 MW of which only about 45,400 MW has been utilized so far***. Only about 10,000 MW of hydropower has been added in the last 10 years.

The hydropower sector is currently going through a challenging phase and ***the share of hydropower in the total capacity has declined from 50.36% in the 1960s to around 13% in 2018-19***.

Besides being environment friendly, hydropower has several other unique features like ability for quick ramping, black start, reactive absorption etc. which make it ideal for peaking power, spinning reserve and grid balancing/ stability. Further, hydropower also help in socio-economic development of the entire region by providing employment opportunities and boosting tourism etc.

Despite huge potential and other inherent advantages, the growth of hydro power segment has been rather sluggish due to inherent risks associated with the sector, such as geological surprises, natural calamities, environmental & forest issues, and rehabilitation and resettlement issues apart from commercial risks. The major commercial deterrents for the private developers are high capital cost and long payback period due to high gestation period. Financing such capital-intensive projects for long period such as 20 years is really a challenge. Besides, DISCOMS are reluctant sign Power Purchase Agreements (PPAs) of Hydro Power due to higher tariff, particularly, in the initial years.

Off late there has been a focus from the state as well as central government to address the problems and difficulties being faced by hydro power development. In this back drop, last year, the State Government of Himachal Pradesh amended its hydro power policy to boost execution of stalled projects and this years also, to promote Hydro Power Sector further, The Union Cabinet approved various measures including declaring large hydropower projects to be part of the non-solar renewable purchase obligation (RPO) (previously, only hydropower projects less than 25 MW were categorized as renewable energy), providing budgetary support for flood moderation component, funding cost of enabling infrastructure i.e. roads and bridges on case to case basis limited to Rs 15 million per MW for up to 200 MW projects and Rs 10 million per MW for above 200 MW projects and tariff rationalization measures to reduce tariff and thus the burden on the consumer, followed by notification on 8th March 2019 by Ministry of Power (Govt. Of India).

Hopefully all such measures put together would make development of hydro power projects commercially viable and will restore the confidence & interest of the private players in development of hydro power projects in India.

RENEWABLE POWER

The energy mix has undergone changes over the years owing to the enhanced policy focus on climate change, energy security concerns and desire to rebalance energy sources.

Renewable Energy's share in the country's overall energy mix has seen a consistent and significant addition over the years. From a meager 3.3% share in 2002, Renewable Energy currently constitutes 21.8% (Mar'19) of the overall installed capacity. The steady pace of capacity addition has been seen in India. During December 2018, India has emerged as the fifth largest Renewable Energy player in terms of Installed capacity in the world. As of March 2019, India's Renewable Energy installed capacity stood at 77.64 GW. Further, India has set an ambitious target of establishing 175 GW of RE installed capacity target by 2022, which will result in India emerging as the world's largest RE market.

Wind constitutes the largest share of the country's overall RE pie with a share of 45.89%. The overall new wind industry installations were 1580 MW in FY 19 compared to 1766 MW in FY18. The Government also has set a target to scale up the wind capacities to 60GW by 2022.

Ministry of New and Renewable Energy (MNRE, Govt. of India) has issued National Wind Solar Hybrid policy in May 2018. This policy aims to achieve hybrid wind-solar capacity of 10 GW by 2022. Hybridization of two technologies will help in minimizing variability and optimum utilization of infrastructure including land and transmission system.
The Wind Industry is in consolidation phase where player with smaller portfolios are looking at exiting the market and correspondingly the large players are looking for acquisition to achieve economies of scale. The sector has seen a wave of M&A deals by various companies in last year and will continue on coming year also.

INDIAN MERCHANT MARKET

During 2018-19, total short term power transactions were approximately 12% of yearly generation, which is almost 14% Y-o-Y volume growth of short term transactions. The company expects power demand to grow steadily considering the estimated GDP growth and the various power sector reforms on the anvil and measures taken by the Government.

The monthly market clearing price at the Indian Energy Exchange (IEX) has spiked to Rs 5.73/kWh in October'18, taking the average price to Rs 3.88/kWh in 2018-19.

While such sudden surge in the spot market could be due to temporary factors like reduction in hydro and nuclear generation, outage of transmission line, shortage of domestic coal etc. leading to short supply of power resulting into demand supply mismatch, however at the same time the underlying trend is quite encouraging.

Based on the facts provided above, the company feels that surging spot prices of electricity will now remain moderate in the near-term which is also evident from the IEX prices discovered during last three month i.e. April to June 2019, where price remained close to Rs.3.28/kWh on an average. Barring the short term reasons like imbalance in demand-supply, the underlying real demand is improving vis-a-vis the power supply.

Going forward, it is expected that the demand will grow to cater to the continued economic growth of the country, creating more volume in the power market with strengthening of financials of Discoms.

8. CORPORATE GOVERNANCE

The Company is committed to achieving the higher standard of Corporate Governance by application of the best management practices, compliance with law, adherence to ethical standards and discharge of social responsibilities. Your Company has in all spheres of its activities adequate checks and balances to ensure protection of interest of all stakeholders. Your Company also endeavors to share, with its stakeholders' openly and transparently, information on matters which have a bearing on their economic and reputational interest.

The majority of the Board comprises of Non-Executive Directors' including Independent Directors appointed under the Companies Act, 2013, who play a critical role in imparting balance to the Board processes, by bringing an independent judgment to decide on issues of strategy, performance, resources, standards of Company's conduct, etc. The Audit Committee of the Board provides assurance to the Board on the adequacy of Internal Control Systems and Financial Systems.

9. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

No material changes and commitments, affecting the financial position of the Company have occurred during the end of the financial year of the Company to which the Financial Statements relate and the date of the report.

10. INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company has adequate internal financial controls in place with reference to the Financial Statements commensurate with the size and nature of its business. An internal audit program covers various activities and periodical reports are submitted to the management. The Audit Committee reviews financial statements, internal audit reports along with internal control systems. During the year under review, these controls were evaluated and no significant weakness was identified in the operations of control. The Company has a well-defined organizational structure, internal rules and guidelines for conducting business transactions.

11. PERSONNEL

(i) INDUSTRIAL RELATION

The Industrial Relations during the period under review generally remained cordial at the plants and corporate office of the Company without any untoward incidents.

(ii) PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed herewith as **Annexure –II.**

Further, on 21st December, 2010, the company has granted stock options as per Bhilwara Energy ESOP 2010 to its employees including those of subsidiary companies.

The exercise period for the exercise of the option was 8 years from the date of grant i.e. till 20th December, 2018. Till the last date of exercise validity, none of the employees has exercised the option and accordingly, all the options lapsed.

The Disclosures as required by Rule 12 of Companies (Share Capital and Debentures) Rules 2014 is as under:-

Parameters/terms of grant	**Explanation**
Total number of options granted	A total of 10,68,820 options are being awarded in the current grant amounting to 0.70% of the total paid up capital as on the grant date.
Total number of options accepted	1,068,820
Total number of Valid options	NIL
Total number of options lapsed	1,068,820
Option exercised	NIL
The total number of shares arising as a result of exercise of option	NIL
Exercise price per option	Rs 82/-
Variation of terms of options	N.A.
Money realized by exercise of options	NIL
Total number of option in force	NIL
Employee wise details of options granted to:	

(1) Key managerial personnel	Mr. Ravi Gupta-6,353
(2) Any other employee who receives a grant of options in any one year of option amounting to five percent or more of options granted during that year.	Mr. O P Ajmera-1,28,027 Mr. Rakesh Mahajan-1,03,807
(3) Identified employees who were granted option, during any one year, equal to or exceeding one percent of the issued capital (excluding outstanding warrants and conversions) of the company at the time of grant	NIL

12. PUBLIC DEPOSITS

The details in regard to deposits, covered under Chapter V of the Companies Act, 2013 are mentioned hereunder;

a) Amount accepted during the year — Nil

b) Amount remained unpaid or unclaimed as at the end of the year — Nil

c) Default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved

i) at the beginning of the year — -N/A-

ii) maximum during the year — -N/A-

iii) at the end of the year — -N/A-

The company does not have deposits which are in contradiction of Chapter V of the Act.

Your Company has not invited any deposits from public/shareholders in accordance with Chapter V of the Companies Act, 2013.

13. RESERVES

No amount was required to be transferred to Reserve.

14. SHARE CAPITAL

a) <u>Issue of equity shares with differential rights</u>

During the financial year 2018-19, no equity shares have been issued with differential rights.

b) Issue of sweat equity shares

During the financial year 2018-19, no sweat equity shares which have been issued.

c) Issue of employee stock options

During the financial year 2018-19, no equity shares have been issued under employee stock option scheme/ employee stock purchase scheme.

d) Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees

During the Financial Year 2018-19 no provision of money was made by the company for purchase of its own shares by employees or by trustees for the benefit of employees. So the provisions as provided in rule 16 (4) of Companies (Share Capital and Debentures) Rules, 2014 are not applicable.

15. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

M/s NJC Hydro Power Limited (NHPL), the wholly owned subsidiary of your Company, received the instant notice for termination on 22.03.2019 from Govt of Arunachal Pradesh invoking its right to take over the project on "As Is Where Is Basis" and allotting the same to third party. However, your Company has along with NHPL has filed petition under section 9 of Arbitration Act in District courts of Itanagar for immediate relief to maintain the status quo till the dispute is settled. District court admitted the application and passed the order maintaining the "Status quo" on the project and suspended the termination notice till next hearing on 21.08.2019.

The impact of the case filed by NHPL/company in District Court on the going concern status and NHPL/company's operation in future will be ascertained after the final verdict of the case.

In case of M/s BG Wind Power Limited (BGWPL), the Power Purchase Agreement of expired on 31st March, 2019 and is not revalidated by DISCOM till date. The power is being continued to be supplied to DISCOM without PPA. However, BGWPL has filed review petition with Rajasthan Electricity Regulatory Commission (RERC) for renewal of PPA w.e.f 01st April, 2019. Rajasthan Electricity Regulatory Commission (Renewable Energy Certificate and Renewable Purchase Obligation Compliance Framework) (Third Amendment) Regulations, 2019 has capped the price of electricity component to average of pooled cost of 2011-12 to 2016-17 for JdVVNL i.e. Rs. 3.14/- per MW. To the extent of effect of this amendment regulation and outcome of review petition filed by BGWPL, BGWPL's revenue will impact in future.

Except above, there were no significant and material orders passed by the regulators or Courts or Tribunals impacting the going concern status and Company's operations in future.

16. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information with regard to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo in accordance with the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is given as **Annexure III** forming part of this Report.

17. DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the year under review, there has been no change in the Board of Directors and Key Managerial Personnel of the Company.

DIRECTORS RETIRE BY ROTATION

Pursuant to the provisions of Companies Act, 2013 Mr. Ravi Jhunjhunwala (DIN: 00060972) retires by rotation at the forthcoming Annual General Meeting and being eligible, offers himself for reappointment. The Board recommends his re-appointment.

APPOINTMENTS/ RE-APPOINTMENTS

- RE-APPOINTMENT OF MR. RIJU JHUNJHUNWALA AS THE MANAGING DIRECTOR (KMP)

Shri Riju Jhunjhunwala (DIN:00061060) on the recommendation of Nomination and Remuneration Committee was re-appointed as the Managing Director of the Company for a period of 3 years commencing from 17th August 2019 to 16th August, 2022 in terms of Section 2(54) of the Companies Act, 2013 in the Board Meeting held on 16th May, 2019 subject to approval of the Shareholders at the ensuing 13th Annual General Meeting of the Company.

- RE-APPOINTMENT OF MR. RISHABH JHUNJHUNWALA AS THE MANAGING DIRECTOR

Shri Rishabh Jhunjhunwala (DIN: 03104458) on the recommendation of Nomination and Remuneration Committee was re-appointed as the Managing Director of the Company for a period of 3 years commencing from 17th August 2019 to 16th August, 2022 in terms of Section

2(54) of the Companies Act, 2013 in the Board Meeting held on 16th May, 2019 subject to approval of the Shareholders at the ensuing 13th Annual General Meeting of the Company.

- **RE-APPOINTMENT OF DR. KAMAL GUPTA AS AN INDEPENDENT DIRECTOR**

The first term of office of Dr. Kamal Gupta (DIN: 00038490), as an Independent Director, is expiring on 29th September, 2019. The Board on the recommendation of the Nomination & Remuneration Committee has recommended his re-appointment as an Independent Director of the Company, for the second term of 5(five) consecutive years subject to approval of Shareholders in the ensuing 13th Annual General Meeting of the Company.

- **RE-APPOINTMENT OF MS. NIHARIKA BINDRA AS AN INDEPENDENT DIRECTOR**

The first term of office of Ms. Niharika Bindra (DIN: 07183905), as an Independent Director, is expiring on 29th June, 2020. The Board on the recommendation of the Nomination & Remuneration Committee has recommended her re-appointment as an Independent Director of the Company, for the second term of 5(five) consecutive years subject to approval of Shareholders in the ensuing 13th Annual General Meeting of the Company.

The Board hereby recommends all the above appointments/re-appointments for approval of shareholders in the ensuing Annual General Meeting.

DECLARATION FROM INDEPENDENT DIRECTORS

Your Directors further inform the members that declarations under section 149(7) of the Companies Act, 2013 have been taken from the Independent Director/s at the beginning of the financial year confirming that they meet the criteria of Independence as specified under sub-section (6) of Section 149 of Companies Act, 2013 and there has been no change in the circumstances which may affect their status as Independent Director during the year.

KEY MANAGERIAL PERSONNEL (KMPS)

In accordance with the provisions of Section 2 (51), 203 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the following acted as the Key Managerial Personnel of the Company):

a) Mr. Riju Jhunjhunwala, Managing Director

b) Mr. Ravi Gupta, Company Secretary

c) Mr. Krishna Prasad, Chief Financial Officer (CFO)

18. MEETINGS

(i) MEETINGS OF THE BOARD

The Board of Directors had met five (5) times during the financial year 2018-19.The Meeting of the Board were held on 03rd May, 2018, 17th August, 2018, 24th November, 2018, 21st December, 2018 and 11thMarch, 2019.

The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

The Attendance of the Board meetings held in the financial year 2018-19 is as below:

S. No.	Name of the Director	Category	No. of Meetings entitled to Attend	No. of Meetings Attended
1	Mr. Ravi Jhunjhunwala	Chairman & Non-Executive Director	5	5
2	Mr. Riju Jhunjhunwala	Managing Director	5	5
3	Mr. Rishabh Jhunjhunwala	Managing Director	5	2
4	Dr. Kamal Gupta	Non-Executive Director (Independent Director)	5	5
5	Ms. Niharika Bindra	Non-Executive Director (Independent Director)	5	2
6	Mr. Rajeev Kalra	Non-Executive Director (Nominee Director)	5	4

(ii) AUDIT COMMITTEE

During the financial year 2018-19, the Audit Committee reviewed the Company's financial results, Internal Control Systems, Risk and Internal Audit Reports. The proceedings of the Committee have been in accordance with the provisions of the Companies Act, 2013 and Rules made thereunder. All the recommendations of the Audit Committee were accepted by the Board during the financial year 2018-19.

All the Members of the Committee possess knowledge of corporate finance, accounts and corporate laws. The Statutory Auditors, Internal Auditors and Senior Executives of the Company were invited to attend the respective meetings of the Committee.

During the financial year 2018-19 four Audit Committee Meetings were held. The meetings were held on 03rd May, 2018, 17th August, 2018, 21st December, 2018 and 11th March, 2019.

The Composition& Attendance of the Audit Committee meetings held in the financial year 2018-19 is as below:

S. No.	Name of Director	Designation	No. of Meetings entitled to Attend	No. of Meetings Attended
1	Mr. Rajeev Kalra	Chairman & Member	4	4
2	Dr. Kamal Gupta	Member	4	4
3	Ms. Niharika Bindra	Member	4	1

The Company Secretary acts as the Secretary to the Committee.

(iii) NOMINATION AND REMUNERATION COMMITTEE MEETING

During the financial year 2018-19, no Nomination and Remuneration Committee Meetings were held.

The Composition of the Nomination & Remuneration Committee is as below:

S. No.	Name of Director	Designation
1	Dr. Kamal Gupta	Chairman & Member
2	Mr. Ravi Jhunjhunwala	Member
3	Ms. Niharika Bindra	Member
4	Mr. Rajeev Kalra	Member

The Company Secretary acts as the Secretary to the Committee.

(iv) CORPORATE SOCIAL RESPONSIBILITY COMMITTEE MEETING

During the financial year 2018-19, One Corporate Social Responsibility Committee Meeting was held on 17th August, 2018.

The Composition& attendance of the Corporate Social Responsibility Committee meeting held in the financial year 2018-19 is as below:

S. No.	Name of Director	Designation	No. of Meetings entitled to Attend	No. of Meetings Attended
1	Dr. Kamal Gupta	Chairman & Member	1	1
2	Mr. Riju Jhunjhunwala	Member	1	1
3	Mr. Rajeev Kalra	Member	1	1

The Company Secretary acts as the Secretary to the Committee.

(v) INDEPENDENT DIRECTORS' MEETING

The Independent Directors met on 03rd May, 2018 and 16th May, 2019 without the attendance of Non Independent Directors and members of the Management. The Independent Directors reviewed the performance of Non–Independent Directors and the Board as a whole; the performance of the Chairman of the Company, taking into account the views of Executive Directors and Non–Executive Directors and assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

19. GENERAL MEETINGS

The Annual General meeting of the members for the Financial Year 2017-18 was held on 28th September, 2018.

No Extra Ordinary General Meeting was held during the year under review.

20. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All the related party transactions entered into during the financial year were on an arm's length basis and were in the ordinary course of business. Your Company has not entered into any transaction with related parties which could be considered material in terms of section 188 of the Companies Act, 2013. Accordingly, the disclosure of related party transactions as required under section 134(3) (h) of the Companies Act, 2013 in form AOC-2 is not applicable.

21. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The Provision of section 186 of the Companies Act, 2013 with respect to loans, guarantees and security is not applicable since the Company is engaged in providing Infrastructural Facilities and is exempt under section 186 of the Companies Act, 2013. The details of the investment made during the year under review are disclosed in the notes to the financial statement of the Company.

22. BOARD EVALUATION

Pursuant to the provisions of section 134 (3) (p) of the Companies Act, 2013, the annual evaluation has been made of the Board, its committees and individual directors. The manner of evaluation is mentioned in the Nomination & Remuneration Policy which forms part of the Board Report.

Your Directors express their satisfaction with the evaluation process and inform that the performance of the Board as a whole, its Committees and its member individually was adjudged satisfactory.

23. BUSINESS RISK MANAGEMENT

The objective of risk management at the Company is to protect shareholder value by minimizing threats or losses and identifying and maximizing opportunities. An enterprise wide risk management framework is applied so that effective management of risk is an integral part of every employee's job.

The Audit Committee of the Company oversees the Risk functions. The Company's risk management strategy is integrated with the overall business strategies of the organization and is communicated throughout the organization. Risk management capabilities aide in establishing competitive advantage and allow management to develop reasonable assurance regarding the achievement of the Company's objectives.

The effectiveness of risk management strategies is monitored both formally and informally by Management. There is no major risk which may threaten the existence of the Company.

24. CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company has constituted a Corporate Social Responsibility Committee (CSR Committee) and on the recommendation of the CSR committee framed a CSR Policy and the same may be accessed on the website www.bhilwaraenergy.com.

During the last three financial years, the company had suffered losses and hence was not required to make any expenditure towards Corporate Social Responsibility activity. The statement is annexed as **Annexure IV** hereto with this report.

25. NOMINATION & REMUNERATION POLICY

Pursuant to the provisions of section 178 of the Companies Act, 2013 the Board of Directors on the recommendation of the Nomination and Remuneration Committee has framed a policy for the appointment of Directors and Senior Management and KMP's of the Company and their remuneration. The Policy forms part of the Board Report as **Annexure V** and has also been available on the website of the Companywww.bhilwaraenergy.com.

26. STATUTORY AUDITORS

At the Annual General Meeting held on 29th September, 2017, M/s Doogar & Associates, Chartered Accountants, (ICAI Firm Registration No. 000561N), were appointed as the Statutory Auditors of the Company to hold office till the conclusion of the 16th Annual General Meeting to be held in the Calendar Year, 2022.

Your Directors inform the members that in accordance with the amendment notified by MCA on 7th May, 2018, the requirement of ratification of the appointment of Statutory Auditors at every Annual General Meeting has been done away with.

Further the Auditors have confirmed their eligibility u/s 141 of Companies Act, 2013 and the rules made there under.

The observations of the Auditors, if any, are explained wherever necessary, in the appropriate notes to the accounts. The Auditors' Report does not contain qualification, reservation or adverse remark.

27. REPORTING OF FRAUD BY AUDITORS'

During the year under review, neither the Statutory Auditors nor the Secretarial Auditor and the Internal Auditor had reported any matter under Section 143 (12) of the Companies Act, 2013, therefore, no detail is required to be disclosed under 134(3) (ca) of the Companies Act, 2013.

28. AUDITORS' REMARKS

The Auditors' Report read along with notes to accounts is self-explanatory and therefore does not call for any further comments.

The Auditors Report does not contain any qualification, reservation adverse remarks or disclaimer.

29. SECRETARIAL AUDITOR

The Company had appointed M/s M.L. Sharma & Co., Company Secretaries, to undertake the Secretarial Audit of the Company for the financial year 2018-19, pursuant to Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The Secretarial Audit Report is annexed herewith as **Annexure VI** for kind attention of the Members. The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

30. INTERNAL AUDITOR

Based on the recommendations of the Audit Committee, the Board had re-appointed of M/s BGJC & Associates, Chartered Accountants (ICAI Firm Registration No. 003304N) as its Internal Auditor for the financial year 2019-20. During the year under review, the Company continued to implement the suggestions and recommendations made by the Internal Auditors to improve the control environment.

31. VIGIL MECHANISM/WHISTLE BLOWER POLICY

Your Board Reports to the members that with the objective of pursuing the business in a fair and transparent manner by adopting the highest standards of professionalism, honesty, integrity, and ethical behavior and to encourage and protect the employees who wish to raise and report their genuine concerns about any unethical behavior, actual or suspected fraud or violation of Company's Code of Conduct, the Company on the recommendation of the Audit Committee has adopted a Whistle Blower Policy. The policy adopted by the Company contains a framework whereby the identity of complainant is not disclosed. The Policy has been disclosed on the website of the Companywww.bhilwaraenergy.com.

32. EXTRACT OF ANNUAL RETURN

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in form **MGT 9** as **Annexure** V is annexed hereto. The extract of Annual Return in form MGT-9 is also placed on the website of the Company www.bhilwaraenergy.com.

33. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Act, the Board of Directors, to the best of their knowledge state the following:

(a) that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
(b) that such accounting policies had been selected and applied consistently and judgment and estimates have been made that are reasonable and prudent to give a true and fair view of the state of affairs of the company as at the end of the financial year and of the profit and loss of the company of that period;
(c) that the proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) that the annual financial statement has been prepared on a going concern basis;
(e) that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
(f) that the Company had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

34. GENERAL DISCLOSURE

- The Company has a group policy in place against Sexual Harassment in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment.

  The Company has complied with the provisions relating to constitution of Internal Complaints Committee under sexual harassment of women at workplace (Prevention, Prohibition & Redressal) Act, 2013.

  No complaints were received during the financial year 2018-19.

- There was no change in the name of the Company and its nature of business.
- The financial year of the Company was same as of previous year.
- To the best of our knowledge and belief there has been no instance of fraud that has occurred or reported in the Company, during the financial year 2018-19.
- During the year, there was no change in the issued share capital of the company.
- The Company is in compliance of all applicable secretarial standards issued by The Institute of Company Secretaries of India from time to time.
- The Company is not required to maintain the cost records as specified by the Central Government under sub section (1) of section 148 of the Companies Act, 2013, and accordingly such Accounts and records are not made and maintained by the Company.
- The Company has made the necessary disclosure as per rule 8(5) of Companies Accounts Rules 2014.

35. ACKNOWLEDGEMENTS

Your directors acknowledge the assistance and continued support provided by the Ministry of Power and Ministry of Environment and Forests (Government of India), Government of Arunachal Pradesh, Government of Maharashtra, Government of Rajasthan, Government of Himachal Pradesh, Government of Federal Democratic Republic of Nepal, other Government Agencies, Lenders, Commercial Banks, Financial Institutions, PTC India Limited and our valued

customers & look forward to their continued support and cooperation in the coming years as well.

Your Directors also like to express great appreciation for the commitment and contribution of its employees at all levels.

Your Directors also place on record the appreciation for investors for their support and confidence reposed by them in the Company.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
BHILWARA ENERGY LIMITED

PLACE: NOIDA (U.P.)
DATE: 07th August, 2019

RAVI JHUNJHUNWALA
CHAIRMAN
(DIN: 00060972)

ANNEXURE – I TO THE DIRECTORS' REPORT

Statement containing salient features of the financial statements of Subsidiaries/Associates companies/Joint Ventures (Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of the Companies (Accounts) Rules, 2014 (Form AOC-1)

Part –"A" Subsidiaries **(₹ in Lakhs)**

Particulars/ subsidiaries	**Malana Power Company Limited**	**AD Hydro Power Limited**	**Indo Canadian Consultancy Services Limited**	**Balephi Jalvidhyut Company Limited, Nepal**	**BG Wind Power Limited**	**NJC Hydro Power Limited**	**Chango Yangthang Hydro Power Limited**
The date when subsidiary was acquired	**10.08.2007**	***10.08.2007**	**31.03.2008**	****12.03.2009**	**18.10.2017**	**16.12.2009**	**30.03.2011**
Reporting Period	**2018-19**	**2018-19**	**2018-19**	**2018-19**	**2018-19**	**2018-19**	**2018-19**
Reporting Currency	**INR**	**INR**	**INR**	**NRs**	**INR**	**INR**	**INR**
Issued, subscribed & paid up capital	14,752.57	56,015.28	70.66	1,669.17	2,205.00	10,000.00	3,000.00
Reserves	107,429.08	(14,673.31)	(46.46)	(128.34)	(2,223.30)	(83.05)	172.81
Total assets	**139,148.05**	**168,541.90**	**959.54**	**1,683.06**	**9,091.01**	**16,225.93**	**3,971.55**
Total liabilities	**16,966.40**	**127,199.93**	**935.36**	**142.24**	**9,109.31**	**6,308.98**	**798.74**
Investment (except in subsidiary)	-	-	-	-	-	-	-
Turnover	9,672.61	23,367.00	557.20	-	1,155.28	-	-
Profit before tax	10,049.82	2,934.92	(41.98)	(234.88)	(565.96)	(2.58)	(39.61)
Provision for tax	3,039.75	672.11	-	-	-	-	-
Profit after taxation	7,010.07	2,262.81	(41.98)	(234.88)	(565.96)	(2.58)	(39.61)
Proposed Dividend	-	-	-	-	-	-	-
% of Shareholding	**51.00%**	**44.88%**	**75.50%**	**95.86%**	**100.00%**	**100.00%**	**100.00%**

*The date of acquisition of AD Hydro Power Limited is same on which Malana Power Company Limited acquired AD Hydro Power Limited

**For the Companies registered in Nepal-exchange rate has been taken as 100 INR (Indian ₹) =160 NR (Nepali Rupee)

Sr. No.	**Name of Subsidiaries which are yet to commence operations**
1	NJC Hydro Power Limited
2	Chango Yangthang Hydro Power Limited
3	Balephi Jalvidhyut Company Limited, Nepal

Sr. No.	**Name of Subsidiaries which have been liquidated or sold during the year**
	NIL

Part-B: Associate and Joint Ventures

The Company does not have any Associate/Joint Venture Company.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
BHILWARA ENERGY LIMITED

Ravi Jhunjhunwala	**Riju Jhunjhunwala**	**Krishna Prasad**	**Ravi Gupta**
Chairman	**Managing Director**	**CFO**	**Company Secretary**
DIN: 00060972	**DIN:00061060**		**M.No. F5731**

PLACE: NOIDA (U.P.)
DATE: 07th August, 2019

ANNEXURE – II TO THE DIRECTORS' REPORT

The information of employees receiving salary in excess of the limits as prescribed under the provisions of Section 197 read with Rule 5, sub rule 2 & 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 under the Companies Act, 2013, who were employed throughout or for a part of the financial year under review is given as under:

(A) Names of the top ten employees in terms of remuneration drawn

S. No.	Name of Employee	Designation	Remuneration	Qualification	Experience	Age (in years)	Date of Commencement of Employment	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	Mr. Riju Jhunjhunwala	Managing Director	4.017 Millions	MBA	15.5 years	40	17.08.2010	N.A. (Promoter Director)	NIL	Contractual	Mr. Riju Jhunjhunwala is the son of Sh. Ravi Jhunjhunwala ji and brother of Mr. Rishabh Jhunjhunwala
2	Mr. Rishabh Jhunjhunwala	Managing Director	4.017 Millions	**i)**Bachelor of Computer Science in Engineering and Bachelor of Science in Philosophy from University of Michigan. ii) Master of Science in Mathematics and Foundations of Computer Science from University of Oxford, Merton College.	9 Years	36	17.08.2010	N.A. (Promoter Director)	NIL	Contractual	Mr. Rishabh Jhunjhunwala is the son of Sh. Ravi Jhunjhunwala Ji and brother of Mr. Riju Jhunjhunwala
3	Mr. Ravi Gupta	AGM & Company Secretary	2.86 Millions	B.Com, FCS, LLB	19 Years	41	15.07.2009	Sara Textiles Ltd.	NIL	Permanent	N.A.
4	Mr. Krishna Prasad	CFO(Assistant General Manager Finance)	2.25 Millions	B.Com, FCA	18 Years	46	18.03.2016	Lanco Mandakini Hydro Energy Pvt. Ltd.	NIL	Permanent	N.A.
5	Mr. Nitin Salunke	Assistant Manager Wind Projects	1.21 Millions	Diploma Mechanical Engineering	14 Years	40	01.10.2017	Bhilwara Green Energy Limited	NIL	Permanent	N.A.
6	*Mr. Praveen Kumar Giri	Consultant	1.10 Millions	B.E. Electrical & 1 Year PG Diploma in Administrative Law	37 Years	57	05.08.2018	AD Hydro Power Limited	NIL	Contractual	N.A.
7	Ms. Kakoli Sengupta	Assistant (EHS) Officer	0.67 Millions	M.Sc. LLb	25 Years	48	01.10.2017	LNJ Power Ventures Limited	NIL	Permanent	N.A.

(B) Names of every employee whose remueration falls under limit prescribed in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

S. No.	Name of Employee	Designation	Remuneration (in Rs. millions)	Qualification	Experience	Age	Date of Commencement of	Last Employment held at	Shareholding in the Company	Nature of employment	Whether employee is relative of Director
1	-	-	-	-	-	-	-	-	-	-	-
2	-	-	-	-	-	-	-	-	-	-	-

Note: During the financial year 2018-19, Mr. Praveen Kumar Giri was transferred to Bhilwara Energy Limited from AD Hydro Power Limited w.e.f 05th August, 2018.

ANNEXURE III TO DIRECTOR'S REPORT

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

(a) Conservation of Energy NIL

(b) Technology Absorption

The Technology for Wind Power Project has been provided by AMSC Austria-subsidiary of USA based American Superconductors Corporation (AMSC) a well known Company in field of Wind Energy, through their business partners in India, who are acting as the EPC cum Project Developer. The operations and maintenance of the Wind Farm is also with the Project Developer. Our team has been extensively involved during all the phases of manufacturing, quality control, micrositing, erection and commissioning. The operations of the commissioned WTGs is also being monitored on a daily basis. The maintenance of the WTGs is also being monitored on an ongoing basis.

The operations of Wind Power plant is monitored through SCADA, for which suitable training has been provided to our staff through site visits and live generation system.

(c) Foreign Exchange Earnings and Outgo

(in Rs. Millions)

S.No.	Particulars	2018-19	2017-18
I	**Foreign Exchange Outgo**		
	Traveling	NIL	NIL
	Professional charges	NIL	NIL
	Consultancy Charges	NIL	NIL
	Total	NIL	NIL
II	**Foreign Exchange Earnings**		
	Foreign Exchange Earnings	NIL	NIL
	Total	**NIL**	**NIL**

ANNEXURE IV TO THE DIRECTORS REPORT

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES FOR THE FINANCIAL YEAR 2018-19.

S. No.	Particulars	Remarks
	A brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs and the Composition of the CSR Committee.	Refer to Point No. 18 (iv) & 24 on Corporate Social Responsibility in Director's Report.
1	Average Net Profit of the Company for last three financial years:	NIL
2	Prescribed CSR Expenditure (two percent of the amount as in item 1 above):	NIL
3	Details of CSR spent during the financial year 2018-19:	
	a. Total amount to be spent for the financial year 2018-19:	NIL
	b. Total amount spent during the financial year 2018-19:	NIL
	c. Amount unspent, if any:	NIL
	d. Manner in which the amount spent during the financial year:	NIL

Manner in which the amount spent during the financial year 2018-19:

S. No.	CSR project or activity identified	Sector in which the Project is covered	Projects or Programs (State and district where projects or programs were undertaken)	Amount outlay (budget) project or programs wise	Amount spent on the Project or Programs	Cumulative expenditure upto the reporting period.	Amount spent: Direct or through implementing agency
NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
			TOTAL	NIL	NIL	NIL	NIL

4. **In case the Company has failed to spend the two percent of the average net profits of the last three financial years or part thereof, the reason for not spending the amount in the Board Report.**

   During the last three financial years, the Company had suffered losses. Hence, the Company was not required to spend any amount on the CSR activities.

5. **A Responsibility Statement of the CSR Committee that the implementation and monitoring of the CSR Policy, is in compliance with the CSR objectives.**

   The implementation and monitoring of Corporate Social Responsibility (CSR) Policy, is in compliance with CSR objectives and policy of the Company.

Riju Jhunjhunwala Managing Director DIN: 00061060	Dr. Kamal Gupta Chairman, CSR Committee DIN: 00038490

ANNEXURE V TO THE DIRECTORS REPORT

NOMINATION & REMUNERATION POLICY

Pursuant to Section 178 of the Companies Act, 2013, the Company is required to constitute a Nomination and Remuneration Committee with at least three or more non-executive Directors, out of which not less than one half shall be independent directors. The Company has already a Remuneration Committee with three Non-Executive Independent Directors. In order to align the same with the provisions of the Companies Act, 2013, the Board of Directors in their meeting held on 30th June, 2015, renamed the "Remuneration Committee" as "Nomination and Remuneration Committee".

The Nomination and Remuneration Committee and its Policy being in compliance with the provisions of Section 178 of the Companies Act, 2013, read with the applicable Rules applies to the Board of Directors, Key Managerial Personnel and the Senior management Personnel of the Company.

"Key Managerial personnel (KMP) means and comprise-

- Managing Director & Chief Executive officer;
- Whole-time Director;
- Company Secretary;
- Chief Financial Officer;
- Such other Officer as may be prescribed.

Senior Management comprise the personnel of the Company who are members of its core management team, excluding the Board of Directors, so also, that would also include all members of management one level below the Executive Directors, including Functional Heads.

Role and Objective of Committee:

1. To Formulate the criteria for determining qualifications, positive attributes and independence of a Director.
2. Identify persons who are qualified to become Directors and who may be appointed in senior management positions in accordance with the criteria laid down in the policy.
3. Recommend to the Board the appointment and removal of Directors and Senior Management.

4. Carry out evaluation of every Director's performance.
5. Formulate criteria for evaluation of Independent Directors and the Board.
6. Recommend to the Board a Policy, relating to the remuneration for the directors, key managerial personnel and Senior management.
7. To devise a policy on Board diversity
8. To ensure that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run Company successfully.
9. To ensure the relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
10. To develop a Succession Plan for the Board and to review it regularly.
11. To perform such other functions as may be referred by the Board or be necessary in view of the provisions of the Companies Act, 2013 and Rules made thereunder.

Membership :

1. The Committee shall comprise at least three (3) Directors, all of whom shall be non-executive Directors and at least half of them shall be independent.
2. Minimum two (2) members shall constitute a Quorum for a Committee meeting.
3. Term of the Committee shall be continued unless terminated by the Board of Directors.

Chairman:

1. Chairman of the Committee shall be an Independent Director.
2. Chairperson of the Company may be appointed as a member of the Committee but shall not Chair the Committee.
3. In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman.
4. Chairman of the Nomination and Remuneration Committee could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

Frequency of Meetings:

The meeting of the Committee shall be held at such regular intervals as may be required.

Committee Member's Interests:

1. A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.
2. The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

Voting :

1. Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall, for all purposes, be deemed to be a decision of the Committee.
2. In the case of equality of votes, the Chairman of the meeting will have a casting vote.

Appointment of Directors/KMP/Senior Officials:

While recommending a candidate for appointment, the Committee shall have regard to:

- Assessing the appointee against a range of criteria which includes but not limited to qualifications, skills, experience, background and other qualities required to operate successfully;
- The experience and knowledge that the appointee brings to the role of KMP/Senior Officials, which, in turn, will enhance the skill sets and experience of the Board as a whole;
- The nature of existing positions held by the appointee including directorship and such other relationship and the impact of the same on the Company's welfare.

Letter of Appointment:

The letter of appointment issued by the Company, should contains the terms and conditions of his/her appointment.

Policy on Board Diversity:

The Nomination and Remuneration Committee shall ensure that the Board of Directors have the combination of Directors from different areas/fields or as may be considered appropriate in the best interests of the Company.

Remuneration of Directors, Key Managerial Personnel and Senior Management:

The salaries of Directors, Key Management Personnel and other senior officials shall be based and determined on the individual person's responsibilities and performance and in accordance with the limits as prescribed statutorily, if any. The level and composition of remuneration/fee shall be reasonable and sufficient to attract, retain and motivate directors, Key Managerial Personnel and Senior Management to run the company successfully. The remuneration should also involve a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

1. **Fixed Pay :**

   Managerial Person, KMP and Senior Management shall be eligible for a monthly remuneration in accordance with the statutory provisions of the Companies Act, 2013, and the rules made thereunder for the time being in force. The salary paid need to be competitive and reflective of the individual's role, responsibility and experience in relation to performance of day-to-day activities to be usually reviewed on an annual basis;

2. **Minimum Remuneration :**

   If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managerial Person in accordance with the provisions of Schedule V of the Companies Act, 2013 and if it is not able to comply with such provisions, with the prior approval of the Central Government.

3. **Provision for excess remuneration :**

   If any Managerial Person draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Companies Act, 2013 or without the prior sanction of the Central Government, where required, he/she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it, unless permitted by the Central Government.

4. **Increment :**

   Increments to the existing remuneration/compensation structure may be recommended by the Committee to the Board, which should be within the slabs approved by the Shareholders in the case of Managerial Person.

Remuneration to Non-Executive/Independent Director:

1. **Remuneration/Commission:**

   The remuneration/commission shall be in accordance with the statutory provisions of the Companies Act, 2013, and the Rules made there under for the time being in force.

2. **Sitting Fees:**

   The Non- Executive/Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee(s) thereof. Provided that the amount of such fees shall not exceed the maximum amount as provided in the Companies Act, 2013, per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

Directors' and Officers' Insurance

- Where any insurance is taken by the Company on behalf of its Directors, Key Managerial Personnel, Senior Management Personnel etc for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to such personnel.

Other Provisions:

- The Independent Directors shall not be entitled to any Stock Option.

Evaluation/ Assessment of Directors of the Company

The evaluation/assessment of the Directors of the Company is to be conducted on an annual basis. The following criteria may assist in determining how effective the performance of the Directors have been:

- Contributing to clearly define corporate objectives & plans
- Obtain adequate, relevant & timely information.
- Assess policies, structures & procedures
- Regular monitoring of corporate results against projections
- Review achievement of strategic and operational plans, objectives, budgets
- Identify, monitor & mitigate significant corporate risks
- Review management's Succession Plan

- Effective meetings
- Clearly defining role & monitoring activities of Committees
- Review of ethical conduct

Additionally, for evaluation/assessment of the Performances of Managing Director(s) / Whole Time Directors (s) of the Company, following criteria may also be considered.

- Leadership & stewardship abilities
- Communication of expectations & concerns clearly with subordinates
- Direct, monitor & evaluate KMPs, senior officials.

Evaluation following the aforesaid parameters, will be conducted by the Independent Directors for each of the Executive/Non-Independent Directors in a separate meeting of the Independent Directors.

The Executive Director/Non-Independent Directors along with the Independent Directors will evaluate/assess each of the Independent Directors relative to the aforesaid parameters. Only the Independent Director being evaluated will not participate in the said evaluation discussion.

DEVIATIONS FROM THIS POLICY:

Deviations on elements of this policy, when deemed necessary in the interests of the Company, will be made if there are specific reasons to do so in an individual case.

ANNEXURE VI TO THE DIRECTORS REPORT

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED ON 31st MARCH, 2019

(Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies [Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Bhilwara Energy Limited,
(CIN: U31101DL2006PLC148862)
New Delhi-110025

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Bhilwara Energy Limited** (hereinafter called the Company). Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts /statutory compliances and expressing my opinion thereon.
Based on my verification of the company's books, papers, documents, minutes books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit. I hereby report that in my opinion , the company has, during the audit period, covering the financial year ended on March 31, 2019 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:
I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March31, 2019 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made there under;
(ii) The Securities Contracts (Regulation)Act, 1956(SCRA) and the rules made there under;(**Not applicable to the Company during the Audit period**)
(iii) The Depositories Act, 1996 and the Regulations and bye laws framed there under;
(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment;
(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act) :(**All the following Regulations including amendments, if any, from time to time are not applicable to the Company during the Audit period**)

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers)Regulations, 2011;
(b) The Securities and Exchange Board of India(Prohibition of Insider Trading) Regulations, 2015;
(c) The Securities and Exchange Board of India(Issue of Capital and Disclosure Requirements) Regulations, 2009;
(d) The Securities and Exchange Board of India(Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines,1999
(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities)Regulations, 2008
(f) The Securities and Exchange Board of India (Registrar to an issue and share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;and
(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

(vi) Other law applicable specifically to the company, as identified and on the basis of representation given by the management;

The Electricity Act, 2003.

The Sexual Harassment of Women at workplace (Prevention, Prohibition & Redressal) Act, 2013.

(vii) I have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards issued by The Institutes of Company Secretaries of India.(Notified and effective from 1st July, 2015)

(ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (Not Applicable to the company during the Audit Period).

During the Period under review, the company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

Adequate notice is given to all Directors to schedule the Board Meetings, Agenda, and detailed notes on agenda were sent within stipulated time and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of the Directors or committee of the Board, as the case may be. There was no dissenting vote for any matter.

I further report that I have relied on the representation made by the company and its officers for systems and mechanism formed by the Company for compliances under other applicable Acts, and Regulations to the Company. Therefore I, am of the opinion that the management has adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report, during the audit period, there were no other specific events/actions in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. having a major bearing on the company affairs.

This report is to be read with my letter of even date which is Annexure I and forms an integral part of this report.

FOR M.L. SHARMA & COMPANY
(COMPANY SECRETARIES)

MANOHAR LAL SHARMA
FCS No.-8241
CP No.- 6823

PLACE: DELHI
DATE: 19.07.2019

ANNEXURE 'I'

To,
The Members,
Bhilwara Energy Limited,
(CIN :U31101DL2006PLC148862)
New Delhi

My report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. I believe that the processes and practices I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial record and Books of Accounts of the Company since the same have been subject to review by statutory Auditor.
4. Where ever required , I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, Rules regulations, standards is the responsibility of management. My examination was limited to the verification of practices on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

FOR M.L. SHARMA & COMPANY
(COMPANY SECRETARIES)

MANOHAR LAL SHARMA
FCS NO-8241
CP NO-6823

PLACE: DELHI
DATE: 19.07.2019

ANNEXURE VII TO THE DIRECTORS REPORT

FORM NO. MGT.9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31st March, 2019

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i)	CIN	U31101DL2006PLC148862
ii)	Registration Date	17-05-06
iii)	Name of the Company	Bhilwara Energy Limited
iv)	Category / Sub-Category of the Company	Public Company/ Limited by shares
		Indian Non-Government Company
v)	Address of the registered office and contact details	Bhilwara Bhawan, 40-41, Community Centre, New Friends Colony, New Delhi-110025
vi)	Whether listed company Yes / No	No
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any-	Skyline Financial Services Private Limited,
		D-153A, Ist Floor, Okhla Industrial Area, Phase – I, New Delhi-110020.
		Tel.: 011-64732681-88
		Fax: +91 11 26812682

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

S.I. No.	Name and Description of main products/services	NIC Code of the Product/service	% to total turnover of the company
1	Power Generation	35106	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –

S. No.	Name & Address of the Company	CIN/GLN	Holding/Subsidiary/Associate	% of shares held	Applicable Section
1	Malana Power Company Limited	U40101HP1997PLC019959	Subsidiary Company	51%	2(87)
2	AD Hydro Power Limited	U40101HP2003PLC026108	Subsidiary of Subsidiary Company	-	2(87)
3	BG Wind Power Limited	U40300DL2014PLC272660	Subsidiary Company	100%	2(87)
4	NJC Hydro Power Limited	U40101DL2009PLC196998	Subsidiary Company	100%	2(87)
5	Chango Yangthang Hydro Power Limited	U40101HP2011PLC031772	Subsidiary Company	100%	2(87)
6	Indo Canadian Consultancy Services Limited	U74899DL1995PLC064168	Subsidiary Company	75.50%	2(87)
7	Balephi Jalvidhyut Company Limited, Nepal	-	Subsidiary Company	95.86%	2(87)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i. CATEGORY-WISE SHARE HOLDING

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) **Indian**									
a. Individual/HUF	9,988,966	3	9,988,969	6.026	9,988,966	3	9,988,969	6.026	0%
b. Central Govt	-	-	-	-	-	-	-	-	-
c. State Govt (s)	-	-	-	-	-	-	-	-	-
d. Bodies Corp.	131,997,699	-	131,997,699	79.632	131,997,699	-	131,997,699	79.632	0%
e. Banks / FI	-	-	-	-	-	-	-	-	-
f. Any Other….	-	-	-	-	-	-	-	-	-
Sub-total (A) (1):-	-	-	-	-	-	-	-	-	-
(2) **Foreign**	-	-	-	-	-	-	-	-	-
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other….	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):-	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	**141,986,665**	**3**	**141,986,668**	**85.66**	**141,986,665**	**3**	**141,986,668**	**85.66**	**0%**
B. **Public Shareholding**									
1. **Institutions**	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	8,360,238		8,360,238	5.04	8,360,238		8,360,238	5.04	0%
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	3,281,818		3,281,818	1.98	3,281,818		3,281,818	1.98	0%
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	**11,642,056**	-	**11,642,056**	**7.02**	**11,642,056**	-	**11,642,056**	**7.02**	0%
2. **Non-Institutions**	-	-	-	-	-	-	-	-	-
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	172,727	-	172,727	0.10	172,727	-	172,727	0.10	0%
ii) Overseas		11,957,860	11,957,860	7.21		11,957,860	11,957,860	7.21	0%
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal capital in excess of Rs 1 Lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	**172,727**	**11,957,860**	**12,130,587**	**7.32**	**172,727**	**11,957,860**	**12,130,587**	**7.32**	**0%**
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	**153,801,448**	**11,957,863**	**165,759,311**	**100**	**153,801,448**	**11,957,863**	**165,759,311**	**100**	**0%**

ii. SHAREHOLDING OF PROMOTERS

S.I. No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			
		No. of Shares	% of total Shares of the company	%of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged/ encumbered to total shares	% change in share holding during the year
1	Ravi Jhunjhunwala	8,287,966	5.00%	-	8,287,966	5.00%	-	-
2	Lakshmi Niwas Jhunjhunwala	574,875	0.35%	-	574,875	0.35%	-	-
3	Mani Devi Jhunjhunwala	771,750	0.47%	-	771,750	0.47%	-	-
4	Shubkaran Lakshmi Niwas (HUF)	354,375	0.21%	-	354,375	0.21%	-	-
5	Riju Jhunjhunwala (in trust for fractional holding)	3	0.00%	-	3	0.00%	-	-
6	HEG Ltd	48,881,556	29.49%	-	48,881,556	29.49%	-	-
7	RSWM Ltd	29,463,559	17.77%	-	29,463,559	17.77%	-	-
8	LNJ Spark Advisory LLP	35,469,782	21.40%	-	35,469,782	21.40%	-	-
9	Bharat Investment Growth Ltd.	2,294,523	1.38%	-	2,294,523	1.38%	-	-
10	Purvi Vanijya Niyojan Ltd.	1,123,066	0.68%	-	1,123,066	0.68%	-	-
11	Raghav Commercial Ltd.	2,523,787	1.52%	-	2,523,787	1.52%	-	-
12	India Tex Fab Marketing Ltd.	2,579,700	1.56%	-	2,579,700	1.56%	-	-
13	Kalati Holdings Pvt. Ltd.	1,716,750	1.04%	-	1,716,750	1.04%	-	-
14	LNJ Financial Services Ltd.	6,116,253	3.69%	-	6,116,253	3.69%	-	-
15	Nivedan Vanijya Niyojan Ltd.	1,357,500	0.82%	-	1,357,500	0.82%	-	-
16	Investors India Ltd.	150,000	0.09%	-	150,000	0.09%	-	-
17	Shashi Commercial Co. Ltd.	251,250	0.15%	-	251,250	0.15%	-	-
18	Giltedged Industrial Securities Ltd	69,973	0.04%	-	69,973	0.04%	-	-
Total		**141,986,668**	**85.66%**	**0.00%**	**141,986,668**	**85.66%**	**0.00%**	

iii. CHANGE IN PROMOTERS' SHAREHOLDING (PLEASE SPECIFY, IF THERE IS NO CHANGE)

S.I. No.	Name of Promoter	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	141,986,668	85.66%	141,986,668	85.66%
	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/ bonus/sweat equity etc):	No Change during the year			
	At the End of the year	141,986,668	85.66%	141,986,668	85.66%

iv. SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS):

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	New York Life Investment Management India Fund (FVCI) II LLC				
	At the beginning of the year	3,281,818	1.98%		
	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/ bonus/sweat equity etc)	No Change			
	At the End of the year (or on the date of separation, if separated during the year)	3,281,818	1.98%		
2	Jacob Ballas Capital India Private Limited				
	At the beginning of the year	172,727	0.10%		

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/ bonus/sweat equity etc)	No Change			
	At the End of the year (or on the date of separation, if separated during the year)	172,727	0.10%		
3	India Clean Energy III Limited				
	At the beginning of the year	11,957,860	7.21%		
	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/ bonus/sweat equity etc):	No Change			
	At the End of the year (or on the date of separation, if separated during the year)	11,957,860	7.21%		
4	International Finance Corporation				
	At the beginning of the year	8,360,238	5.04%		
	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/ bonus/sweat equity etc):	No Change			
	At the End of the year (or on the date of separation, if separated during the year)	8,360,238	5.04%		

v.SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

S.I. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the company
1	**Ravi Jhunjhunwala**				
	At the beginning of the year	8,287,966	5.00%		
	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/ bonus/sweat equity etc):	No Change			
	At the End of the year	8,287,966	5.00%		

- Except above, none of the Directors and KMP is holding any share in the company.

V. INDEBTEDNESS

Indebtedness of the company including interest outstanding / accrued but not due for payment

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	59.61	-	-	59.61
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	**59.61**	-	-	**59.61**
Change in Indebtedness during the financial year				
* Addition	0.00	-	-	0.00
* Reduction	6.49	-	-	6.49
Net Change	**(6.49)**	-	-	**(6.49)**
Indebtedness at the end of the financial year				
i) Principal Amount	53.12	-	-	53.12
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	**53.12**	-	-	**53.12**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

(Amount in Rs. Million)

Sl. No.	Particulars of Remuneration	Name of Managing Director		
1	Gross salary	Mr. Riju Jhunjhunwala	Mr. Rishabh Jhunjhunwala	Total Amount
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	3.495	3.495	6.99
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of profit	-	-	-
	- others, specify	-	-	-
5	Others, please specify	-	-	-
	LTA	0.105	0.105	0.210
	P.F.	0.417	0.417	0.834
	Total (A)	**4.017**	**4.017**	**8.034**
	Ceiling as per the Act	**Rs 120 Lakhs for each managerial person (as per Schedule V of the Companies Act, 2013)**		

B. Remuneration to other Directors:

1. Independent Directors				
S. No.	Particulars of Remuneration	Name of Directors		Total Amount (In Rs.)
		Dr. Kamal Gupta	Ms. Niharika Bindra	
1	Fee for attending board & committee meetings	Nil	Nil	Nil
2	Commission	Nil	Nil	Nil
3	Others, please specify	Nil	Nil	Nil

	Total (1)	**Nil**	**Nil**	**Nil**
2. Other Non-Executive Directors				
Sl. No.	Particulars of Remuneration	Name of Directors		Total Amount (In Rs.)
		Mr. Ravi Jhunjhunwala	Mr. Rajeev Kalra	
1	Fee for attending board committee meetings	Nil	Nil	Nil
2	Commission	Nil	Nil	Nil
3	Others, please specify	Nil	Nil	Nil
4	**Total (2)**	Nil	Nil	Nil
	Total =(1+2)	**Nil**	**Nil**	**Nil**

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

Particulars of Remuneration	Key Managerial Personnel (₹ in Million)		
	Mr. Krishna Prasad (Chief Financial Officer)	Mr. Ravi Gupta (Company Secretary)	Total Amount
Gross salary			
(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	2.08	2.69	4.77
(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.07	0.03	0.10
(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-
Stock Option	-	-	-
Sweat Equity	-	-	-
Commission	-	-	-
- as % of profit	-	-	-
- others, specify	-	-	-
Others, please specify	-	-	-
P.F.	0.10	0.14	0.24
Total (A)	**2.25**	**2.86**	**5.11**

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/NCLT/ COURT]	Appeal made, if any(give Details)
A. COMPANY					
Penalty	NONE				
Punishment					
Compounding					
B. DIRECTORS					
Penalty	NONE				
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty	NONE				
Punishment					

Independent Auditors' Report

To the Members of Bhilwara Energy Limited
Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **Bhilwara Energy Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2019, and 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 a summary of 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 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 the 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, 2019, and its loss, total comprehensive income, its cash flows and the changes in equity 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 specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility 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 made thereunder, 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 obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report, but does not include the financial statements and our auditor's report thereon. The Director's report is expected to be made available to us after the date of this Auditor's report.

- Our opinion on the financial statements does not cover the other information and we do not and will 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.

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

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- When we read the Director's report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Management's responsibility for the standalone 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 the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the 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 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 statement 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

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 control 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 the management.

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- 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.

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.

Report on other legal and regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, based on our audit, 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 Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.

    d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.

    e. On the basis of the written representations received from the directors as on March 31,

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164(2) of the Act.

f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

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 remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

   i. The Company has disclosed the impact of pending litigations on its financial position as per note-28 of financial statements;

   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

For Doogar & Associates
Chartered Accountants
Firm Regn. No. 000561N

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

Mukesh Goyal
Partner
Membership No. 081810

Place: NOIDA
Date: 16th May, 2019

ANNEXURE 'A' TO AUDITORS' REPORT
(Annexure referred to in our report of even date)

Report on the matters specified in paragraph 3 of the Companies (Auditor's Report) Order, 2016 ("the Order') issued by the Central Government of India in terms of section 143(11) of the Companies Act, 2013 ("the Act") as referred to in paragraph 1 of 'Report on Other Legal and Regulatory Requirements' section of our report of even date

i. (a) The Company has maintained proper records showing particulars, including quantitative details and situation of fixed assets.

(b) The Company has a programme of physical verification to ensure that all the assets are verified at reasonable intervals which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. Management has physically verified major fixed assets during the year and no discrepancy has been noticed on such verification as compared to book records.

(c) According to the information and explanations given by the management, the title deeds of immovable properties are held in the name of the company. These title deeds have been given as security (mortgage and charge) against the term loans taken from financial institutions and accordingly the original title deeds are kept with financial institution.

ii. According to the information and explanation given to us and the records examined by us, the company is not having any inventory, therefore the provisions of clause 3(ii) of the said CARO 2016 Order are not applicable to the Company.

iii. According to the information and explanation given to us, the Company has granted unsecured interest free loans to its Subsidiaries viz. Chango Yangthang Hydro Power Limited, NJC Hydro Power Limited and B G Wind Power Limited. Also the company has granted one unsecured interest bearing loan to a subsidiary- B G Wind Power Limited covered in the register maintained under section 189 of the Companies Act, 2013, in respect of which:

a) The terms and conditions of the grants of such loans are, in our opinion, not prejudicial to the Company's interest.

b) The Company has granted tenure-based loans as well as loans re-payable on demand as agreed, to parties covered in the register maintained under section 189 of the Act. In respect of tenure-based loans, the loans have been appropriately rolled forward. The repayments of loans are as per tenure only. In respect of loans which are granted as re-payable on demand, we are informed that the Company has not demanded repayment of any such loan during the year and thus there has been no default on the part of the parties to whom the money has been lent.

c) There are no amounts of loans granted to companies, firms or other parties listed in the register maintained under section 189 of the Companies Act, 2013 which are overdue for more than ninety days.

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

iv. In our opinion and according to the information and explanations given to us, there are no loans,investements,guarantees,and securities granted in respect of which provisions of sections 185 and 186 of Companies Act, 2013 are applicable and hence not commented upon.

v. The Company has not accepted any deposits from the public within the meaning of directives issued by the Reserve Bank of India and provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder.

vi. The Central Government of India, has specified maintenance of cost records under section 148(1) of the Companies Act, 2013 in respect of the company's product and are of the opinion that, company has not crossed the threshold limit of the turnover and accordingly these are not being maintained.

vii) (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing undisputed statutory dues in respect of income tax, service tax, and other material statutory dues as applicable with the appropriate authorities. Further, there were no undisputed amounts outstanding at the year end for a period of more than six months from the date they became payable as at 31st March, 2019.

(b) According to the information and explanations given to us and the records of the company examined by us, there are no statutory dues of income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax which have not been deposited on account of a dispute.

viii. According to the information and explanations given to us and as per the books and records examined by us, the Company has not defaulted in repayment of dues to any financial institution or bank or debenture holders.

ix. According to the information and explanations given by the management, the company has not raised any money of initial public offer/further public offer. Further in our opinion and according to the information and explanations given by the management the company has utilized the monies raised by way of debt instruments in the nature of debentures/term loans for the purposes for which those were raised.

x. Based upon the audit procedures performed for the purpose of reporting the true and fair view of financial statements and according to the information and explanations given by the management, we report that no fraud by the company or no fraud on the company by the officers and employees of the company has been noticed or reported during the year.

xi. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

xii. In our Opinion, the Company is not a Nidhi company. Therefore, the provision of clause 3(xii) of the order is not applicable to the company and hence not commented upon.

xiii. According to the information and explanations given by the management, transactions with related parties are in compliance with section 177 & 188 of the Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

xiv. According to the information and explanations given to us and on an overall examination of the balance sheet, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) are not applicable to company and, not commented upon.

xv. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them and hence provisions of section 192 of the Companies Act, 2013 are not applicable.

xvi. According to the information and explanations given to us, the provisions of section 45- IA of Reserve Bank of India Act, 1934 are not applicable to the Company.

For Doogar & Associates
Chartered Accountants
Firm Regn. No. 000561N

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

Mukesh Goyal
Partner
Membership No. 081810

Place: NOIDA
Date: 16th May, 2019

Annexure B to the Independent Auditor's Report to the Members of Bhilwara Energy Limited on financial statements

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 1(f) of 'Report on Other Legal and Regulatory Requirements' section

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

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. 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 judgement, 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 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

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

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

For Doogar & Associates
Chartered Accountants
Firm Regn. No. 000561N

Doogar & Associates Chartered Accountants Firm Regn. No. 000561N New Delhi

Mukesh Goyal
Partner
Membership No. 081810

Place: NOIDA
Date: 16th May, 2019

Bhilwara Energy Limited
CIN: U31101DL2006PLC148862
Standalone Balance Sheet as at March 31, 2019

(₹ In Lakhs)

	Particulars	Note	As at March 31, 2019	As at March 31, 2018
I	**ASSETS**			
A	**Non-Current Assets**			
i	Property, Plant and Equipment	3	7,110.08	7,478.38
ii	Capital work-in-progress	4	-	-
iii	Financial Assets			
	(a) Investments	5	23,277.42	33,278.44
	(b) Loans	6	228.78	206.23
	(c) Other Financial Assets	9	250.00	278.16
iii	Other Non-Current Assets	10	13.88	25.44
			30,880.16	**41,266.65**
B	**Current Assets**			
i	Financial Assets			
	(a) Loans	6	5,890.83	7,542.63
	(b) Cash and cash equivalents	7	822.53	92.54
	(c) Trade Receivables	8	297.90	235.71
	(d) Other Financial Assets	9	152.75	380.11
ii	Other Current Assets	10	35.67	219.29
			7,199.68	**8,470.28**
	Total Assets		**38,079.84**	**49,736.93**
II	**EQUITY AND LIABILITIES**			
A	**Equity**			
i	Equity Share Capital	11	16,575.93	16,575.93
ii	Other Equity	12	16,030.31	26,604.34
			32,606.24	**43,180.27**
B	**Liabilities**			
	Non-Current Liabilities			
i	Financial Liabilities			
	(a) Borrowings	13(a)	4,545.66	5,072.12
ii	Provisions	17	56.63	45.72
			4,602.29	**5,117.84**
	Current Liabilities			
i	Financial Liabilities			
	(a) Borrowings	13(b)	239.88	397.92
	(b) Trade Payables	14		
	- Total outstanding dues of micro enterprises and small enterprises		-	-
	- Total outstanding dues of Trade Payable other than micro enterprises and small enterprises		-	10.94
	(c) Other Financial Liabilities	15	617.52	1,011.48
ii	Other Current Liabilities	16	11.25	16.54
iii	Provisions	17	2.66	1.94
			871.31	**1,438.82**
	Total Equity and Liabilities		**38,079.84**	**49,736.93**

Significant Accounting Policies 2

Accompanying notes are integral part of the standalone financial statements

Signed in terms of our report of even date
For **Doogar & Associates**
Chartered Accountants
Firm Regn.No: 000561N

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

Mukesh Goyal
Partner
Membership No. 081810

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjhunwala
Chairman
DIN - 00060972

Riju Jhunjhunwala
Managing Director
DIN - 00061060

Krishna Prasad
Chief Financial Officer

Ravi Gupta
Company Secretary
M.No. F5731

Place: Noida (U.P.)
Date: 16th May, 2019

Bhilwara Energy Limited
CIN: U31101DL2006PLC148862
Standalone Statement of Profit & Loss for the year ended March 31, 2019

(₹ in Lakhs)

	Particulars	Note	For the year ended March 31, 2019	For the year ended March 31, 2018
i	Revenue From Operations	18	1,865.85	1,374.81
ii	Other Income	19	1,779.58	8,103.56
	Total Income		**3,645.43**	**9,478.37**
iii	**Expenses**			
	Employee Benefits Expense	20	244.55	238.55
	Finance Costs	21	588.55	1,889.64
	Depreciation and amortization expense	22	381.05	381.15
	Other Expenses	23	13,002.63	3,784.43
	Total Expenses		**14,216.78**	**6,293.77**
iv	**Profit / (Loss) before exceptional items and tax**		**(10,571.35)**	**3,184.60**
v	**Exceptional items**	24	-	3,339.61
vi	**Profit / (Loss) before tax**		**(10,571.35)**	**(155.01)**
vii	**Tax Expense**			
	Current Tax		-	-
	Deferred tax		-	-
viii	**Profit / (Loss) for the year**		**(10,571.35)**	**(155.01)**
ix	**Other Comprehensive Income**	25		
	(i) Items that will not be reclassified to profit or loss			
	Re-measurement gains/ (losses) on defined benefit plans		(2.68)	1.37
x	**Other comprehensive income for the year**		**(2.68)**	**1.37**
xi	**Total comprehensive income for the year, net of tax**		**(10,574.03)**	**(153.64)**
xii	**Earnings per Equity Shares**	26		
	1) Basic (in ₹)		(6.38)	(0.09)
	2) Diluted (in ₹)		(6.38)	(0.09)
	Significant Accounting Policies	2		
	Accompanying notes are integral part of the standalone financial statements			

Signed in terms of our report of even date
For Doogar & Associates
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Firm Regn.No: 000561N

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Company Secretary
M.No. F5731

Place: Noida (U.P.)
Date: 16th May, 2019

Bhilwara Energy Limited
CIN: U31101DL2006PLC148862
Standalone Cash Flow Statement for the year ended March 31, 2019

(₹ in Lakhs)

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net operating profit/(loss) before tax	(10,571.35)	(155.01)
Adjustment to reconcile profit before tax to net cash flows		
Depreciation of Property Plant and Equipment	381.05	381.15
(Profit)/ loss on disposal of Property, plant and equipment ,excess provision written back	(1.04)	(2.16)
Provision for Gratuity and leave encashment	11.63	8.24
Finance Cost	588.55	1,889.64
Interest Income	(85.68)	(91.85)
Impairment of Diminution in Value of Investments	10,000.00	583.88
Expected credit loss-related party	2,474.73	-
Expected credit loss-body corporate	258.43	-
Dividend Income	(1,692.86)	-
Diminution in Value of Investments	-	3,000.00
Interest receivable of previous year written off	66.16	-
Profit on sale of Investment	-	(4,505.35)
Provision on Diminution written back	-	(3,690.89)
CWIP Charged off (exceptional item)	-	3,339.61
Non Cash adjustment in Quoted Equity Investment	1.02	0.10
PPE Discard	-	0.85
Operating Profit/(loss) before Working Capital changes	**1,430.64**	**758.21**
(Increase) / Decrease in trade receivables	(62.19)	947.88
(Increase) / Decrease in loan (financial assets)	(22.55)	361.75
(Increase) / Decrease in other financial assets	(56.12)	120.65
(Increase) / Decrease in other non current assets	(5.64)	-
(Increase) / Decrease in other current assets	183.62	1.60
Increase / Decrease in Provisions	11.63	-
Increase / Decrease in trade payables	(10.94)	-
Increase / (Decrease) in other financial liabilities	(429.10)	52.29
Increase / (Decrease) in other current liabilities	(5.29)	(16.81)
	1,034.06	2,225.57
Refund of Income Tax / Tds	18.49	17.50
Net cash flow (used) in/ from Operating Activities	**1,052.55**	**2,243.07**
B. CASH FLOW FROM INVESTING ACTIVITIES		
Interest received	24.49	25.85
Dividend received from subsidiary company	1,692.86	-
Purchase of subsidary (BG Windpower) and investment	-	(1,089.07)
Loan to Subsidiary	(822.93)	(205.93)
Investment/Realisation of FDR	28.16	(252.40)
Sale of investment in subsidary	-	15,957.70
Sale of fixed assets	3.44	3.74
Vat Refund of PPE	6.27	-
Purchase of fixed assets	(16.94)	(3.01)
Increase / (Decrease) Investments in shares	0.00	-
Net cash flow (used) in/ from Investing Activities	**915.35**	**14,436.88**
C. CASH FLOW FROM FINANCING ACTIVITIES		
Repayments of ABFL Loan	(491.32)	(13,657.55)
Repayment of overdraft account	(158.04)	(1,235.47)
Interest paid	(588.55)	(1,698.36)
Net cash (used) in/ from Financing Activities	**(1,237.91)**	**(16,591.38)**
Net increase/(decrease) in cash & cash equivalent	729.99	88.56
Cash & Cash equivalent at the beginning of the year	92.54	3.98
Cash & Cash equivalent at year end	**822.53**	**92.54**
Note: Cash and cash equivalents included in the Cash Flow Statement comprise of the following:-		
i) Cash Balance on Hand	0.38	0.63
ii) Balance with Banks :		
-In Current Accounts	822.15	12.45
-Cheques in hand	-	79.46
Total	**822.53**	**92.54**

Significant Accounting Policies
Accompanying notes are integral part of the standalone financial statements

Signed in terms of our report of even date
For Doogar & Associates
Chartered Accountants
Firm Regn.No: 000561N

Doogar & Associates Firm Regn. No. 000561N New Delhi Chartered Accountants

Mukesh Goyal
Partner
Membership No. 081810

Place: Noida (U.P.)
Date: 16th May, 2019

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

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Chairman
DIN - 00060972

Riju Jhunjhunwala
Managing Director
DIN - 00061060

Krishna Prasad
Chief Financial Officer

Ravi Gupta
Company Secretary
M.No. F5731

Bhilwara Energy Limited
CIN: U31101DL2006PLC148862
Standalone Statement of Changes in Equity for the year ended March 31, 2019

(₹ in Lakhs)

a. **Equity share capital**

Particulars	**No. of Shares (In Lakhs)**	**Amount**
Balance as at April 1, 2017		
Balance at the beginning of the reporting year	1,657.59	16,575.93
Changes in equity share capital during the year	-	-
Balance as at March 31, 2018	**1,657.59**	**16,575.93**
Balance as at April 1, 2018		
Balance at the beginning of the reporting year	1,657.59	16,575.93
Changes in equity share capital during the year	-	-
Balance as at March 31, 2019	**1,657.59**	**16,575.93**

b. **Other equity**

Particulars	**Reserves & Surplus**			**Total**
	Capital Reserve	**Securities Premium**	**Retained earnings**	
Balance as at April 1, 2017	**10.12**	**41,641.56**	**(14,893.70)**	**26,757.98**
Profit / (Loss) for the year	-	-	(155.01)	(155.01)
Other Comprehensive Income for the year				
-Remeasurement of defined benefit obligation	-	-	1.37	1.37
Total comprehensive income for the year	-	-	**(153.64)**	**(153.64)**
Balance as at March 31, 2018	**10.12**	**41,641.56**	**(15,047.34)**	**26,604.34**
Balance as at April 1, 2018	**10.12**	**41,641.56**	**(15,047.34)**	**26,604.34**
Profit / (Loss) for the year	-	-	(10,571.35)	(10,571.35)
Other Comprehensive Income for the year				
-Remeasurement of defined benefit obligation	-	-	(2.68)	(2.68)
Total comprehensive income for the year	-	-	**(10,574.03)**	**(10,574.03)**
Balance as at March 31, 2019	**10.12**	**41,641.56**	**(25,621.37)**	**16,030.31**

Significant Accounting Policies 2
Accompanying notes are integral part of the standalone financial statements

Signed in terms of our report of even date
For Doogar & Associates
Chartered Accountants
Firm Regn.No: 000561N

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

Mukesh Goyal
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Membership No. 081810

For and on behalf of the Board of Directors of
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DIN - 00060972

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Managing Director
DIN - 00061060

Krishna Prasad
Chief Financial Officer

Ravi Gupta
Company Secretary
M.No. F5731

Place: Noida (U.P.)
Date: 16th May, 2019

1. Corporate information

Bhilwara Energy Limited (the 'Company'), is a public limited company incorporated on 17th May, 2006 under the erstwhile Companies Act,1956 situated in the NCT of Delhi. The company is engaged in the establishment, operation and maintenance of power generating stations and tie- lines, sub-stations and main transmission lines connected therewith. Currently, the company is engaged in generation of wind power through 14MW wind power project situated in Maharashtra which had become operational during the year 2013-14.

2. Significant accounting policies

2.1. Basis of preparation

The standalone financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India. These financial statements have been prepared in accordance with Ind-As.

These financial statements have been prepared under the historical cost convention on the accrual basis. The financial statements are presented in Indian rupees (INR) and all values are rounded to the nearest lakhs and two decimals thereof, except otherwise stated.

2.2. Summary of significant accounting policies

a) Current versus Non-Current

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it is:-

1. Expected to be realised or intended to be sold or consumed in normal operating cycle
2. Held primarily for the purpose of trading
3. Expected to be realised within twelve months after the reporting period, or
4. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:-

1. It is expected to be settled in normal operating cycle
2. It is held primarily for the purpose of trading
3. It is due to be settled within twelve months after the reporting period, or
4. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

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Firm Regn. No. 000561N
New Delhi
Chartered Accountants

b) Use of estimates

The preparation of financial statements in conformity with Indian Accounting Standards (Ind AS) requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

Critical accounting estimates and judgments:

The areas involving critical estimates and judgments are:

I. Service Concession Arrangements

Management has assessed applicability of Appendix-D of Ind-AS 115: Service Concession Arrangements to power distribution arrangements entered into by the company. In assessing the applicability, management has exercised significant judgment in relation to the underlying ownership of the asset, terms of the power distribution arrangements entered with the grantor, ability to determine prices, fair value of construction service, assessment of right to granted cash, significant residual interest in the infrastructure, etc. Based on detailed evaluation, management has determined that this arrangement does not meet the criterion for recognition as service concession arrangements.

II. Property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Company. The useful lives and residual values of property, plant and equipment are determined by the management based on technical assessment by internal team. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The Company believes that the useful life best represents the period over which the Company expects to use these assets.

III. Contingent liabilities

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

c) Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the amount can be reliably measured.

a. Sale of Electricity:-

Revenue from sale of electricity is recognized on the basis of billable electricity actually transmitted to customers.

b. Generation Based Incentive

Revenue from GBI is recognized on the basis of billable electricity actually transmitted to customers.

c. Interest

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). Interest Income is included under the head 'Other Income' in the Statement of Profit and Loss.

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Firm Regn. No. 000561N
New Delhi
Chartered Accountants

d. Dividend

Dividend on investment is recognized when the right to receive payment is established.

d) Property, Plant and Equipment

Property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates. It includes other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

When significant parts of plant and equipment are required to be replaced at intervals, the company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the company and the costs of the item can be measured reliably. Repairs and maintenance costs are charged to the statement of profit and loss when incurred.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

Preliminary project expenditure, capital expenditure, indirect expenditure incidental and related to construction/ implementation, interest on term loans/debentures to finance fixed assets and expenditure on start-up/ commissioning of assets forming part of a composite project are capitalized up to the date of commissioning of the project as the cost of respective assets. Income earned during construction period is deducted from the total of the indirect expenditure.
The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively.

Depreciation:-

Depreciation on tangible fixed assets is provided on the straight line method (SLM) using the rate arrived at based on the useful lives prescribed under Schedule II to the Companies Act 2013. All assets costing 5,000 or below are fully depreciated in the year of addition.

Sr. No.	Asset description	Useful life
1	Plant & machinery	22 years
2	Other equipment	5-10 years
3	Computers and Equipment's	3-6 years
4	Vehicle	8 years
5	Furniture & fixtures	10 years

The depreciation was provided in accordance with the Schedule II to the Companies Act, 2013.

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

e) Intangible assets

An Intangible Assets is recognised when it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity; and the cost of the asset can be measured reliably. Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Intangible assets other than software are amortized over their expected useful life, not exceeding ten years.

The intangible assets are assessed for impairment whenever there is indication that the intangible asset may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end.

Gains or losses arising from recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

f) Impairment of Non-Financial Assets

The company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating units (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the company extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the entity operates, or for the market in which the asset is used.

Impairment losses, including impairment on inventories, are recognised in the statement of profit and loss, except for properties previously revalued with the revaluation surplus taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation surplus.

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Firm Regn. No. 000561N
New Delhi
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For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

g) Financial Instruments

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

1. Financial assets

i. Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

ii. Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:-

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:-

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:-

a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and

b) The asset's contractual cash flows represent SPPI.

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

Equity investments

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL.

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Firm Regn. No. 000561N
New Delhi
Chartered Accountants

For all other equity instruments, the company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the group may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

iii. Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Group's consolidated balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the group has transferred substantially all the risks and rewards of the asset, or (b) the group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the group could be required to repay.

iv. Impairment of financial assets

In accordance with Ind AS 109, the company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:-

a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance
b) Financial assets that are debt instruments and are measured as at FVTOCI
c) Lease receivables under Ind AS 17
d) Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18
e) Loan commitments which are not measured as at FVTPL

f) Financial guarantee contracts which are not measured as at FVTPL

The Company follows 'simplified approach' for recognition of impairment loss allowance on:

- Trade receivables or contract revenue receivables; and
- All lease receivables resulting from transactions within the scope of Ind AS 17

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Firm Regn. No. 000561N
New Delhi
Chartered Accountants

The application of simplified approach does not require the company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL is the difference between all contractual cash flows that are due to the company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). This amount is reflected under the head 'other expenses' in the P&L. The balance sheet presentation for various financial instruments is described below:-

- Financial assets measured as at amortised cost, contractual revenue receivables and lease receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the company does not reduce impairment allowance from the gross carrying amount.
- Loan commitments and financial guarantee contracts: ECL is presented as a provision in the balance sheet, i.e. as a liability.
- Debt instruments measured at FVTOCI: Since financial assets are already reflected at fair value, impairment allowance is not further reduced from its value. Rather, ECL amount is presented as 'accumulated impairment amount' in the OCI.

For assessing increase in credit risk and impairment loss, the company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis. The company does not have any purchased or originated credit-impaired (POCI) financial assets, i.e., financial assets which are credit impaired on purchase/ origination.

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Firm Regn. No. 000561N
New Delhi
Chartered Accountants

2. Financial liabilities

i. Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

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 trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

ii. Subsequent measurement

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

iii. Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

iv. Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

This category generally applies to borrowings.

v. Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. 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.

h) Reclassification of financial assets

The company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The company's senior management determines change in the business model as a result of external or internal changes which are significant to the company's operations. Such changes are evident to external parties. A change in the business model occurs when the company either begins or ceases to perform an activity that is significant to its operations. If the company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

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Firm Regn. No. 000561N
New Delhi
Chartered Accountants

i) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

j) Foreign currency translation

Transactions in foreign currencies are initially recorded by the company at their respective functional currency spot rates at the date the transaction first qualifies for recognition. However, for practical reasons, the company uses an average rate if the average approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

k) Retirement and other employee benefits

a. Provident fund:-

Retirement benefits in the form of provident fund are a defined contribution scheme and the contributions are charged to the statement of profit and loss of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the provident fund.

b. Gratuity:-

The Company's liabilities on account of gratuity on retirement of employees are determined at the end of each financial year on the basis of actuarial valuation certificates obtained from registered actuary in accordance with the measurement procedure as per Indian Accounting Standard (INDAS)-19- 'Employee Benefits. Actuarial gains and losses for defined benefit plans are recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

c. Leave encashment:-

Long term compensated absences are provided for based on actuarial valuation at the year end. The actuarial valuation is done as per projected unit credit method.

d. Other short term benefits:-

Expenses in respect of other short term benefits are recognized on the basis of the amount paid or payable for the period during which services are rendered by the employee.

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New Delhi
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l) Taxes

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

Deferred Tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

In the situations where the Company is entitled to a tax holiday under the Income-tax Act, 1961 enacted in India or tax laws prevailing in the respective tax jurisdictions where it operates, no deferred tax (asset or liability) is recognized in respect of timing differences which reverse during the tax holiday period, to the extent the Company's gross total income is subject to the deduction during the tax holiday period. Deferred tax in respect of timing differences which reverse after the tax holiday period is recognized in the year in which the timing differences originate. However, the Company restricts recognition of deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized. For recognition of deferred taxes, the timing differences which originate first are considered to reverse first.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax assets to be recovered.

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Firm Regn. No. 000561N
New Delhi
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The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

m) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

n) Cash and cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

o) Contingent Liability

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

p) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they were entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events of bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

q) Borrowing Cost

Borrowing costs specifically relating to the acquisition or construction of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the asset.

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset.

The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Company that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.
All other borrowing costs are expensed in the period in which they occur.

r) Fair Value measurement

The Company measures financial instruments at fair value at each balance sheet date.
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 fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:-

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.
The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

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

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets & liabilities on the basis of the nature, characteristics and the risks of the asset or liability and the level of the fair value hierarchy as explained above.

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s) Standard issued but yet not effective

IND AS 116 Leases

Ministry of Corporate Affairs has notified the New Indian Accounting Standard 116 Leases which will be implemented from 01st April'2019. The standard eliminate the 6 decade old distinction between financial and operating leases, from lessee accounting perspective, thereby putting all leases on the balance sheet. Lease of low value assets and short tenure lease (up to 12 months) have been carved out from the requirement of recognition of assets in the books of the lessee. The company is evaluating the requirements of the Standard and its effect on the financial statements of the company.

Ind AS 12 Appendix C, Uncertainty over Income Tax Treatments: On March 30, 2019, Ministry of Corporate Affairs has notified Ind AS 12 Appendix C, Uncertainty over Income Tax Treatments which is to be applied while performing the determination of taxable profit (or loss), tax bases, unused tax losses, unused tax credits and tax rates, when there is uncertainty over income tax treatments under Ind AS 12. According to the appendix, companies need to determine the probability of the relevant tax authority accepting each tax treatment, or group of tax treatments, that the companies have used or plan to use in their income tax filing which has to be considered to compute the most likely amount or the expected value of the tax treatment when determining taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates. The company is evaluating the requirements of the Standard and its effect on the financial statements of the company.

Amendment to Ind AS 19 – plan amendment, curtailment or settlement- On March 30, 2019, Ministry of Corporate Affairs issued amendments to Ind AS 19, 'Employee Benefits', in connection with accounting for plan amendments, curtailments and settlements. The amendments require an entity: • to use updated assumptions to determine current service cost and net interest for the remainder of the period after a plan amendment, curtailment or settlement; and • to recognise in profit or loss as part of past service cost, or a gain or loss on settlement, any reduction in a surplus, even if that surplus was not previously recognised because of the impact of the asset ceiling. Effective date for application of this amendment is annual period beginning on or after April 1, 2019. The company is evaluating the requirements of the Standard and its effect on the financial statements of the company.

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Firm Regn. No. 000561N
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Bhilwara Energy Limited
CIN: U31101DL2006PLC148862
Notes to the Standalone Financial Statements for the year ended March 31, 2019

3 PROPERTY, PLANT & EQUIPMENT (₹ In Lakhs)

Tangible Assets

Particulars	Free hold land	Plant & machinery	Project equipment	Electrical equipment	Office equipment	Furniture and fixtures	Computers	Vehicles	Total
Gross Carrying Value									
As at April 1, 2017	294.00	8,669.53	10.45	4.23	3.10	0.35	9.10	74.30	9,065.06
Additions	-	-	-	-	-	-	3.01	-	3.01
Disposals	-	-	10.45	1.65	0.46	0.35	1.31	13.45	27.67
As at March 31, 2018	294.00	8,669.53	-	2.58	2.64	-	10.80	60.85	9,040.40
Additions	-	-	-	-	-	0.39	0.58	20.45	21.42
Disposals	-	6.27	-	-	-	-	-	7.12	13.39
As at March 31, 2019	294.00	8,663.26	-	2.58	2.64	0.39	11.38	74.18	9,048.43
Accumulated Depreciation									
As at April 1, 2017	-	1,130.52	9.00	3.78	2.88	0.29	8.42	51.21	1,206.10
Charge for the year	-	373.85	0.93	0.25	0.09	0.02	0.59	5.42	381.15
Disposals	-	-	9.93	1.59	0.39	0.31	1.25	11.76	25.23
As at March 31, 2018	-	1,504.37	-	2.44	2.58	-	7.76	44.87	1,562.02
Charge for the year	-	373.68	-	-	-	0.03	1.07	6.27	381.05
Disposals	-	-	-	-	-	-	-	4.72	4.72
As at March 31, 2019	-	1,878.05	-	2.44	2.58	0.03	8.83	46.42	1,938.35
Net Carrying Value									
As at March 31, 2018	294.00	7,165.16	-	0.14	0.06	-	3.04	15.98	7,478.38
As at March 31, 2019	294.00	6,785.21	-	0.14	0.06	0.36	2.55	27.76	7,110.08

Note:-

i) All the assets are owned by Company except as mentioned otherwise.

ii) Refer note no. 14 for information Property, Plant and Equipment pledged as security.

4 CAPITAL WORK IN PROGRESS

Particulars	(₹ In Lakhs)
As at April 1, 2017	3,339.61
Additions	-
Charged to Statement of Profit & Loss*	(3,339.61)
As at March 31, 2018	-
Additions	-
Transferred from CWIP	-
As at March 31, 2019	-

* Khangteng Hydro Electric Project (7.50 MW) was taken up by the Company to provide construction power to its 780 MW Nyamjang Chhu Hydro Electric Project being developed by the Company through special purpose vehicle namely NJC Hydro Power Limited. The Company started construction work in the year 2009 by taking up various civil, hydro-mechanical and electro-mechanical work, and spent an amount of ₹3,339.61 Lakhs from 2009 to Jan 2013.

However, subsequently work on this project was suspended by virtue of order from Hon'ble National Green Tribunal suspending environment clearance of MoEF for 780 MW project. The said environment clearance is still under suspension. Further it was observed that during the period from Jan 2013 to March 2018, all the works done by the Company on the project got seriously damaged and required to be re-done as and when the company restarts the construction.

Based on the internal assessment, 100% damage has been assessed to various works as abortive work and accordingly being charged to the statement of profit and loss.

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(₹ In Lakhs)

5 INVESTMENTS (NON-CURRENT)	As at March 31, 2019	As at March 31, 2018
Investment in subsidiaries (unquoted)		
75,238,123 (previous Year 75,238,123) equity shares of ₹10 each of Malana Power Company Limited (includes 50 equity shares (previous year 50) held jointly with nominees of company).	18,103.38	18,103.38
5,33,500 (previous Year 5,33,500) equity shares of ₹10 each of Indo Canadian Consultancy Services Limited (includes 50 equity shares (previous year 50) held jointly with nominees of company).	459.82	459.82
2,20,50,000 (previous year 2,20,50,000) equity shares of ₹10 each fully paid up of BG Wind Power Limited (includes 6 shares (previous year 6 shares) held by individuals, the beneficial interest of which is with the Company) # #	500.00	500.00
10,00,00,000 (previous year 10,00,00,000) equity shares of ₹10 each fully paid up of NJC Hydro Power Ltd (includes 6 equity shares (previous year 6) held jointly with nominees of company).	10,000.00	10,000.00
25,60,000 (previous year 25,60,000) equity shares of NR 100 each fully paid up of Balephi Jalvidyut Co Ltd Nepal (overseas subsidiary company). The conversion rate has been taken as 1 INR = 1.6 NR (Nepali Rupee)# # #	1,600.00	1,600.00
6,00,00,000 equity share of ₹5 each (*previous year 6,00,00,000 equity share of ₹10 each) fully paid up of Chango Yangthang Hydro Power Limited (includes 6 equity shares (previous year 6) held jointly with nominees of the company). #	3,000.00	3,000.00
Investment in others (unquoted)		
10,000 (previous year 10,000) equity share of ₹10 each fully paid up of Odetta Realty Private Limited (includes 1 equity shares (previous year 1) held jointly with nominees of the company). - derecognise in financial year 2018-19 as it is process of strike off.	-	1.00
	33,663.20	33,664.20
Investment in others (quoted)		
489 (Previous year 489) equity shares of ₹10 each fully paid up of Punjab & Sind Bank Limited (Market value of the investment ₹0.15 Lakhs (previous year ₹0.17 Lakhs))	0.15	0.17
Investment in subsidiaries (Ind AS 109)		
Investment in BG Wind Power Limited (Interest free loan ₹795.00 Lakhs) **	589.07	589.07
	589.22	589.24
Less: Impairment allowance on non current investments # # #	10,975.00	975.00
	23,277.42	33,278.44
Aggregate amount of quoted investments	0.59	0.59
Market value of quoted investments	0.15	0.17
Aggregate amount of unquoted investments	34,252.42	34,253.44
Aggregate amount of impairment in value of investments # # #	10,975.00	975.00
Investments carried at fair value through statement of profit and loss	0.15	0.17

 # The shares of Chango Yangthang Hydro Power Limited held by the company are pledged as follows:

1,79,99,999 shares (previous year 1,79,99,999 equity shares) face value of ₹10 each which had been reduce to ₹5 each vide NCLT order dated 08th August 2018 are pledged with Yes Bank Ltd. for securing OD facility of ₹2,000.00 Lakhs availed by the Company from Yes Bank.

 # Investment in Chango Yangthang Hydro Power Limited.

Consequent upon the Order passed by the Hon'ble National Company Law Tribunal, Chandigarh Bench on dated 08th August, 2018, under section 66(3) of the Companies Act, 2013 read with National Company Law Tribunal (Procedure for Reduction of share capital of the Company) Rules, 2016, the issued, subscribed and paid up equity share capital of the Company has reduced from ₹6,000.00 Lakhs (Rupees Sixty Crore) divided into 600.00 Lakhs Equity shares of ₹10 each to ₹3,000.00 Lakhs (Rupees Thirty Crore) divided into 600.00 Lakhs Equity shares of ₹5 (₹ Five) each by reducing face value of the share from ₹10 (₹ Ten) to ₹5 (₹ Five) each.

* In the previous year 2017-2018 on account of pendency of company's application for reduction of capital, the, value of investment is impaired. therefore impairment to the extent of ₹3,000.00 Lakhs is charged off in the books of account, the value of investment has been adjusted accordingly,

 # # The shares of BG Wind Power Limited held by the company are pledged as follows:

1,12,45,500 equity shares (previous year 1,12,45,500 shares) face value of ₹10 each are pledged on first charge basis with IDBI Trusteeship Services Limited for the benefit of Aditya Birla Finance Ltd. for term loan facility availed by BG Wind Power Limited. These 1,12,45,500 equity shares shall be pledged for the benefit of NCD holders upon release of pledge created for the benefit of Aditya Birla Finance Limited.

1,08,04,500 equity shares (previous year 1,08,04,500 equity shares) face value of ₹10 each are pledged on first charge basis with IDBI Trusteeship Services Ltd. for the benefit of NCD holder of ₹3,216.08 Lakhs issued by BG Wind Power Limited.

** The Company has given interest free loan to its wholly owned subsidiary BG Wind Power Limited amount to ₹795.00 Lakhs. The present value of interest free loan discounted at @10.95% p.a. portion is recognised under loan in Note No. - 6 and the balance is shown as Company's investment.

 # # # Impairment allowance on non current investments

A Share Purchase Agreement - Balephi Jalbidhyut Company Limited

The company has entered into share purchase agreement on dated 08th January 2018 for disposal of its investment in Balephi Jalbidhyut Company Limited, Nepal. The difference in the carrying value and offer price has been provided in the financial amounting to ₹975.00 Lakhs during the previos year. Provision for diminution in value of investments as on 31st March 2018 ₹975.00 Lakhs. The company has extended the validity of the said share purchase agreement till 30th June 2019. Therefore, the management still consider that the value of ₹625.00 Lakhs (Nepali ₹10,00,93,750) reflects the proper fair value of this holding.

B Impairment loss as per Ind AS 36 - recoverable value of NJC Hydro Power Ltd

The company has impaired an amount of ₹12,474.73 Lakhs against its investment of ₹16,288.73 Lakhs in one of the subsidiary namely NJC Hydro Power Ltd. on the basis of the internal assessment of the management keeping in view of the indicators of the impairment. Refer Note No. 23

6 LOANS	Non- Current		Current	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
Unsecured, considered good				
Security Deposits (with government department and others)	0.30	0.30	-	-
Loans and advances				
- Related Parties				
Loan to subsidiary company @ 11%, repayable on demand	-	-	735.12	-
Interest free Loan to subsidiary company, good *	228.48	205.93	4,605.71	6,992.63
Interest free Loan to subsidiary company, credit impaired	-	-	2,474.73	-
Less: Expected credit loss	-	-	(2,474.73)	-
- Others	-	-		
Loans to body corporate @ 12%, repayable on demand	-	-	550.00	550.00
	228.78	206.23	5,890.83	7,542.63

*The Company is engaged in the business of providing infrastructural facilities as per Section 186(ii) read with Schedule VI of the Act. Accordingly, disclosures under Section 186 of the Act, is not applicable to the Company.

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

(₹ in Lakhs)

7 CASH AND CASH EQUIVALENTS

	As at March 31, 2019	As at March 31, 2018
Cash & Cash Equivalents		
- Balance with banks		
On Current Accounts	822.15	12.45
- Cheques in hand	-	79.46
- Cash on hand	0.38	0.63
	822.53	92.54

8 TRADE RECEIVABLES

	Current	
	As at March 31, 2019	As at March 31, 2018
Secured,Considered Good	-	-
Unsecured,Considered Good	297.90	235.71
	297.90	235.71

9 OTHER FINANCIAL ASSETS

	Non- Current		Current	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
GBI claim receivable	-	-	65.20	21.80
Bank balance more than 12 month maturity	-	28.16	-	-
Bank balance more than 12 month maturity (DSRA) *	250.00	250.00	-	-
Unbilled Revenue	-	-	52.73	40.01
Interest accrued on bank deposit	-	-	0.31	-
Interest accrued on loan to subsidiary	-	-	34.51	-
Interest accrued on loan to body corporate	-	-	-	-
- Interest accrued good	-	-	-	318.30
- Interest accrued doubtful	-	-	258.43	-
- Less: Expected credit loss	-	-	(258.43)	-
	250.00	278.16	152.75	380.11

Note:-

* During the year FDR of ₹250.00 Lakhs is created for DSRA as security for loan of ₹5,563.44 Lakhs given by Aditya Birla Finance Limited.

10 OTHER ASSETS

	Non- Current		Current	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
Considered good, unless otherwise stated				
TDS receivable & advance taxes	7.71	25.44	-	-
Advance to employees	6.17	-	2.57	3.05
Advance to creditors/capital creditors	-	-	19.00	206.68
Prepaid expenses	-	-	14.10	9.56
Unsecured, considered doubtful	-	-	825.00	825.00
Less: Provision for doubtful advances	-	-	(825.00)	(825.00)
	13.88	25.44	35.67	219.29

11 EQUITY SHARE CAPITAL

	As at March 31, 2019	As at March 31, 2018
Authorised	(in Lakhs)	(in Lakhs)
2,000.00 Lakhs (previous year 2,000.00 Lakhs) equity shares of ₹10 each	20,000.00	20,000.00
40.00 Lakhs (previous year 40.00 Lakhs) cummulative redeemable preference shares of ₹100 each	4,000.00	4,000.00
	24,000.00	24,000.00
Issued,subscribed and fully paid up		
16,57,59,311 (previous year 16,57,59,311) equity shares of ₹10 each fully paid up	16,575.93	16,575.93
Total Issued,subscribed and fully paid up share capital	16,575.93	16,575.93

Notes:

Advances recovarable in cash or kind *

	As at March 31, 2019		As at March 31, 2018	
Equity shares	No. of shares	(₹ in Lakhs)	No. of shares	(₹ in Lakhs)
Shares outstanding at the beginning of the year	165,759,311	16,575.93	165,759,311	16,575.93
Shares issued during the period	-	-	-	-
Shares outstanding at the end of the year	165,759,311	16,575.93	165,759,311	16,575.93

(b) Terms/rights attached to equity shares

The company has only one class of equity shares having par value of ₹10 per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by each of the shareholders.

(c) Details of equity shareholders holding more than 5% shares in the Company

	As at March 31, 2019		As at March 31, 2018	
	No. of shares	Amount	No. of shares	Amount
Equity shares of ₹10 each fully paid up				
HEG Limited	48,881,556	29.49%	48,881,556	29.49%
RSWM Limited	29,463,559	17.78%	29,463,559	17.78%
Ravi Jhunjhunwala	8,287,966	5.00%	8,287,966	5.00%
LNJ Spark Advisory LLP	35,469,782	21.40%	35,469,782	21.40%
India Clean Energy III Limited	11,957,860	7.21%	11,957,860	7.21%
International Finance Corporation	8,360,238	5.04%	8,360,238	5.04%
	142,420,961	85.92%	142,420,961	85.92%

As per the records of the company, including its register of shareholders/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership.

(d) Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date: Nil

Regd. No. 000561N New Delhi Chartered Accountants

Bhilwara Energy Limited
CIN: U31101DL2006PLC148862
Notes to the Standalone Financial Statements for the year ended March 31, 2019

(₹ In Lakhs)

12 OTHER EQUITY	As at March 31, 2019		As at March 31, 2018	
a.Capital Reserve				
Balance at the beginning of the financial year	10.12		10.12	
Balance at the end of the period		10.12		10.12
b.Securities Premium				
Balance at the beginning of the financial year	41,641.56		41,641.56	
Balance at the end of the period		41,641.56		41,641.56
c. Retained Earnings				
Profit and Loss				
Opening balance	(15,047.34)		(14,893.70)	
Profit / (Loss) during the period	(10,571.35)		(155.01)	
Other comprehensive income				
Addition during the period				
-Re-measurement gains/ (losses) on defined benefit plans	(2.68)		1.37	
Balance at the end of the period		(25,621.37)		(15,047.34)
Total Other Equity		16,030.31		26,604.34

Nature and Description of Reserve :

(i) Capital Reserve:-

Capital reserve is defined as a reserve of a corporate enterprise which is not available for distribution as dividend.

(ii) Securities Premium:-

Securities Premium is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

(iii) Retained earnings:-

Retained earnings constitute the accumulated profits earned by the company till date, less dividend (including dividend distribution tax) and other distribution made to shareholders.

	Non- Current		Current*	
13 BORROWINGS	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
Secured borrowings				
(a) Term Loans - From Financial Institution*				
-Rupee Loans from financial institutions(Secured) ABFL-Project Loan	4,545.66	5,072.12	526.46	491.32
	4,545.66	5,072.12	526.46	491.32

	Current	
(b) Bank overdraft from Yes Bank**	As at March 31, 2019	As at March 31, 2018
The above Bank overdraft includes		
Secured borrowings	239.88	397.92
	239.88	397.92

I. Additional Disclosures

Term Loan Outstanding	Carrying Value	Loan Maturity**	Terms of Repayment
ADITYA BIRLA FINANCE LIMITED - (ABFL)	5,072.12	31.12.2026	Repayable in structured quarterly installments
	5,072.12		

ADITYA BIRLA FINANCE LIMITED (ABFL) - Project Loan for 14 MW Wind Power Project.

During the financial year 2017-2018, the company availed term loan facility of ₹5,563.44 Lakhs from Aditya Birla Finance Limited to Prepay IREDA Loan. The loan carries interest @10% p.a. (Linked to ICICI Bank 1 Year MCLR) payable monthly. The loan is repayable in 35 Quarterly structured installments starting from 30th June 2018 and ending on 31st Dec 2026. Presently, the loan carries interest @10.50% p.a.

The loan is secured by first pari-passu charge way of mortgage and hypothecation on all immovable & movable fixed assets incl. but not limited to land, Plant & Machinery, current assets incl. Book debts, operating cash flow receivable, escrow accounts & other reserves all pertaining to 14 MW Wind project. The loan is also secured by DSRA equivelent to 1 quarter of principal & interest.

** During the financial year 2019-20, company has prepaid entire ABFL Term Loan on 30th April, 2019 by taking long term loan from Bharat Investment Growth Limited @10.50% p.a. with extended maturity.

Bank overdraft from Yes Bank**

In financial year 2016-17, the company has taken overdraft facility of ₹2,000.00 Lakhs from Yes Bank. The purpose of the said limit is to meet short term cash flow mismatches. The limit is secured against subservient charge over entire current assets and movable fixed assets (both present and future) (except TRA/Sub Account and FDR's pledged as DSRA with other lenders) and pledge over 1,79,99,999 equity shares of Chango Yangthang Hydro Power Limited held by the Company. Interest rate is linked to Yes bank MCLR. As on 31.03.2019 rate of interest is @11.95% p.a.

* Other financial liabilities includes current maturity of long term debt/payment within 12 months of reporting date

	Current	
14 TRADE PAYABLES	As at March 31, 2019	As at March 31, 2018
Total outstanding dues of micro enterprises and small enterprises*	-	-
Total outstanding dues of Trade Payable other than micro enterprises and small enterprises	-	10.94
	-	10.94

***Note: Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006**

Particulars	As at March 31, 2019	As at March 31, 2018
The principal amount remaining unpaid to any supplier as at the end of the year	-	-
The interest due on principal amount remaining unpaid to any supplier as at the end of the year	-	-
The amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
The amount of interest accrued and remaining unpaid at the end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act.	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

New Delhi
Chartered Accountants

(₹ In Lakhs)

15 OTHER FINANCIAL LIABILITIES	Current	
	As at March 31, 2019	As at March 31, 2018
Current maturities of long-term borrowings	526.46	491.32
Security deposits from employees	34.24	26.10
Creditors for capital expenditure	-	411.41
Other payable	54.75	56.09
Employee related	2.07	26.56
Related party payable	-	-
	617.52	1,011.48

16 OTHER LIABILITIES	Current	
	As at March 31, 2019	As at March 31, 2018
Statutory dues payable	11.25	16.54
	11.25	16.54

17 PROVISIONS	Non- Current		Current	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
Provision for employee benefits				
-Leave encashment	21.14	18.20	1.38	0.92
-Gratuity	35.49	27.52	1.28	1.02
	56.63	45.72	2.66	1.94

DOOGAR & ASSOCIATES
Firm Regn. No. 000561N
New Delhi
Chartered Accountants

Bhilwara Energy Limited
CIN: U31101DL2006PLC148862
Notes to the Standalone Financial Statements for the year ended March 31, 2019

(₹ in Lakhs)

18 REVENUE FROM OPERATIONS	For the year ended March 31, 2019	For the year ended March 31, 2018
a) Revenue from operations		
- Sale of power	1,523.15	1,269.16
Less:- PPA charges	(3.60)	(3.60)
	1,519.55	1,265.56
b) Other operating revenues		
- GBI	131.11	109.25
Claim for generation loss/PLF	215.19	-
	1,865.85	1,374.81

19 OTHER INCOME	For the year ended March 31, 2019	For the year ended March 31, 2018
Interest Income on		
- Bank deposits	22.51	3.78
- Related party-subsidiary	60.89	-
- Income tax refund	1.29	-
- Others	0.99	88.07
Dividend received from subsidiary company	1,692.86	-
Excess Provision Written Back	-	0.09
Profit on sale of vehicle	1.04	2.07
Profit & Loss on Sale of Investment	-	8,009.55
	1,779.58	8,103.56

20 EMPLOYEE BENEFIT EXPENSES	For the year ended March 31, 2019	For the year ended March 31, 2018
Salaries	223.06	221.29
Contribution to provident funds	13.46	11.56
Staff welfare expenses	8.03	5.70
	244.55	238.55

21 FINANCE COST	For the year ended March 31, 2019	For the year ended March 31, 2018
Interest on		
- Term loan from financial institution	517.76	1,567.65
- Bank overdraft	70.79	130.71
- Other borrowing costs	-	191.28
	588.55	1,889.64

22 DEPRECIATION AND AMORTIZATION EXPENSES	For the year ended March 31, 2019	For the year ended March 31, 2018
Depreciation on Tangible Assets (Refer Note 3)	381.05	381.15
	381.05	381.15

23 OTHER EXPENSES	For the year ended March 31, 2019	For the year ended March 31, 2018
Rent, Rates & Taxes	10.78	3.74
Fees and subcription	13.34	5.43
Bank Charges	0.62	0.92
Travelling & Conveyance expenses	10.27	9.30
Communication expenses	1.97	1.48
Business Promotion	-	0.26
Insurance Charges	11.85	11.97
Car Running & Maint. expenses	6.10	4.55
Repair & Maintenance	2.46	0.71
Legal & Professional Charges	23.77	279.94
Printing & Stationery	2.16	1.61
Payment to auditor	5.66	5.31
Electricity Expenses	1.94	-
Operation & Maintenance Expenses	109.09	31.49
Loss on sale of investment (net of provision)	-	(186.70)
Interest receivable of previous year written off	66.16	-
Impairment in value of investments	-	3,000.00

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

Bhilwara Energy Limited

CIN: U31101DL2006PLC148862

Notes to the Standalone Financial Statements for the year ended March 31, 2019

(₹ in Lakhs)

Investment written off	1.00	-
Sundry balances written Off	-	25.00
Fair value of investments	0.02	0.10
Expected credit loss-body corporate	258.43	-
Expected credit loss-related party	2,474.73	-
Impairment allowance on non current investments	10,000.00	583.88
Miscellaneous expenses	2.28	5.44
	13,002.63	**3,784.43**

Notes :-

(i) Payment to statutory auditors comprise (including indirect tax):

Payment to auditor:	**For the year ended March 31, 2019**	**For the year ended March 31, 2018**
- Audit fee	3.54	3.54
- Fees for certification	2.12	1.77
	5.66	**5.31**

24 EXCEPTIONAL ITEMS

	For the year ended March 31, 2019	**For the year ended March 31, 2018**
CWIP Charged off*		
Civil Work 7.5 MW	-	3,288.81
Pre-operative interest	-	50.80
	-	**3,339.61**

*For detail refer note no. 4

25 OTHER COMPREHENSIVE INCOME

	For the year ended March 31, 2019	**For the year ended March 31, 2018**
(i) Items that will not be reclassified to profit or loss		
Remeasurements of the defined benefit plans	(2.68)	1.37
	(2.68)	**1.37**

26 EARNING PER SHARE

	For the year ended March 31, 2019	**For the year ended March 31, 2018**
a) Profit / (Loss) from total operation attributable to equity shareholders	(10,571.34)	(155.01)
b) Weighted Average number of Equity Shares outstanding during the period - Basic and Diluted (in Lakhs)	1,657.59	1,657.59
Earning Per share - Basic (₹) (a/b)	(6.38)	(0.09)
Earning per share - Diluted (₹) (a/b)	(6.38)	(0.09)
Face value per share (₹)	10	10

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

(₹ in Lakhs)

Investment written off	1.00	-
Sundry balances written Off	-	25.00
Fair value of investments	0.02	0.10
Expected credit loss-body corporate	258.43	-
Expected credit loss-related party	2,474.73	-
Impairment allowance on non current investments	10,000.00	583.88
Miscellaneous expenses	2.28	5.44
	13,002.63	**3,784.43**

Notes :-

(i) Payment to statutory auditors comprise (including indirect tax):

Payment to auditor:	**For the year ended March 31, 2019**	**For the year ended March 31, 2018**
- Audit fee	3.54	3.54
- Fees for certification	2.12	1.77
	5.66	**5.31**

24 EXCEPTIONAL ITEMS	**For the year ended March 31, 2019**	**For the year ended March 31, 2018**
CWIP Charged off*		
Civil Work 7.5 MW	-	3,288.81
Pre-operative interest	-	50.80
	-	**3,339.61**

*For detail refer note no. 4

25 OTHER COMPREHENSIVE INCOME	**For the year ended March 31, 2019**	**For the year ended March 31, 2018**
(i) Items that will not be reclassified to profit or loss		
Remeasurements of the defined benefit plans	(2.68)	1.37
	(2.68)	**1.37**

26 EARNING PER SHARE	**For the year ended March 31, 2019**	**For the year ended March 31, 2018**
a) Profit / (Loss) from total operation attributable to equity shareholders	(10,571.34)	(155.01)
b) Weighted Average number of Equity Shares outstanding during the period - Basic and Diluted (in Lakhs)	1,657.59	1,657.59
Earning Per share - Basic (₹) (a/b)	(6.38)	(0.09)
Earning per share - Diluted (₹) (a/b)	(6.38)	(0.09)
Face value per share (₹)	10	10

DOOGAR & ASSOCIATES Chartered Accountants Firm Regn. No. 000561N New Delhi

27. Segment Reporting

The Company's activities during the year involved power generation (Refer Note 1). Considering the nature of Company's business and operations, there are no separate reportable segments (business and / or geographical) in accordance with the requirements of Indian Accounting Standard 108 'Operating Segments'. The Chief Operational Decision Maker monitors the operating results as one single segment for the purpose of making decisions about resource allocation and performance assessment and hence, there are no additional disclosures to be provided other than those already provided in the financial statements.

Revenue of the company is majorly from sale of power to only one customer.

28. Contingent Liabilities and Commitments (to the extent not provided for)

Particulars	As on March 31, 2019 (₹ in Lakhs)	As on March 31, 2018 (₹ in Lakhs)
(a) Claims against the Company not acknowledged as debt:	-	-
(b) Guarantees excluding financial guarantees and	-	-
(c) other money for which the company is contingently liable		
Guarantee in favour of International Finance Corporation-(IFC) for loan availed by AD Hydro Power Ltd*	600.00	600.00
Corporate Guarantees in favour of IDBI Trusteeship Services Ltd for the benefit of NCD holder on behalf of BG Wind Power Ltd **	3,216.08	3,216.08
Corporate Guarantees in favour of Aditya Birla Finance Ltd. for term loan availed by BG Wind Power Ltd***	7,500.00	7,500.00
Indemnity to Hero Wind Energy Pvt. Ltd. Related to sale of Investment in Bhilwara Green Energy Ltd.(BGEL) ****	7,500.00	7,500.00
Indemnity to Hero Wind Energy Pvt. Ltd. Related to sale of Investment in LNJ Power Venture Ltd.(LNJPVL) *****	1,000.00	1,000.00
(ii) Commitments shall be classified as		
(a) estimated amount of contracts remaining to be executed on capital account and not provided for	-	-
(b) uncalled liability on shares and other investments partly paid and	-	-
(c) Other Commitments (specify nature)	-	-

*The Company has provided Guarantee in favour of International Finance Corporation (IFC) along with HEG Ltd. and RSWM Ltd. on joint and several basis on behalf of AD Hydro Power Ltd. (step down subsidiary) for ₹600.00 Lakhs (previous year ₹600.00 Lakhs).

**The Company has provided corporate guarantee in favour of IDBI Trusteeship Services Limited for the benefit of NCD debenture holder of ₹3,216.08 Lakhs (previous year ₹3,216.08 Lakhs) issued by wholly owned subsidiary M/s BG Wind Power Limited.

***The Company has provided corporate guarantee for debt of ₹7,500.00 Lakhs (previous year ₹7,500.00 Lakhs) availed by M/s BG Wind Power Limited (Wholly Owned Subsidiary) from Aditya Birla Finance Limited.

DOOGAR & ASSOCIATES
Firm Regn. No. 000561N
New Delhi
Chartered Accountants

Share Purchase Agreement of the Company with M/s Hero Wind Energy Private Limited

****The company has signed Share Purchase Agreement (SPA) on 25th October 2017 (Closing Date) with M/s Hero Wind Energy Private Limited (Hero) for sale of its entire equity stake in M/s Bhilwara Green Energy Limited (BGEL). In SPA, company has given indemnity to Hero for losses imposed on, sustained, incurred or suffered by or asserted against Hero, BGEL, its directors, officers or agents due to (a) any inaccuracy in or any breach of any warranty, (b) any non-fulfillment or breach or any covenants of BEL as mentioned in SPA, (c) due to petition filed by MSEDCL for reclassification of wind zone, or (d) specific indemnity for power failure as mention in SPA.

The liability of company towards indemnity is subject to the aggregate cap of ₹7,500.00 Lakhs (except for fraud or willful misrepresentation). Within aggregate cap, the liability of BEL for (a) and (b) shall not exceed ₹3,000.00 Lakhs and for (c) and (d) to ₹5,500.00 Lakhs. Further, if liability under item (c) does not crystallized within 2 years from closing date i.e. 25th October 2017, then the aggregate cap shall be reduced to ₹3,000.00 Lakhs.

The company shall not be liable to make payment of losses (except for fundamental warranty and fraud or willful misrepresentation) under indemnity unless and until such amount exceeds ₹40.00 Lakhs in respect of single incidence of loss.

The Indemnity shall survive (i) for warranties for taxation matters- for 7 years (ii) BEL fundamental warranties or fraud or willful misrepresentation-- indefinitely (iii) for breach of covenants or warranties not covered by (i) or (ii) -- for 3 years.

*****The company has signed Share Purchase Agreement (SPA) on 18th October 2017 (Closing Date) with M/s Hero Wind Energy Private Limited (Hero) for sale of its entire equity stake in M/s LNJ Power Ventures Limited (LNJPVL). In SPA, company has given indemnity to Hero for losses imposed on, sustained, incurred or suffered by or asserted against Hero, LNJPVL, its directors, officers or agents due to (a) any inaccuracy in or any breach of any warranty or (b) any non-fulfillment or breach or any covenants of BEL as mentioned in SPA.

The liability of company towards indemnity under SPA and CCD Purchase Agreement executed on 18th October 2017 amongst Hero, RSWM LIMITED and LNJPVL is subject to the aggregate cap of ₹1,000.00 Lakhs (except for fraud or willful misrepresentation).

The company shall not be liable to make payment of losses (except for fundamental warranty and fraud or willful misrepresentation) under indemnity unless and until such amount exceeds ₹15.00 Lakhs in respect of single incidence of loss.

The Indemnity shall survive (i) for warranties for taxation matters- for 7 years (ii) BEL fundamental warranties or fraud or willful misrepresentation -- indefinitely (iii) for breach of covenants or warranties not covered by (i) or (ii) -- for 3 years.

Note- Since the loss allowance was estimated to be nil, the financial guarantee is not recognized in the books.

DOOGAR & ASSOCIATES
Firm Regd. No. 000561N
New Delhi
Chartered Accountants

29. Other disclosures

a) Balephi Jalvidhyut Company Limited, overseas subsidiary of the company incorporated to erect Balephi HEP 50 MW (down sized to 23.52 MW) hydro power plant in Nepal. During the previous year, the company has entered into share purchase agreement with its joint venture partner M/s Triveni Hydro Power Private Limited, Nepal dated 8th January 2018 to sell its entire 25,60,000 equity shares for consideration of ₹625.00 Lakhs (Nepali ₹100,093,750) as against its total investment of ₹1,600.00 Lakhs. The due date for sale was 30th June 2018, which is extended till 30th June 2019, subject to receipt of requisite approval by Nepali Party.

Therefore, the Company already provided for impairment of ₹975.00 Lakhs in value of investments as on 31 March, 2019.

b) The Company has given undertaking to IDFC Infrastructure Finance Limited, IDFC Infrastructure Finance Limited and India Infradebt Limited for loan of ₹4,900.00 Lakhs. ₹8,600.00 Lakhs and ₹5,900.00 Lakhs respectively availed by Malana Power Company Limited (one of the subsidiary company) to keep the management control and ownership of Malana Power Company Limited (MPCL) at all times during the currency of the facility which would mean (i) holding at least 51% of the issued and paid up equity share capital of MPCL and (ii) the ability to appoint the majority directors on the Board of Directors of MPCL. The Company has also given undertaking to the lenders of MPCL that it will ensure that Mr. Ravi Jhunjhunwala, his family and associates companies will maintain minimum 51% equity shareholding in the company. The Company has also given undertaking to the lenders of MPCL that it will ensure that MPCL is provided with requisite technical, financial and managerial expertise to perform/ discharge its obligations.

c) The Company has given a non-disposal undertaking to IDBI Trusteeship Services Limited (Security trustee for the benefit IL&FS Infrastructure Debt Fund) for subscription of secured, redeemable, non-convertible debentures of ₹13,098.24 Lakhs issued by AD Hydro Power Limited, subsidiary company of Malana Power Company Limited, one of the subsidiaries of the company, for non-transfer of shares of Malana Power Company Limited and shall effect no change in the management and control of AD Hydro Power Limited till the debenture trust deed is in force. As of signing of Balance Sheet ADHPL has redeemed the entire NCD.

d) The Company has given undertaking to IDFC Infrastructure Finance Limited, IDFC Infrastructure Finance Limited, India Infra Debt Fund Limited and IndusInd Bank Limited for loan of ₹5,546.02 Lakhs, ₹4,400.00 Lakhs, ₹11,700.00 Lakhs and ₹16,000.00 Lakhs respectively availed by M/s AD Hydro Power Limited (one of the Subsidiary company) to ensure that Mr. Ravi Jhunjhunwala, his family and associate companies maintain a minimum of 51% equity shareholding in the company i.e. Bhilwara Energy Limited and the company continue to hold at least 51% management control and ownership in Malana Power Company Limited.

e) For the NCD issued by BG Wind Power Limited, the NCD holder can have put option on the Company to purchase its NCD on 28th April 2019 by giving 30 days' notice. BG Wind has also call option to redeem the entire NCD on 28th April 2019. BG Wind had exercised the call option and given notice to NCD holder to redeem the entire NCD. As on signing of Balance Sheet, BG Wind has redeemed the entire NCD.

30. The company is operating 14MW (7 WTGs of 2 MW each) wind power project in Maharashtra. The Power generated from this project is being sold to Maharashtra State Distribution Company Limited (MSEDCL) on long term Power Purchase Agreement (PPA) for 13 years. The agreement can be renewed or extended only by mutual written agreement with the parties.

DOOGAR & ASSOCIATES
Firm Regn. No. 000561N
New Delhi
Chartered Accountants

31. Related Party Disclosures

a) Enterprises that directly or indirectly through one or more intermediaries, control or are controlled by or are under common control with the reporting enterprise (this includes holding companies, subsidiaries and fellow subsidiaries).

i.	Malana Power Company Limited (MPCL)	- Subsidiary
ii.	AD Hydro Power Limited (ADHPL)	- Subsidiary of Subsidiary
iii.	Indo Canadian Consultancy Services Limited (ICCSL)	- Subsidiary
iv.	NJC Hydro Power Limited (NJCHPL)	- Subsidiary
v.	Chango Yangthang Hydro Power Limited (CYHPL)	- Subsidiary
vi.	Bhilwara Green Energy Limited (BGEL) **(Date of Ceasation-18-10-17)**	- Subsidiary
vii.	BG Wind Power Limited (BGWPL)	- Subsidiary
viii.	Balephi Jalvidhyut Company Limited, Nepal (BJCL)	- Subsidiary

b) Associates and joint ventures of the reporting enterprise and the investing party or venture in respect of which the reporting enterprise is an associate or a joint venture;

HEG Limited

c) Individuals owning directly or indirectly, an interest in the voting power of the reporting enterprise that gives them control or significant influence over the enterprise, and relatives of any such individual.

i. Mr. Ravi Jhunjhunwala
ii. Mr. Riju Jhunjhunwala
iii. Mr. Rishabh Jhunjhunwala

d) Key management personnel and their relatives

i.	Mr. Ravi Jhunjhunwala	- Chairman
ii.	Mr. Riju Jhunjhunwala	- Managing Director
iii.	Mr. Rishabh Jhunjhunwala	- Managing Director
iv.	Mr. Krishna Prasad	- Chief Financial Officer
v.	Mr. Ravi Gupta	- Company Secretary

e) Enterprises over which any person described in (c) or (d) is able to exercise significant influence.

i. RSWM Limited.
ii. Bhilwara Scribe Private Limited.
iii. Deepak Knits & Textiles Private Limited
iv. Maral Overseas Limited.
v. Bhilwara Technical Textiles Limited. (BTTL)
vi. BMD Private Limited. (BMD)
vii. Bhilwara Infoway Private Limited.
viii. Bhilwara Services Private Limited.
ix. LNJ Bhilwara Textile Anusandhan Vikas Kendra.
x. Odetta Realty Private Limited.
xi. BSL Limited.
xii. HEG Limited.

DOOGAR & ASSOCIATES
Firm Regn No. 000561N
New Delhi
Chartered Accountants

The following transactions were carried out with the related parties in the ordinary course of business:-

I) Parties referred to in item (a) above Investment as at year end	As at March 31, 2019 (₹ in Lakhs)	As at March 31, 2018 (₹ in Lakhs)
Equity shares in Malana Power Company Limited	18,103.38	18,103.38
Equity shares in Indo Canadian Consultancy Services Limited	459.82	459.82
Equity shares in NJC Hydro Power Limited	10,000.00	10,000.00
Equity shares in BG Wind Power Limited	500.00	500.00
Equity shares in Balephi Jalvidhyut Company Limited, Nepal*	1600.00	1600.00
Equity shares in Chango Yangthang Hydro Power Limited**	3,000.00	3,000.00

*Provision for diminution ₹975.00 Lakhs in value of investment in equity shares of Balephi Jalvidhyut Company Limited, Nepal due to SPA. The Company is holding 25.60 Lakhs equity shares in current as well as previous year. **(Refer note no. 29 (a))**

The value of investment is impaired. Therefore, impairment to the extent of ₹3,000.00 Lakhs is charged off in the books of accounts during the previous year and the value of investment has been adjusted accordingly. The Company is holding ₹600.00 Lakhs equity shares in current as well as previous year. **(Refer note no. 5 (#))

Loans & Advances at the year end	As at March 31, 2019 (₹ in Lakhs)	As at March 31, 2018 (₹ in Lakhs)
Chango Yangthang Hydro Power Limited	791.70	752.84
NJC Hydro Power Limited	6,288.73	6,232.18
BG Wind Power Limited	1,530.12	795.00
Interest amount accrued from BG Wind Power Limited (net of TDS)	34.51	-
Amount due from subsidiary at the year-end for expenses		
Indo Canadian Consultancy Services Limited	-	7.61
Total	**8,645.07**	**7,787.63**

Loans & advances for expenses given during the year to subsidiary	As at March 31, 2019 (₹ in Lakhs)	As at March 31, 2018 (₹ in Lakhs)
Chango Yangthang Hydro Power Limited	39.08	41.59
Bhilwara Green Energy Limited	-	20.00
BG Wind Power Limited	757.42	836.51
Indo Canadian Consultancy Services Limited	6.29	8.50
NJC Hydro Power Limited	56.55	64.71

Loans & advances received back including reimbursement of expenses during the year	As at March 31, 2019 (₹ in Lakhs)	As at March 31, 2018 (₹ in Lakhs)
Chango Yangthang Hydro Power Limited	0.22	-
Bhilwara Green Energy Limited	-	20.00
BG Wind Power Limited	22.30	41.51
NJC Hydro Power Limited	-	-
Indo Canadian Consultancy Services Limited	13.90	0.72

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

Interest accrued from subsidiary companies during the year	**As at March 31, 2019 (₹ in Lakhs)**	**As at March 31, 2018 (₹ in Lakhs)**
Bhilwara Green Energy Limited (ceased to be subsidiary w.e.f 25.10.2017)	-	0.45
Interest on loan accrue from BG Wind Power Limited	38.34	-

Expenses / deposit paid to subsidiary companies during the year	**As at March 31, 2019 (₹ in Lakhs)**	**As at March 31, 2018 (₹ in Lakhs)**
Reimbursement of salary / other employee benefit expenses (CEO and his PA) / GHI Expenses to MPCL	65.63	58.62
Reimbursement of earnest money deposited to MPCL for UBDC-HEP (paid as EMD forfeited by PSPCL)	-	25.00
Reimbursement of insurance expenses by ADHPL.	9.31	-

Guarantees given by the company	**As at March 31, 2019 (₹ in Lakhs)**	**As at March 31, 2018 (₹ in Lakhs)**
Guarantee in favour of International Finance Corporation-(IFC) for loan availed by AD Hydro Power Ltd	600	600
Corporate Guarantees in favour of IDBI Trusteeship Services Ltd for the benefit of NCD holder on behalf of BG Wind Power Ltd	3,216.08	3,216.08
Corporate Guarantees in favour of Aditya Birla Finance Ltd. for term loan availed by BG Wind Power Ltd	7,500.00	7,500.00

ii) Persons referred to in (c) & (d)	**As at March 31, 2019 (₹ in Lakhs)**	**As at March 31, 2018 (₹ in Lakhs)**
Salaries and perquisite paid/payable during the year to Mr. Riju Jhunjhunwala	40.18	40.18
Salaries and perquisite paid/payable during the year to Mr. Rishabh Jhunjhunwala	40.18	40.18
Salaries and perquisite paid/payable during the year to Mr. Krishna Prasad	22.52	21.67
Salaries and perquisite paid/payable during the year to Mr. Ravi Gupta	28.65	27.12

Outstanding from Persons referred to in (c) & (d)	**As at March 31, 2019 (₹ in Lakhs)**	**As at March 31, 2018 (₹ in Lakhs)**
Mr. Ravi Gupta-Home Loan	0.53	2.13
Mr. Ravi Gupta-Advance Salary	-	0.78
Mr. Krishna Prasad-Advance Salary	8.17	-

Security Deposit / Advance from Persons referred to in (c) & (d)	**As at March 31, 2019 (₹ in Lakhs)**	**As at March 31, 2018 (₹ in Lakhs)**
Mr. Krishna Prasad-Security Deposit for Car	1.27	1.01
Mr. Ravi Gupta-Security Deposit for Car	2.88	-
Mr. Rishabh Jhunjhunwala-Security Deposit	25.09	25.09

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

iii) Expenses during the year from the enterprises over which any person described in (c) or (d) is able to exercise significant influence	As at March 31, 2019 (₹ in Lakhs)	As at March 31, 2018 (₹ in Lakhs)
Rent paid to RSWM Ltd.	6.56	3.58
Reimbursement of common expenses to RSWM Ltd.	7.27	5.14
Reimbursement of insurance expenses by RSWM Ltd.	12.91	8.30
Reimbursement of insurance expenses by BSL Ltd.	1.19	0.93
Reimbursement of Sur Sungam expenses to HEG Ltd.	2.60	-
Reimbursement of insurance expenses by HEG Ltd.	12.67	6.88
Reimbursement of insurance expenses by Maral Overseas Ltd.	13.70	8.90
Reimbursement of insurance expenses by BTTL	0.09	-
Reimbursement of insurance expenses by BMD	3.38	1.84

Compensation of Key Managerial Personnel #	As at 31 March 2019 (₹ in Lakhs)					As at 31 March 2018 (₹ in Lakhs)				
	Mr. Riju Jhunjhunwala (Managing Director)	Mr. Rishabh Jhunjhunwala (Managing Director)	Mr. Ravi Gupta (CS)	Mr. Krishna Prasad (CFO)	Total (₹ in Lakhs)	Mr. Riju Jhunjhunwala (Managing Director)	Mr. Rishabh Jhunjhunwala (Managing Director)	Mr. Ravi Gupta (CS)	Mr. Krishna Prasad (CFO)	Total (₹ in Lakhs)
Short Term Benefits	36.00	36.00	27.25	21.48	**120.73**	36.00	36.00	25.87	20.76	**118.63**
Defined Contribution Plan	4.18	4.18	1.40	1.04	**10.80**	4.18	4.18	1.24	0.91	**10.51**
Total	**40.18**	**40.18**	**28.65**	**22.52**	**131.53**	**40.18**	**40.18**	**27.11**	**21.67**	**129.14**

Key Managerial Personnel are entitled to post-employment benefits and other long term employee benefits recognized as per Ind AS 19 - Employee Benefits" in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation.

32. Employee benefits plan

A. Defined contribution plan

Particulars	As at March 31, 2019 (₹ in Lakhs)	As at March 31, 2018 (₹ in Lakhs)
Employer's Contribution to provident fund	13.46	11.56
Total	**13.46**	**11.56**

B. Gratuity (unfunded)

Financial Assumptions Used to Determine the Profit & Loss Charge	31-03-2019	31-03-2018
a) Discounting Rate	7.79 P.A.	7.80 P.A.
b) Salary Escalation Rate	5.50 P.A.	5.00 P.A.
c) Expected Rate of Return on Assets	0.00 P.A.	0.00 P.A.

DOOGAR & ASSOCIATES
Firm Regn. No. 000561N
New Delhi
Chartered Accountants

Demographic Assumptions Used to Determine the Defined Benefit	31-03-2019	31-03-2018
a) Retirement Age	60 Years	60 Years
b) Mortality Table	IALM [2006 – 2008]	
c) Employee Turnover / Attrition Rate		
18 to 30 Years	3.00%	3.00%
30 to 45 Years	2.00%	2.00%
Above 45 Years	1.00%	1.00%

(₹ in Lakhs)

Amount Recognized in Statement of Financial Position at Period - End	**31-03-2019**	**31-03-2018**
Present value of Defined Benefit Obligation	36.76	28.53
Fair value of Plan Assets	-	-
	36.76	**28.53**
Unrecognized Asset due to the Asset Ceiling	-	-
Net Defined Benefit (Assets) / Liability Recognized in Statement of Financial Position	**36.76**	**28.53**

(₹ in Lakhs)

Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income during the Period	**31-03-2019**	**31-03-2018**
Total Charge/(Credit) Recognised in Profit and Loss	5.55	4.87
Total Amount Recognised in Other Comprehensive Income (OCI) (Gain) / Losses	**2.68**	**(1.37)**

(₹ in Lakhs)

1	**Change in Defined Benefit Obligation**	**31-03-2019**	**31-03-2018**
a)	Defined Benefit obligation, beginning of period	28.53	25.03
b)	Interest Cost on DBO	2.23	1.88
c)	Net Current Service Cost	3.32	2.99
d)	Actual Plan Participants' Contributions	-	-
e)	Benefits Paid	-	-
f)	Past Service Cost	-	-
g)	Changes in Foreign Currency Exchange Rates	-	-
h)	Acquisition /Business Combination / Divestiture	-	-
i)	Losses / (Gains) on Curtailments / Settlements	-	-
j)	Actuarial (Gain)/Loss on obligation	2.68	(1.37)
k)	**Defined Benefit Obligation, End of Period**	**36.76**	**28.53**

(₹ in Lakhs)

2	**Change in Fair Value of Plan assets**	**31-03-2019**	**31-03-2018**
a)	Fair value of plan assets at the beginning	-	-
b)	Expected return on plan assets	-	-
c)	Employer contribution	-	-
d)	Actual Plan Participants' Contributions	-	-
e)	Actual Taxes Paid	-	-
f)	Actual Administration Expenses Paid	-	-
g)	Changes in Foreign Currency Exchange Rates	-	-
h)	Benefits paid	-	-
i)	Acquisition /Business Combination / Divestiture	-	-
j)	Assets Extinguished on Curtailments / Settlements	-	-
k)	Actuarial (Gain)/Loss on Asset	-	-
l)	**Fair value of plan assets at the end.**	-	-

DOOGAR & ASSOCIATES Chartered Accountants Firm Regn. No. 000561N New Delhi

Bhilwara Energy Limited
CIN: U31101DL2006PLC148862
Notes to the Financial Statements for the year ended March 31, 2019

(₹ in Lakhs)

3	Net Defined Benefit Cost/(Income) included in Statement of Profit & Loss at Period-End	31-03-2019	31-03-2018
a)	Service Cost	3.32	2.99
b)	Net Interest Cost	2.23	1.88
c)	Past Service Cost	-	-
d)	Administration Expenses	-	-
e)	(Gain)/Loss due to settlements / Curtailments / Terminations / Divestitures	-	-
f)	**Total Defined Benefit Cost/(Income) included in Profit & Loss**	**5.55**	**4.87**

(₹ in Lakhs)

4	Analysis of Amount Recognized in Other Comprehensive (Income)/Loss at Period - End	31-03-2019	31-03-2018
a)	**Amount recognized in OCI, (Gain) / Loss Beginning of Period**	(1.37)	-
b)	Remeasurements Due to :	-	-
	1.Effect of Change in Financial Assumptions	2.87	(1.40)
	2.Effect of Change in Demographic Assumptions	-	-
	3.Effect of Experience Adjustments	(0.19)	0.02
	4.(Gain)/Loss on Curtailments/Settlements	-	-
	5.Return on Plan Assets (Excluding Interest)	-	-
	6.Changes in Asset Ceiling	-	-
c)	**Total Remeasurements Recognised in OCI (Gain)/Loss**	**2.68**	**(1.37)**
d)	**Amount Recognized in OCI (Gain)/Loss, End of Period**	**1.31**	**(1.37)**

(₹ in Lakhs)

5	Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income)	31-03-2019	31-03-2018
a)	Amount recognized in P&L, End of Period	5.55	4.87
b)	Amount recognized in OCI, End of Period	2.68	(1.37)
c)	**Total Net Defined Benefit Cost/(Income) Recognized at Period-End**	**8.23**	**3.50**

(₹ in Lakhs)

6	Reconciliation of Balance Sheet Amount	31-03-2019	31-03-2018
a)	Balance Sheet (Asset)/Liability, Beginning of Period	28.53	25.03
b)	True-up	-	-
c)	Total Charge/(Credit) Recognised in Profit and Loss	5.55	4.87
d)	Total Remeasurements Recognised in OC (Income)/Loss	2.68	(1.37)
e)	Acquisition /Business Combination / Divestiture	-	-
f)	Employer Contribution	-	-
g)	Benefits Paid	-	-
h)	Other Events	-	-
i)	**Balance Sheet (Asset)/Liability, End of Period**	**36.76**	**28.53**

(₹ in Lakhs)

7	Actual Return on Plan Assets	31-03-2019	31-03-2018
a)	Expected return on plan assets	-	-
b)	Remeasurements on Plan Assets	-	-
c)	**Actual Return on Plan Assets**	-	-

DOOGAR & ASSOCIATES
Firm Regn. No. 000561N
New Delhi
Chartered Accountants

(₹ in Lakhs)

8	Change in the Unrecognised Asset due to the Asset Ceiling During the Period	31-03-2019	31-03-2018
a)	Unrecognised Asset, Beginning of Period	-	-
b)	Interest on Unrecognised Asset Recognised in P&L	-	-
c)	Other changes in Unrecognised Asset due to the Asset Ceiling	-	-
d)	**Unrecognized Asset, End of Period**	-	-

(₹ in Lakhs)

9	The Major Categories of Plan Assets	31-03-2019	31-03-2018
a)	Government of India Securities	-	-
	(Central and State)		
b)	High Quality Corporate Bonds	-	-
	(Including Public Sector Bonds)		
c)	Equity Shares of listed companies	-	-
d)	Cash (Including Bank Balance,	-	-
	Special Deposit Scheme)		
e)	Funds Managed by Insurer	-	-
f)	Others	-	-
	Total	-	-

Bifurcation of Present Value of Obligation at the end of the year as per revised Schedule III of the Companies Act, 2013

(₹ in Lakhs)

10	Current / Non-Current Bifurcation	31-03-2019	31-03-2018
a)	Current liability	1.28	1.02
b)	Non-Current liability	35.49	27.52
c)	**Net Liability**	**36.76**	**28.53**

(₹ in Lakhs)

11	Defined Benefit Obligation by Participant Status	31-03-2019
a)	Actives	36.76
b)	Vested Deferreds	-
c)	Retirees	-
d)	**Total Defined Benefit Obligation**	**36.76**

(₹ in Lakhs)

12	Sensitivity Analysis	31-03-2019
a)	Defined Benefit Obligation – Discount Rate +100 Basis Points	(5.25)
b)	Defined Benefit Obligation – Discount Rate -100 Basis Points	6.35
c)	Defined Benefit Obligation – Salary Escalation Rate +100 Basis Points	6.44
d)	Defined Benefit Obligation – Salary Escalation Rate -100 Basis Points	(5.40)

DOOGAR & ASSOCIATES * Firm Regn. No. 000561N New Delhi * Chartered Accountants

(₹ in Lakhs)

13	Expected Cash flows for the Next Ten Years	31-03-2019
a)	Year - 2020	1.32
b)	Year - 2021	1.39
c)	Year - 2022	1.67
d)	Year - 2023	1.96
e)	Year - 2024	2.19
f)	Year - 2025 to 2029	13.37

C. Leave Encashment (Unfunded)

Financial Assumptions Used to Determine the Profit & Loss Charge	31-03-2019	31-03-2018
a) Discounting Rate	7.79 P.A.	7.80 P.A.
b) Salary Escalation Rate	5.50 P.A.	5.00 P.A.
c) Expected Rate of Return on Assets	0.00 P.A.	0.00 P.A.

Demographic Assumptions Used to Determine the Defined Benefit	31-03-2019	31-03-2018
a) Retirement Age	60 Years	60 Years
b) Mortality Table	IALM [2006 – 2008]	
c) Employee Turnover / Attrition Rate		
18 to 30 Years	3.00%	3.00%
30 to 45 Years	2.00%	2.00%
Above 45 Years	1.00%	1.00%

(₹ in Lakhs)

Amount Recognized in Statement of Financial Position at Period - End	31-03-2019	31-03-2018
Present value of Defined Benefit Obligation	22.52	19.12
Fair value of Plan Assets	-	-
	22.52	**19.12**
Unrecognized Asset due to the Asset Ceiling	-	-
Net Defined Benefit (Assets) / Liability Recognized in Statement of Financial Position	**22.52**	**19.12**

(₹ in Lakhs)

1	Change in Defined Benefit Obligation	31-03-2019	31-03-2018
a)	Defined Benefit obligation, beginning of period	19.12	15.75
b)	Interest Cost on DBO	1.49	1.18
c)	Net Current Service Cost	2.83	3.38
d)	Actual Plan Participants' Contributions	-	-
e)	Benefits Paid	-	(2.84)
f)	Past Service Cost	-	-
g)	Changes in Foreign Currency Exchange Rates	-	-
h)	Acquisition /Business Combination / Divestiture	-	-
i)	Losses / (Gains) on Curtailments / Settlements	-	-
j)	Actuarial (Gain)/Loss on obligation	(0.92)	1.65
k)	**Defined Benefit Obligation, End of Period**	**22.52**	**19.12**

DOOGAR & ASSOCIATES ★ Chartered Accountants ★ Firm Regn. No. 000561N New Delhi

(₹ in Lakhs)

2	Change in Fair Value of Plan assets	31-03-2019	31-03-2018
a)	Fair value of plan assets at the beginning	-	-
b)	Expected return on plan assets	-	-
c)	Employer contribution	-	-
d)	Actual Plan Participants' Contributions	-	-
e)	Actual Taxes Paid	-	-
f)	Actual Administration Expenses Paid	-	-
g)	Changes in Foreign Currency Exchange Rates	-	-
h)	Benefits paid	-	-
i)	Acquisition /Business Combination / Divestiture	-	-
j)	Assets Extinguished on Curtailments / Settlements	-	-
k)	Actuarial (Gain)/Loss on Asset	-	-
l)	Fair value of plan assets at the end.	-	-

(₹ in Lakhs)

3	Amounts Recognised in Statement of Profit & Loss at Period-End	31-03-2019	31-03-2018
a)	Service Cost	2.83	3.38
b)	Net Interest Cost	1.49	1.18
c)	Past Service Cost	-	-
d)	Remeasurements*	(0.92)	1.65
e)	Administration Expenses	-	-
f)	(Gain)/Loss due to settlements / Curtailments / Terminations / Divestitures	-	-
g)	**Total Expense /(Income) included in "Employee Benefit Expense"**	**3.40**	**6.21**

(₹ in Lakhs)

4	Analysis of Amounts Recognized in Remeasurements of the Net Defined Benefit Liability / (asset) during the Period	31-03-2019	31-03-2018
a)	**Remeasurements Due to :**		
	1.Effect of Change in Financial Assumptions	1.69	(0.81)
	2.Effect of Change in Demographic Assumptions	-	-
	3.Effect of Experience Adjustments	(2.61)	2.46
	4.(Gain)/Loss on Curtailments/Settlements	-	-
	5.Return on Plan Assets (Excluding Interest)	-	-
	6.Changes in Asset Ceiling	-	-
b)	**Total Remeasurements Recognised (gains) / losses**	**(0.92)**	**1.65**

(₹ in Lakhs)

5	Reconciliation of Balance Sheet Amount	31-03-2019	31-03-2018
a)	Balance Sheet (Asset)/Liability, Beginning of Period	19.12	15.75
b)	Total Charge/(Credit) Recognised in Profit and Loss	3.40	6.21
c)	Acquisition /Business Combination / Divestiture	-	-
d)	Benefit Payouts	-	(2.84)
e)	**Balance Sheet (Asset)/Liability, End of Period**	**22.52**	**19.12**

DOOGAR & ASSOCIATES
Firm Regn. No. 000561N
New Delhi
Chartered Accountants

(₹ in Lakhs)

6	**Actual Return on Plan Assets**	**31-03-2019**	**31-03-2018**
a)	Expected return on plan assets	-	-
b)	Remeasurements on Plan Assets	-	-
c)	**Actual Return on Plan Assets**	-	-

(₹ in Lakhs)

7	**Asset Category**	**31-03-2019**	**31-03-2018**
a)	Government of India Securities (Central and State)	-	-
b)	High quality corporate bonds (including Public Sector Bonds)	-	-
c)	Equity shares of listed companies	-	-
d)	Real Estate / Property	-	-
e)	Cash (including Special Deposits)	-	-
f)	Other (including assets under Schemes of Insurance	-	-
g)	**Total**	-	-

Bifurcation of Present Value of Obligation at the end of the year as per revised Schedule III of the Companies Act, 2013

(₹ in Lakhs)

8	**Current / Non-Current Bifurcation**	**31-03-2019**	**31-03-2018**
a)	Current liability	1.38	0.92
b)	Non-Current liability	21.14	18.20
c)	**Net Liability**	**22.52**	**19.12**

(₹ in Lakhs)

9	**Defined Benefit Obligation by Participant Status**	**31-03-2019**
a)	Actives	22.52
b)	Vested Deferreds	-
c)	Retirees	-
d)	**Total Defined Benefit Obligation**	**22.52**

(₹ in Lakhs)

10	**Sensitivity Analysis**	**31-03-2019**
a)	Defined Benefit Obligation – Discount Rate +100 Basis Points	(3.10)
b)	Defined Benefit Obligation – Discount Rate -100 Basis Points	3.72
c)	Defined Benefit Obligation – Salary Escalation Rate +100 Basis Points	3.77
d)	Defined Benefit Obligation – Salary Escalation Rate -100 Basis Points	(3.18)

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33. Bhilwara Energy Employee Stock Option Plan 2010

On 21st December, 2010, the company has granted 10,68,820 stock options as per Bhilwara Energy ESOP 2010 to its employees including those of subsidiary companies.

Salient features of the plan

Parameters/terms of grant	Explanation
Total number of options granted	A total of 10,68,820 options are being awarded in the current grant amounting to 0.70% of the total paid up capital as on the grant date.
Total number of options accepted	10,68,820
Total number of Valid options	NIL
Total number of options lapsed	10,68,820
Categorization of employees	All eligible employees as defined in the plan document.
Fair Share Price	₹82/-
Exercise price per option	₹82/-
Grant Date	21st December, 2010
Vesting Period	The options would vest in the grantee over a period of three years from the date of grant.
Vesting Schedule	The options would vest as per the following schedule:
	-20% of the options would vest at the end of 12 months from the date of grant.
	-30% of the options would vest at the end of 24 months from the date of grant.
	-50% of the options would vest at the end of 36 months from the date of grant.
Closing Date	The closing date of the plan is two months from the date of grant. That is all award recipients need to accept the offer before this date.
Exercise Period	The exercise period for the options granted is effectively eight years from the date of grant. That is, all vested options should be exercised within this period.
Exercise Conditions	As per Bhilwara Energy ESOP 2010 plan.

No accounting treatment has been made for ESOP in current accounting period as the exercise period for the exercise of the option was 8 years from the date of grant i.e. till 20th Dec, 2018 as of the last date of exercise validity, none of the employee has exercised the option. Accordingly, all the options are lapsed.

34. Financial risk management and objective policies

The company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks.

It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:-

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Firm Regn. No. 000561N
New Delhi
Chartered Accountants

a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits. The company is exposed to interest rate risk on variable rate long term borrowings.

The sensitivity analysis in the following sections relate to the position as at March 31, 2019 and March 31, 2018.

1) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

i. Interest Risk Exposure

The exposure of the company's borrowings to interest rate changes at the end of the reporting period are as follows:-

(₹ in Lakhs)

Particulars	As on 31-Mar-2019	As on 31-Mar-2018
Variable rate borrowings	5,312.00	5,961.36
Fixed rate borrowings	-	-
Total	**5,312.00**	**5,961.36**

ii. Sensitivity*

Profit/loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates. The table below summarizes the impact of increase and decrease of profit after tax on change in interest rate on floating rate debt. The analysis is based on the assumption that interest rate changes by 25 basis points with all other variable held constant. The fluctuation in interest rate has been arrived at on the basis of average interest rate volatility observed in the outstanding loans as on March 31, 2019 and March 31, 2018.

(₹ in Lakhs)

Particulars	As on 31-Mar-2019	As on 31-Mar-2018
Effect on Profit if Interest Rate - increases by 25 basis points	(8.68)	9.10
Effect on Profit if Interest Rate - decrease by 25 basis points	8.68	9.10

*Not considered fixed rate borrowings for sensitivity and the sensitivity is net of tax.

2) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The company is not exposed to any foreign currency risk as there are no material transactions in foreign currency. Hence, no further disclosure is required under this section.

3) Price risk

The company is not exposed to any material price risk as there is no investment in equities outside the group except investment of ₹0.59 Lakhs (previous year ₹1.59 Lakhs) (which is insignificant commensurate with size of the Company) and the company doesn't deal in commodities.

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Firm Regn. No. 000561N
New Delhi
Chartered Accountants

b) Credit risk

Credit risk arises from the possibility that the counterparty will default on its contractual obligations resulting in financial loss to the company. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, unsecured loan to subsidiary company and other financial instruments.

To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial conditions, current economic trends, and analysis of historical bad debts and ageing of accounts receivable.

The Company considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. Financial assets are written off when there is no reasonable expectation of recovery.

1) Expected credit loss for financial assets

Financial assets to which loss allowance is measured using 12 months Expected credit loss(ECL)	As at March 31, 2019			As at March 31, 2018		
	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision
Security deposits	0.30	-	**0.30**	0.30	-	**0.30**
Loan to related party	8,044.04	-	**8,044.04**	7,787.63	-	**7,787.63**
Loan to body corporate	550.00	-	**550.00**	550.00	-	**550.00**
Loan to employees	8.74	-	**8.74**	3.05	-	**3.05**
Interest accrued on loan to body corporate	258.43	258.43	-	317.99	-	**317.99**
Interest accrued on bank deposit	0.31	-	**0.31**	0.31	-	**0.31**
Interest accrued on loan given to related party	34.51	-	**34.51**	-	-	-
GBI claim receivables	65.20	-	**65.20**	21.80	-	**21.80**
Trade receivables	297.90	-	**297.90**	235.71	-	**235.71**
Cash and Cash Equivalents	822.52	-	**822.52**	92.54	-	**92.54**
Fixed deposits more than 3 months but within 12 months	250.00	-	**250.00**	-	-	-
Bank Balance more than 12 Month Maturity	-	-	-	278.16	-	**278.16**
Unbilled revenue	52.73	-	**52.73**	40.01	-	**40.01**

Particulars	**Not Due**	**Less than 60 days**	**60 to 120 days**	**120 to 180 days**	**180 to 365 days**	**More than 365 days**	**Total (₹ in Lakhs)**
Trade Receivables- Gross Carrying amount	49.47	107.92	140.50	-	-	-	297.90
Interest accrued on loan to body corporate	-	-	-	-	-	258.43	258.43
Expected Loss Rate						100%	-
Expected Credit Losses	-	-	-	-	-	258.43	258.43
Carrying amount of Trade receivables	**49.47**	**107.92**	**140.50**	-	-	-	**297.90**

DOOGAR & ASSOCIATES
Firm Regn. No. 000561N
New Delhi
Chartered Accountants

Financial assets to which loss allowance is measured using lifetime Expected Credit Loss (ECL) as on March 31, 2018	Not Due	Less than 60 days	60 to 120 days	120 to 180 days	180 to 365 days	More than 365 days	Total (₹ in Lakhs)
Trade Receivables- Gross Carrying amount	155.71	56.04	23.97	-	-	-	235.72
Carrying amount of Trade receivables	**155.71**	**56.04**	**23.97**	-	-	-	**235.72**

The company is in the power generation sector. The company on the basis of its past experience and industry practice is confident on realizing all of its dues from its customer which is state government run power utility majors. Hence company has not provided for any discounting on time value of money.

c) Liquidity risk

Liquidity risk is defined as the risk that company will not be able to settle or meet its obligation on time or at a reasonable price. The company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risk are overseen by senior management. Management monitors the company's net liquidity position through rolling, forecast on the basis of expected cash flows. To maintain liquidity the company has maintained loan covenants as per the terms decided by the lenders.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments:-

As at March 31, 2019	Less than 3 months	3 to 6 months	6-12 months	12 Months to 3 Years	More than 3 Years	Total (₹ in Lakhs)
Borrowings	5,072.12	-	-	-	-	**5,072.12**
Security deposits from employees	-	8.13	26.10	-	-	**34.24**
Other payable	-	4.75	50.00	-	-	**54.75**
Expenses payable	-	2.07	-	-	-	**2.07**
Bank overdraft	-	239.88	-	-	-	**239.88**

As at March 31, 2018	Less than 3 months	3 to 6 months	6-12 months	12 Months to 3 Years	More than 3 Years	Total (₹ in Lakhs)
Borrowings	120.59	120.59	250.14	1,086.69	3,985.44	**5,563.44**
Security Deposits from Employees	-	20.07	6.03	-	-	**26.10**
Creditors for Capital Expenditure	-	-	411.41	-	-	**411.41**
Sundry Creditors	-	10.94	-	-	-	**10.94**
Other Payable	-	1.97	50.00	-	-	**51.97**
Expenses Payable	-	-	30.14	-	-	**30.14**
Bank Overdraft	-	-	397.92	-	-	**397.92**

DOOGAR & ASSOCIATES Firm Regd. No. 000561N New Delhi Chartered Accountants

35. Capital management

a) Risk management

The Company's objective when managing capital is to:

(i) Safeguard their ability to continue as a going concern , so that they can continue to provide returns for shareholders and benefits for other stakeholders, and

(ii) 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.

Company makes continuous efforts to optimise its cost of capital as during the year 2018-19 and 2017-18 company makes arrangements with its lenders to re-structure its borrowings which reduce the cost of capital of borrowing for the company.

Consistent with others in the industry, the Company monitors capital on the basis of the following gearing ratio:-

Net Debt (total borrowings net of cash and cash equivalents)
Divided by
Total equity (as shown in balance sheet, including non- controlling interest)

The gearing ratios were as follows:-

Particulars	31-Mar-19 (₹ in Lakhs)	31-Mar-18(₹ in Lakhs)
Net Debt	4,249.60	4,979.59
Total equity	45,339.41	43,180.27
Net Debt to Equity Ratio	**0.09**	**0.12**

Loan covenants

Under the terms of the major borrowing facilities, the company is required to comply with the financial covenants. As per the explanation provided by the Management the company has complied with these covenants as at the last audited financial statements and there has been no breach in the financial covenants of any interest bearing loans and borrowings.

36. Financial instruments- accounting classification and fair value measurement

Particulars	31-Mar-19 (₹ in Lakhs)		31-Mar-18 (₹ in Lakhs)	
	Amortised cost / Carrying Amount	Fair Value	Amortised cost / Carrying Amount	Fair Value
Financial assets				
Investment in Punjab & Sind Bank Ltd.	0.15	0.15	0.17	0.17
Security deposits	0.30	0.30	0.30	0.30
Loan to related party	8,044.04	8,044.04	7,787.63	7,787.63
Loan to body corporate	550.00	550.00	550.00	550.00
Loan to employees	8.74	8.74	3.05	3.05
Interest accrued on loan to body corporate	-	-	317.99	317.99
Interest accrued on bank deposit	0.31	0.31	0.31	0.31

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

Interest accrued on loan given to related party	34.51	34.51	-	-
GBI claim receivables	65.20	65.20	21.80	21.80
Trade receivables	297.90	297.90	235.71	235.71
Cash and Cash Equivalents	822.52	822.52	92.54	92.54
Bank Balance more than 12 Month Maturity	250.00	250.00	278.16	278.16
Unbilled revenue	52.73	52.73	40.01	40.01
Total Financial Assets	**10,126.39**	**10,126.39**	**9,327.65**	**9,327.65**
Financial Liabilities				
Borrowings	5,072.12	5,072.12	5,563.44	5,563.44
Security deposits from employees	34.24	34.24	26.10	26.10
Bank overdraft	239.88	239.88	397.92	397.92
Creditors for capital expenditure	-	-	411.41	411.41
Sundry Creditors	-	-	10.94	10.94
Other payable	56.81	56.81	82.11	82.11
Total Financial Liabilities	**5,403.05**	**5,403.05**	**6,491.91**	**6,491.91**

I. Fair value hierarchy

The fair value of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:-

1. Fair value of cash and short-term deposits, trade and other short term receivables, trade payables, other current liabilities, short term loans from banks and other financial institutions approximate their carrying value largely due to the short-term maturities of these instruments.

2. Financial instruments with fixed and variable interest rates evaluated by the Company based on the parameters such as interest rates and individual credit worthiness of the counterparty. Based on the evaluation, allowances are taken to account the expected losses of these receivables.

The Company uses the following hierarchy for determining and disclosing the fair value of the financial instruments by valuation techniques:-

Level 1: Quoted prices (unadjusted) in the active markets for identical assets or liability

Level 2: Other techniques for which all the inputs which have a significant effect on the recorded fair values are observable, either directly or indirectly

Level 3: Techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

Particulars	**Carrying amount (₹ in Lakhs)**	**Fair value As at March 31, 2019 (₹ in Lakhs)**		
	As at March 31, 2019	**Level 1**	**Level 2**	**Level 3**
Financial assets				
Investments(quoted)	0.15	-	-	0.15
Loan to body corporate	550.00	-	-	550.00
Total	**550.15**	-	-	**550.15**
Financial liabilities				
Borrowings	5,072.12	-	-	5,072.12
Total	**5,072.12**	-	-	**5,072.12**

Particulars	Carrying amount (₹ in Lakhs)	Fair value As at March 31, 2018 (₹ in Lakhs)		
	As at March 31, 2018	Level 1	Level 2	Level 3
Financial assets				
Investments(quoted/unquoted)	0.17	-	-	0.17
Loan to body corporate	550.00	-	-	550.00
Total	**550.17**	-	-	**550.17**
Financial liabilities				
Borrowings	5,563.44	-	-	5,563.44
Total	**5,563.44**	-	-	**5,563.44**

II. Assumptions and valuation technique used to determine fair value

The following methods and assumptions were used to estimate the fair values

i. Fair value of cash and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

ii. Long-term variable-rate borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values.

37. Deferred tax

In accordance with Ind-AS 12 "Income Taxes" Deferred tax assets are recognised only if there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In view of lack of reasonable certainty of sufficient future taxable income against which net deferred tax asset can be realised, the Company has not recognized deferred tax asset to the extent of ₹17,055.72 (previous year ₹17,508.60 Lakhs) as on March 31, 2019.

(₹ in Lakhs)

Particulars	As on 31 March, 2019	As on 31 March, 2018
Tax effects constituting deferred tax assets		
Business loss brought/carried forward	16,187.80	16,275.50
Unabsorbed depreciation brought/carried forward	2,863.51	2,949.19
Provision for Leave encashment	22.52	19.12
Provision for Gratuity	36.77	28.54
Total deferred tax assets (a)	**19,110.61**	**19,272.35**
Tax effects constituting deferred tax liabilities		
Difference between tax base and book base of Property, plant and Equipment	2,054.89	1,763.75
Total deferred tax liabilities (b)	**2,054.89**	**1,763.75**
Net Deferred Tax Asset (a-b)	17,055.72	17,508.60
Less: Valuation Allowance	**(17,055.72)**	**(17,508.60)**
Net Deferred tax assets	-	-

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38. During the current year, the Company has reclassified below mentioned account balances related to previous year March 31, 2018. The detail of the same is as under:-

i. Advance to Capital creditors of ₹206.68 Lakhs has been re-classified to Other Assets (Advance to Creditors/ Capital Creditors). In previous year it was classified under the head financial assets - Loans – Loan to body corporate.

ii. Trade payable for O&M expenses of ₹10.94 Lakhs has been reclassified to Trade payable. In previous year it was classified under the head Other Financial Liabilities.

iii. Loan- Unsecured, considered doubtful of ₹825.00 Lakhs has been reclassified to Other Current Assets. In previous year it was classified under the head Financial Assets-Loans - Unsecured, considered doubtful.

39. The Board of Directors of the Company has reviewed the realisable value of all the Current Assets and has confirmed that the value of such assets in the ordinary course of business will not be less than the value at which these are recognised in the financial statements. In addition, the Board has also confirmed the carrying value of the non-current assets including long term Loans. In the financial statements. The Board, duly taking into account all the relevant disclosures made, has approved these financial statements in its meeting held on 16th May, 2019.

Signed in terms of our report of even date
For **Doogar & Associates**
Chartered Accountants
Firm Regn. No: 000561N

Mukesh Goyal
Partner
Membership No. 081810

For and on behalf of Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjhunwala
Chairman
DIN: 00060972

Riju Jhunjhunwala
Managing Director
DIN: 00061060

Krishna Prasad
Chief Financial Officer

Ravi Gupta
Company Secretary
M. No. F5731

Place: Noida
Date : 16th May, 2019

DOOGAR & ASSOCIATES

CHARTERED ACCOUNTANTS

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF Bhilwara Energy Limited
Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **Bhilwara Energy Limited** (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding and its subsidiaries together referred to as "the Group"), comprising the Consolidated Balance Sheet as at March 31, 2019, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Cash Flow Statement, the Consolidated Statement of Changes in Equity, for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated 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 Indian Accounting Standards prescribed under section 133 of the Act read with the 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 Group as at March 31, 2019, and their consolidated profit, consolidated total comprehensive income, their consolidated cash flows and consolidated statement of changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing specified under section 143 (10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group 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 consolidated financial statements under the provisions of the Act and the Rules made thereunder, 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 obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

<u>In Subsidiary ChangoYangthang Hydro Power Limited</u>

Material Uncertainty Related to Going Concern

As detailed in foot note of Note-35(vii)(b) regarding the Board of directors decision to surrender the ChangoYangthang HEP (180 MW) project to Directorate of Energy, Government of Himachal Pradesh due to delay and uncertainty in project execution and long delay in Government approvals and licenses lapse, the company has written off Capital Work in progress during the previous year amounting to INR 2,713.18 lakhs. These events or conditions, along with other matters as set forth in Note-35(vii)(d), indicate that there exists material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern since the company was incorporated as a Special Purpose Vehicle for this particular project. Our opinion is not modified in respect of this matter.

Emphasis of Matter

As detailed in Note-35(vii)(b), the company has surrendered ChangoYangthang HEP (180MW) project in Himachal Pradesh and asked for the refund of Upfront premium of INR 3789.45 lakhs and Security Deposit of INR 180 lakhs with interest, the Government of Himachal Pradesh has not considered the company's contention for surrender of the project. The Company on 16th February, 2018 has reaffirmed their intention and asked the Authorities for their decision on application of surrender of the project since the project is not to be executed purely on account of various social-legal issues neither in the control of the company nor in the control of local administration/authorities.

GoHP vide Notification dated 03rd Nov 2018 has formed a committee to deal with the issues of various projects which includes ChangoYangthang Hydro Power Limited (CYHPL). On the direction of GoHP, a public meeting was conveyed on 14th November 2018 which was attended by various villagers of the project affected area, officials of DoE, District administration and CYHPL. During the meeting, the villagers categorically refused for

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development of any Hydro Electric project in the Hangrang valley including 180 MW ChangoYangthang HEP and refused to co-operate on the issue of development of any project. The said committee discussed the Sutlej Valley projects on 18th Feb 2019 which included CYHPL. During the meeting CYHPL categorically refused to execute the project in view of severe local issue and lapse of clearances for the project. Committee has noted the same.

The management is confident of recovering the Upfront Fees and Security Deposit paid on account of surrender of project, in full. The upfront fee and security deposit as mentioned above have been grouped under Other Non-Current Assets (Note-12) and Non-Current Loans- Security Deposit (Note-7) respectively.

Our opinion is not modified in respect of this matter.

<u>**In Subsidiary NJC Hydro Power Limited**</u>

Emphasis of Matter

Without qualifying our opinion, we draw attention to Note 35(vi)(a) to the Ind AS financial statement, the viability of the NyamjangChuu HEP power project is dependent on the outcome of the report of Wildlife Institute of India, Dehradun. We are unable to comment on the financial implications and the future operations of the company till outcome of report of Wildlife Institute of India, Dehradun

Our opinion is not modified in respect of this matter.

<u>**In Subsidiary Malana Power Company Limited**</u>

Emphasis of Matter

We draw attention to Note 34(ii)(b) to the financial statements, which describes the uncertainty relating to the effects of outcome of litigation with Himachal Pradesh State Electricity Board (HPSEBL).

Our opinion is not modified in respect of this matter.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Holding Company's Board of Directors is responsible for the other information. The other information comprises the Director's report, but does not include the consolidated financial statements and our auditor's report thereon. The Director's report is expected to be made available to us after the date of this Auditor's report.

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

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

- When we read the Director's report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Management's Responsibility for the Consolidated Financial Statements

The Holding 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 consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. The Board of Directors of the companies of the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

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, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

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

The Board of Directors of the companies of the group are also responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibility for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated 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 consolidated 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 consolidated 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 control 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 Holding 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 the 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 Group 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 consolidated 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 Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

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 consolidated financial statements.

We communicate with those charged with governance of the Holding Company and other entities included in the consolidated financial statements of which we are the independent auditors 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 Matters

We did not audit the Ind AS financial statements of 5 Subsidiaries including a step-down subsidiary, whose financial statements reflect total assets of INR 2,05,524.88 Lakhs as at 31st March, 2019, total revenues of INR 33,596.81 Lakhs and net cash flows amounting to INR (2,746.28) Lakhs for the year ended on March 31, 2019, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and financial statements certified by the Management.

Report on Other Legal and Regulatory Requirements

1. 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 of the aforesaid consolidated financial statements.

   b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.

   c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements

   d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.

   e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2019 taken on record by the Board of Directors of the Holding Company, none of the directors of the Holding company incorporated in India is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.

   f) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate Report in **"Annexure A"**. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of Group.

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

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 remuneration paid by the Holding Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014,as amended in our opinion and to the best of our information and according to the explanations given to us:

i. The consolidated Ind AS financial statements disclose the impact of pending litigations on the consolidated financial position of the Group. Refer Note-34 to the Consolidated Ind AS financial statements.
ii. The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.
iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies incorporated in India.

For Doogar & Associates
Chartered Accountants
Firm Regn. No. 000561N

DOOGAR & ASSOCIATES * Firm Regn. No. 000561N New Delhi * Chartered Accountants

Mukesh Goyal
Partner
Membership No. 081810

Place: Noida, U.P.
Date: 16th May, 2019

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT
(Referred to in paragraph (f)under 'Report on Other Legal and Regulatory Requirements' section of our report 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")

Our reporting on the internal financial controls over financial reporting is not applicable in respect of one audited subsidiary incorporated outside India.

In conjunction with our audit of the consolidated Ind AS financial statements of the Company as of and for the year ended March 31, 2019, we have audited the internal financial controls over financial reporting **Bhilwara Energy Limited** (hereinafter referred to as "the Holding Company") and its six subsidiaries companies (including one step-down subsidiary, which are the Company incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding company and its subsidiary companies which are the company incorporated in India, are 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 (ICAI). 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 the respective 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 internal financial controls over financial reporting of the Holding Company and its subsidiary companies which are the company incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India 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 judgement, 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 internal financial controls system over financial reporting of the Holding Company and its subsidiary company which is the company incorporated in India.

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

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion to the best of our information and according to the explanations given to us, the Holding Company and the subsidiary companies which are the companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the criteria for internal financial control over financial reporting established by the respective companies 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.

Other matters

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to 4 subsidiaries (including a step-down subsidiary), which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

For Doogar & Associates
Chartered Accountants
Firm Regn. No. 000561N

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

Mukesh Goyal
Partner
Membership No. 081810

Place: Noida, U.P.
Date: 16th May, 2019

Bhilwara Energy Limited
CIN: U31101DL2006PLC148862
Consolidated Balance Sheet as at March 31, 2019

(₹ in Lakhs)

Particulars	Note	As at March 31, 2019	As at March 31, 2018
1 ASSETS			
A Non-Current Assets			
i Property, Plant and Equipment	3	163,801.05	171,254.05
ii Capital work-in-progress	4	5,373.77	17,987.02
iii Other intangible asset	5	33.89	47.82
iv Financial Assets			
(a) Investments	6	0.15	1.17
(b) Loans	7	259.91	272.53
v Other financial assets	11	4,063.45	4,129.93
vi Other non-current assets	12	5,042.74	5,064.53
vii Deferred Tax Assets (Net)	19	1,189.33	2,051.68
		179,764.29	**200,808.73**
B Current Assets			
i Financial Assets			
(a) Loans	7	594.46	587.32
(b) Cash and cash equivalents	8(a)	2,033.40	4,080.43
(c) Bank balances other than (b) and above	8(b)	26,619.03	25,717.03
(d) Trade Receivables	9	3,921.82	3,576.12
(e) Inventories	10	1,162.60	1,144.86
ii Other financial assets	11	758.47	963.93
iii Other current assets	12	540.67	539.60
		35,630.45	**36,609.29**
Total Assets		**215,394.74**	**237,418.02**
2 EQUITY AND LIABILITIES			
A Equity			
i Equity Share Capital	13	16,575.93	16,575.93
ii Other Equity	14	52,131.79	60,945.04
		68,707.72	**77,520.97**
iii Non-Controlling Interest	14	**58,596.19**	**55,909.07**
B Liabilities			
I Non-Current Liabilities			
i Financial Liabilities			
(a) Borrowings	15	54,259.61	90,357.45
ii Provisions	21	394.10	378.64
		54,653.71	**90,736.09**
II Current Liabilities			
i Financial Liabilities			
(a) Borrowings	15	242.10	397.92
(a) Trade Payable	16		
- Total outstanding dues of micro enterprises and small enterprises		0.23	0.39
- Total outstanding dues of trade payable other than micro enterprises and small enterprises		2,758.77	2,629.15
ii Other Financial Liabilities	17	28,785.58	8,223.35
iii Other Current Liabilities	18	237.30	443.42
iv Current Tax Liabilities	20	72.41	271.87
v Provisions	21	1,340.73	1,285.79
		33,437.12	**13,251.89**
Total Equity and Liabilities		**215,394.74**	**237,418.02**

Significant Accounting Policies 2
Accompanying notes are integral part of the consolidated financial statements

Signed in terms of our report of even date
For **Doogar & Associates**
Chartered Accountants
Firm Regn.No. 000561N

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

Mukesh Goyal
Partner
Membership No. 081810

Place: Noida (U.P.)
Date:16th May, 2019

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjhunwala
Chairman
DIN - 00060972

Riju Jhunjhunwala
Managing Director
DIN - 00061060

Krishna Prasad
Chief Financial Officer

Ravi Gupta
Company Secretary
M.No. F5731

Bhilwara Energy Limited
CIN: U31101DL2006PLC148862
Consolidated Statement of Profit & Loss for the year ended March 31, 2019

(₹ in Lakhs)

Particulars	Note	For the year ended March 31, 2019	For the year ended March 31, 2018
i Revenue From Operations	22	36,612.07	31,772.30
ii Other Income	23	2,765.22	15,090.43
iii **Total Income (i+ii)**		**39,377.29**	**46,862.73**
iv **EXPENSES**			
Wheeling Cost		247.62	273.70
Bulk power transmission charges		1,547.12	1,794.50
Open access charges		1,105.58	1,303.98
Employee benefits expense	24	3,393.06	3,194.05
Finance costs	25	9,188.79	11,339.36
Depreciation / impairment and amortization expense	26	7,597.02	8,640.87
Other expenses	27	16,377.15	5,152.72
v **Total Expenses**		**39,456.34**	**31,699.18**
vi **Profit/(loss) before exceptional items and tax (iii-iv)**		**(79.05)**	**15,163.55**
vii Exceptional items	28	-	6,052.80
viii **Profit/(loss) before tax (V+VI)**		**(79.05)**	**9,110.75**
ix **Tax Expense**	29		
Current tax expenses (Minimum alternate tax)		653.97	3,385.32
Current tax expenses		2,171.74	-
Dividend distribution tax		347.97	-
Deferred tax		(41.16)	(375.53)
Tax expenses related to previous years		85.92	(4,153.78)
MAT Credit utilised/(recognised) during the year		841.39	(1,287.28)
x **Total Income Tax Expense**		**4,059.83**	**(2,431.27)**
xi **Profit/(loss) for the period (VII-VIII)**		**(4,138.88)**	**11,542.02**
xii **Other Comprehensive Income**			
(i) Items that will not be reclassified to profit or loss	30		
- Re-measurement gains/ (losses) on defined benefit plans		(32.04)	16.20
- Income Tax relating Re-measurement losses on defined benefit plans		5.66	2.25
Other Comprehensive Income / (Expense) for the year		**(26.38)**	**18.45**
xiii **Total comprehensive Income for the period, net of tax (xi+xii)**		**(4,165.26)**	**11,560.47**
Profit for the year attributable to:-			
Owners of the parent		(8,801.05)	5,568.40
Non-controlling interest		4,662.17	5,973.62
		(4,138.88)	**11,542.02**
Other comprehensive income / (expense) for the year attributable to:-			
Owners of the parent		(12.20)	16.06
Non-controlling interest		(14.18)	2.39
		(26.38)	**18.45**
Total comprehensive income for the year attributable to:-			
Owners of the parent		(8,813.25)	5,584.46
Non-controlling interest		4,647.99	5,976.01
		(4,165.26)	**11,560.47**
xvi **Earnings per Equity Shares**	31		
1) Basic (in ₹)		(5.31)	3.36
2) Diluted (in ₹)		(5.31)	3.36

Significant Accounting Policies 2
Accompanying notes are integral part of the consolidated financial statements

Signed in terms of our report of even date
For Doogar & Associates
Chartered Accountants
Firm Regn.No. 000561N

Doogar & Associates Firm Regn. No. 000561N New Delhi Chartered Accountants

Mukesh Goyal
Partner
Membership No. 081810

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjhunwala
Chairman
DIN - 00060972

Riju Jhunjhunwala
Managing Director
DIN - 00061060

Krishna Prasad
Chief Financial Officer

Ravi Gupta
Company Secretary
M.No. FS731

Place: Noida (U.P.)
Date:16th May, 2019

Bhilwara Energy Limited
CIN: U31101DL2006PLC148862
Consolidated Cash Flow Statement for the year ended March 31, 2019

(₹ In Lakhs)

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net operating profit/(loss) before tax	(79.05)	9,520.47
Depreciation of Property Plant and Equipment	7,583.25	8,640.87
Amortisation of Intangible Assets	13.77	4.26
Transfer of Motor vehicle	(0.98)	-
Gain on disposal of Property, plant and equipment	4.53	(4.66)
Provision for Gratuity and leave encashment	113.89	1,003.76
Finance Cost	9,188.79	11,339.36
Expenses pending for capitalisation written off	237.47	-
Asset held for sale charged off	-	679.11
Profit on asset held for sale charged off	-	(186.70)
Claim for generation loss / PLF / machine availability	(370.19)	-
Interest Income	(2,531.98)	(1,792.91)
Impairment of dimunition in Value of Investment	-	583.88
Impairment in value capital work-in-progress (CWIP)	12,389.30	-
Expected credit loss-body corporate	258.43	-
Loss on sale of fixed assets charged off (net)	-	12.49
Bad Debt written off	1.25	85.49
Provision for dimunition in Balephi	-	(975.00)
Interest recelvable of previous year written off	66.16	-
Sundry balances written off	-	25.00
Fair valuation of Investment	0.02	0.10
Investment written off	1.00	-
Adjustment of subsidiary which is sold earlier	-	686.89
	26,875.66	29,622.39
Working Capital Adjustments:		
Adjustments for (Increase)/ decrease In Operating Assets		
(Increase) / Decrease In Non Current Financial Asset	12.62	(32.82)
(Increase) / Decrease in Non Current Other Financial Asset	0.32	75.69
(Increase) / Decrease in Other Non Current Asset	2.01	(3,557.53)
(Increase) / Decrease in Trade Receivables	(345.70)	8,506.36
(Increase) / Decrease In Inventories	(17.74)	(130.84)
(Increase) / Decrease in Current Other Financial Assets	(52.97)	196.82
(Increase) / Decrease in Other Current Assets	(1.07)	775.37
(Increase) / Decrease in Other Short term assets	-	65.06
Adjustments for Increase/ (decrease) in Operating Liabilities		
Increase / (Decrease) in Trade payable	(129.46)	(1,803.73)
Increase / (Decrease) in Current Other Financial Liabilities	(199.94)	65.50
Increase / (Decrease) in Trade payable	-	(3,589.22)
Increase / (Decrease) In Other Current liabilities	(206.12)	(6,209.62)
Increase / (Decrease) in Current Provision	54.94	-
Increase / (Decrease) in Non Current Provision	15.46	-
Increase / (Decrease) in Current Tax Liability	(199.46)	-
Cash flow (used) In/ from Operating Activities	25,808.55	23,983.42
Income tax paid (net of refund)	(2,976.57)	(1,267.32)
Net cash flow (used) In/ from Operating Activities	22,831.98	22,716.10
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Property, plant and Equipment	(142.55)	(275.76)
Proceeds from fixed assets	-	17,475.30
Addition to Capital work in progress	(59.55)	462.61
Addition to Investments	-	0.05
Interest received	2,415.49	1,499.10
Maturity of Investment	-	266.24
(Increase) in Bank Fixed Deposit\ Bank Balance other than Cash & Cash Equivalent	(902.00)	(20,412.07)
Net cash flow (used) in/ from Investing Activities	1,311.39	(984.53)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Repayments of borrowings	(14,965.48)	(45,089.87)
Payment of finance cost	(9,108.23)	12,686.58
Bank overdraft	(155.82)	397.92
Interim Dividend paid during the year - NCI	(1,626.47)	-
Dividend Distribution Tax - NCI	(334.40)	-
Net cash (used) in/ from Financing Activities	(26,190.40)	(32,005.37)
Net Increase/(decrease) In Cash & Cash equivalent	(2,047.03)	(10,273.80)
Cash & Cash equivalent at the beginning of the year	4,080.43	14,354.23
Cash & Cash equivalent at year end	2,033.40	4,080.43

Significant Accounting Policies 2
Accompanying notes are integral part of the consolidated financial statements

Signed in terms of our report of even date
For Doogar & Associates
Chartered Accountants
Firm Regn.No. 000561N

Mukesh Goyal
Partner
Membership No. 081810

Place: Noida (U.P.)
Date:16th May, 2019

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjhunwala
Chairman
DIN - 00060972

Biju Jhunjhunwala
Managing Director
DIN - 00061060

Krishna Prasad
Chief Financial Officer

Ravi Gupta
Company Secretary
M.No. F5731

Bhilwara Energy Limited
CIN: U31101DL2006PLC148862
Consolidated Statement of Changes in Equity for the year ended March 31, 2019

(₹ in Lakhs)

a. Equity share capital

Particulars	No. of Shares	Amount
Balance as at April 1, 2017		
Balance at the beginning of the reporting year	165,759,311	16,575.93
Changes in equity share capital during the year	-	-
Balance as at March 31, 2018	**165,759,311**	**16,575.93**
Balance as at April 1, 2018		
Balance at the beginning of the reporting year	165,759,311	16,575.93
Changes in equity share capital during the year	-	-
Balance as at March 31, 2019	**165,759,311**	**16,575.93**

b. Other equity

(₹ in Lakhs)

Particulars	Reserves & Surplus					Items of OCI			
	Capital Reserve	Capital Reserve on consolidation	Securities Premium	Debenture Redemption Reserve	Surplus in Statement of Profit and Loss	Remeasurements of the net defined benefit Plans	Total	Non-Controlling Interest	Total
Balance as at April 1, 2017	10.12	13,995.04	41,641.56	1,134.39	(884.70)	9.49	55,905.90	51,070.66	106,976.56
Profit during the period	-	-	-	-	5,568.40	-	5,568.40	5,973.62	11,542.02
Ind AS adjustment-interest free loan	589.07	-	-	-	-	-	589.07	-	589.07
Remeasurement of defined benefit obligation	-	-	-	-	-	16.06	16.06	2.39	18.45
Comprehensive income for the year	-	-	-	-	2.11	(2.11)	-	-	-
Transfer to Debenture Redemption Reserve	-	-	-	(1,134.39)	-	-	(1,134.39)	-	(1,134.39)
Adjustment during the year	-	-	-	-	-	-	-	(1,137.60)	(1,137.60)
Total comprehensive income for the year	589.07	-	-	(1,134.39)	5,570.51	13.95	5,039.14	4,838.41	9,877.55
Balance as at March 31, 2018	599.19	13,995.04	41,641.56	-	4,685.81	23.44	60,945.04	55,909.07	116,854.11
Balance as at April 1, 2018	599.19	13,995.04	41,641.56	-	4,685.81	23.44	60,945.04	55,909.07	116,854.11
Profit during for the period	-	-	-	-	(8,801.05)	-	(8,801.05)	4,662.17	(4,138.88)
Comprehensive income for the year									
Interim dividend paid during the year	-	-	-	-	-	-	-	(1,626.47)	(1,626.47)
Dividend distribution tax on interim dividend during the year	-	-	-	-	-	-	-	(334.40)	(334.40)
Re-measurement gains/ (losses) on defined benefit plans	-	-	-	-	-	(15.08)	(15.08)	(16.95)	(32.04)
Income Tax relating Re-measurement losses on defined benefit plans	-	-	-	-	-	2.89	2.89	2.77	5.66
Total comprehensive income for the year	-	-	-	-	(8,801.05)	(12.20)	(8,813.25)	2,687.12	(6,126.13)
Balance as at March 31, 2019	599.19	13,995.04	41,641.56	-	(4,115.24)	11.24	52,131.79	58,596.19	110,727.98

Significant Accounting Policies 2
Accompanying notes are integral part of the consolidated financial statements

Signed in terms of our report of even date
For Doogar & Associates
Chartered Accountants
Firm Regn.No. 000561N

Mukesh Goyal
Partner
Membership No. 081810

Place: Noida (U.P.)
Date:16th May, 2019

For and on behalf of the Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjhunwala
Chairman
DIN - 00060972

Riju Jhunjhunwala
Managing Director
DIN - 00061060

Krishna Prasad
Chief Financial Officer

Ravi Gupta
Company Secretary
M.No. F5731

1. Corporate information

Bhilwara Energy Limited-(BEL) is a public limited company incorporated on 17th May, 2006 under the Companies Act, 1956. BEL (holding company) together with its subsidiaries is hereinafter referred to as the 'Group'. Group is engaged in the establishment, operation and maintenance of power generating stations and tie- lines, sub-stations and main transmission lines connected therewith. Operation and maintenance of such power generating stations, tie-lines, sub- stations and main transmission lines as are assigned to it by the competent Government or Governments. Group has various projects under operation including 14 MW wind power project in Kolhapur (BEL), 86 MW hydro power project (MPCL), 192 MW Hydro power project (ADHPL), 20 MW wind project (BGWPL).

The subsidiaries considered in the consolidated financial statements are:

Name of subsidiary/step down subsidiaries	Legend	Country of Incorporation	Proportion of ownership as on 31st March 2019 (%)	Proportion of ownership as on 31st March 2018 (%)
1. Malana Power Company Limited	MPCL	India	51.00%	51.00%
2. AD Hydro Power Limited (ADHPL) (88% subsidiary of MPCL)	ADHPL	India	44.88%	44.88%
3. BG Wind Power Limited	BGWPL	India	100.00%	100.00%
4. Indo Canadian Consultancy Services Limited	ICCSL	India	75.50%	75.50%
5. NJC Hydro Power Limited	NJCHPL	India	100.00%	100.00%
6. Chango Yangthang Hydro Power Limited	CYHPL	India	100.00%	100.00%
7. Balephi Jalvidhyut Company Limited, Nepal	BJCL	Nepal	95.86%	95.86%
8. Bhilwara Green Energy Limited (Date of Cessation 18-10-2017)	BGEL	India	-	-

2. Significant accounting policies

2.1 Basis of preparation

In accordance with the notification issued by the Ministry of Corporate Affairs, Group, with effect from 1st April 2016, has adopted Indian Accounting Standards (the 'Ind AS') notified under the Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended by Companies (Indian Accounting Standards) (Amended) Rules, 2016. The Group has prepared its consolidated financial statements in accordance with accounting standards as prescribed under Section 133 of the Companies Act, 2013 (the 'Act') read with Rule 7 of the Companies (Accounts) Rules, 2014 (referred to as 'Indian GAAP').

The consolidated financial statements are presented in Indian rupees (INR) and all values are rounded to the nearest lakhs and two decimals thereof, except otherwise stated.

These consolidated financial statements have been prepared under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair value, as explained in accounting policies.

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2.2 Basis of consolidation

The consolidated financial statements comprise the financial statements of the Group and its subsidiary as at March 31, 2018. Control is achieved when Group is exposed, or has right, to variable return from its involvement with the investee and has the ability to affect those returns through its power over the investee.

Group re-assesses whether or not it controls an investee if facts and circumstances indicates that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when Group obtains control over the subsidiary and ceases when Group losses control of the subsidiary. Assets, Liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date Group gains control until the date Group ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statement in preparing the consolidated financial statements to ensure conformity with Group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent Group, i.e. year ended on March 31. When the end of the reporting period of the parent is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the financial statements of the parent to consolidate the financial information of the subsidiary, unless it is impracticable to do so.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of Group and to the non-controlling interests, even if the results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with Group accounting policies. All intra-Group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of Group are eliminated in full on consolidation.

Consolidation Procedure:

(a) Combine like items of assets, liabilities, equity, income, expenses and cash flows to the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.

(b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary. Business combination policy explains how to account for any related goodwill.

(c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of Group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statement. Ind AS 12 Income tax applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

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Firm Regn. No. 000561N
New Delhi
Chartered Accountants

2.3 Summary of significant accounting policies

a) Current versus Non-Current

The Group presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it is:-

a. Expected to be realised or intended to be sold or consumed in normal operating cycle
b. Held primarily for the purpose of trading
c. Expected to be realised within twelve months after the reporting period, or
d. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least
e. twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:-

a. It is expected to be settled in normal operating cycle
b. It is held primarily for the purpose of trading
c. It is due to be settled within twelve months after the reporting period, or
d. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Group has identified twelve months as its operating cycle.

b) Use of estimates

The preparation of financial statements in conformity with Indian Accounting Standards (Ind AS) requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

Critical accounting estimates and judgments:

The areas involving critical estimates and judgments are:-

I. Service Concession Arrangements

Management has assessed applicability of Appendix-A of Ind AS 11: Service Concession Arrangements to power distribution arrangements entered into by the Group.

In assessing the applicability, management has exercised significant judgment in relation to the underlying ownership of the asset, terms of the power distribution arrangements entered with the grantor, ability to determine prices, fair value of construction service, assessment of right to granted cash, significant residual interest in the infrastructure, etc. Based on detailed evaluation, management has determined that this arrangement does not meet the criterion for recognition as service concession arrangements.

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

II. Arrangement to be classified as lease

Management has assessed applicability of Appendix-C of Ind AS-17 Arrangement to be classified as Lease. In assessing the applicability to arrangements entered into by the company, management has exercised the judgment to evaluate the right to use the underlying asset, substance of the transaction including legally enforced arrangements and other significant terms and conditions of the arrangement to conclude whether the arrangement meets the criteria under Appendix-C to Ind AS-17.

III. Property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Group.

The useful lives and residual values of property, plant and equipment are determined by the management based on technical assessment by internal team and external advisor. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The Group believes that the useful life best represents the period over which the Group expects to use these assets.

IV. Contingent liabilities

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Group as it is not possible to predict the outcome of pending matters with accuracy.

b) Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Group and the amount can be reliably measured.

Sale of Electricity:

Revenue from sale of electricity is recognised on the basis of billable electricity (over and above free supply to HP State Government) scheduled to be transmitted to the customers, which approximates the actual electricity transmitted.

Consultancy services

Revenue comprises income received on account of consultancy fees for the services rendered and recognised on accrual basis.

Voluntary Emission Rights (VER)

Revenue is recognised as and when the VERs is sold and it is probable that the economic benefits will flow to the Group.

Carbon Credit Entitlement / Certified Emission Reductions (CER)

In process of generation of hydro-electric power, the Group also generates carbon emission reduction units which may be negotiated for price in international market under Clean Development Mechanism (CDM) subject to completing certain formalities and obtaining certificate of Carbon Emission Reduction (CER) as per Kyoto Protocol. Revenue from CER is recognised as and when the CER's are certified and ultimate collections are made for the same.

Generation Based Incentive

Revenue from GBI is recognized on the basis of billable electricity actually transmitted to customers.

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

Renewable Energy Certificate (REC)
Gross proceeds from sale of Renewable Energy Certificates (RECs) are recognized when all the significant risks and rewards of ownership of RECs have been passed to the buyer, usually on delivery of the RECs at actual rate of realization.

Sale of scrap
Revenue in respect of sale of scrap is recognized when the significant risks and rewards of ownership of the goods have passed to the buyer.

Transmission lines
Revenue from transmission income is recognized on accrual basis
Interest
For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). Interest Income is included under the head 'Other Income' in the Statement of Profit and Loss.

Dividend
Dividend on investment with mutual funds and others is recognized when the right to receive payment is established.

c) **Property, Plant and Equipment**
Property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates.

It includes other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

I. <u>In case of holding company</u>
Depreciation on tangible fixed assets is provided on the straight-line-method (SLM) using the rate arrived at based on the useful lives prescribed under Schedule II to the Companies Act 2013. All assets costing 5,000 or below are fully depreciated in the year of addition.

Asset description	Useful Life
Plant & machinery	22 Years
Other equipment	5-10 Years
Computers and Equipment's	3-6 Years
Vehicle	8 Years
Furniture & fixtures	10 Years

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

II. **In case of MPCL & ADHPL**

Depreciation on fixed assets is calculated on a straight-line basis using the rates arrived at based on the useful lives prescribed under Schedule II of the Companies Act 2013 except in case of roads which has been taken as 7 years based on technical evaluation. The Group has used the following rates to provide depreciation on its fixed assets.

Asset description	Useful Life
Other buildings	60 Years
Plant and machinery used in generation, transmission and distribution of power.	40 Years
Transmission lines	40 Years
Factory buildings	30 Years
Plant and equipment	15 Years
Furniture and fixtures	10 Years
Electrical installations	10 Years
Vehicles	8 Years
Computers and data processing equipment	3-6 Years
Office equipment	5 Years
Roads	10 Years
Software	3 Years

III. **In case of BG Wind**

Depreciation on fixed assets is calculated on a straight-line basis using the rates arrived at based on the useful lives prescribed under Schedule II of the Companies Act 2013.

On Plant and Machineries (Wind Turbine Generator)

Since the company is registered with Indian Renewable Energy Development Agency Ltd. (IREDA) under Generation Based Incentive (GBI) Scheme depreciation has been provided on SLM basis @7.69% as prescribed under Operational Guidelines issued by IREDA, the Nodal Agency of Ministry of New & Renewable Energy (MNRE).

d) Intangible assets

An Intangible Assets is recognised when it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity; and the cost of the asset can be measured reliably.

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Intangible assets other than software are amortized over their expected useful life, not exceeding ten years, except in case of BG wind where the expected useful life does not exceed 5 years.

The intangible assets are assessed for impairment whenever there is indication that the intangible asset may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end.

Gains or losses arising from recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

DOOGAR & ASSOCIATES
Firm Regd. No. 000561N
New Delhi
Chartered Accountants

e) Inventory Valuation

Inventories comprising of components of stores and spares are valued at lower of cost and net realizable value. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

f) Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

For arrangements entered into prior to 1 April 2015, the company has determined whether the arrangement contain lease on the basis of facts and circumstances existing on the date of transition.

Where the Company is the lessee

A lease is classified at the inception date as a finance lease or an operating lease. Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the Profit and Loss account on a straight-line basis over the lease term.

g) Impairment of Non-Financial Assets

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating units (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Group bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Group's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Group extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the entity operates, or for the market in which the asset is used. Impairment losses, including impairment on inventories, are recognised in the statement of profit and loss, except for properties previously revalued with the revaluation surplus taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation surplus.

Doogar & Associates
Firm Regn. No. 000561N
New Delhi
Chartered Accountants

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

h) Financial Instruments

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

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that Group commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

a. The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
b. Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

a. The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
b. The asset's contractual cash flows represent SPPI.

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

Equity investments

All equity investments in scope of Ind AS-109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS-103 applies are classified as at FVTPL. For all other equity instruments, the group may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable. If the group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the group may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from Group's consolidated balance sheet) when:-

a. The rights to receive cash flows from the asset have expired, or
b. Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; And either (a) Group has transferred substantially all the risks and rewards of the asset, or (b) Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that Group could be required to repay.

Impairment of financial assets

In accordance with Ind AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

a. Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance
b. Financial assets that are debt instruments and are measured as at FVTOCI
c. Lease receivables under Ind AS 17
d. Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18
e. Loan commitments which are not measured as at FVTPL
f. Financial guarantee contracts which are not measured as at FVTPL

DOOGAR & ASSOCIATES
Firm Regn. No. 000561N
New Delhi
Chartered Accountants

The Group follows 'simplified approach' for recognition of impairment loss allowance on:

- Trade receivables or contract revenue receivables; and
- All lease receivables resulting from transactions within the scope of Ind AS 17

The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. For recognition of impairment loss on other financial assets and risk exposure, the Group determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). This amount is reflected under the head 'other expenses' in the P&L. The balance sheet presentation for various financial instruments is described below:

- Financial assets measured as at amortised cost, contractual revenue receivables and lease receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Group does not reduce impairment allowance from the gross carrying amount.
- Loan commitments and financial guarantee contracts: ECL is presented as a provision in the balance sheet, i.e. as a liability.
- Debt instruments measured at FVTOCI: Since financial assets are already reflected at fair value, impairment allowance is not further reduced from its value. Rather, ECL amount is presented as accumulated impairment amount' in the OCI.

For assessing increase in credit risk and impairment loss, the Group combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis. The Group does not have any purchased or originated credit-impaired (POCI) financial assets, i.e., financial assets which are credit impaired on purchase/ origination.

DOOGAR & ASSOCIATES
Firm Regn. No. 000561N
New Delhi
Chartered Accountants

Financial Guarantee Contracts
Financial Guarantee Contracts issued by the group are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of debt instrument. Financial Guarantee Contracts are recognised initially as a liability at fair value, adjusted for transactions cost that are directly attributable to the issuance of the guarantee .Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

Financial liabilities

Initial recognition and measurement
Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

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 Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

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

Financial liabilities at fair value through profit or loss
Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

Loans and borrowings
After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

This category generally applies to borrowings.

Derecognition
A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. 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.

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

Reclassification of financial assets

The Group determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Group's senior management determines change in the business model as a result of external or internal changes which are significant to the Group's operations. Such changes are evident to external parties. A change in the business model occurs when the Group either begins or ceases to perform an activity that is significant to its operations. If the Group reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Group does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

i) Foreign currency translation

Transactions in foreign currencies are initially recorded by the Group at their respective functional currency spot rates at the date the transaction first qualifies for recognition. However, for practical reasons, the Group uses an average rate if the average approximates the actual rate at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

j) Retirement and other employee benefits

I. Provident fund and superannuation plans:

Retirement benefits in the form of provident fund and superannuation plans are a defined contribution scheme and the contributions are charged to the statement of profit and loss of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the provident fund/trust.

II. Gratuity:

Group's liabilities on account of gratuity on retirement of employees are determined at the end of each financial year on the basis of actuarial valuation certificates obtained from registered actuary in accordance with the measurement procedure as per Indian Accounting Standard (INDAS)-19- 'Employee Benefits'. Gratuity liability is funded on year-to-year basis by contribution to respective fund.

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The costs of providing benefits under these plans are also determined on the basis of actuarial valuation at each year end. Actuarial gains and losses for defined benefit plans are recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

III. Leave encashment

Long term compensated absences are provided for based on actuarial valuation at the year end. The actuarial valuation is done as per projected unit credit method.

IV. Other short term benefits

Expenses in respect of other short term benefits are recognized on the basis of the amount paid or payable for the period during which services are rendered by the employee.

The Company presents its leave, gratuity as current and non-current based on the actuarial valuation.

k) Taxes

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Group recognizes MAT credit available as an asset only to the extent that there is convincing evidence that Group will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Group recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Group reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Group does not have convincing evidence that it will pay normal tax during the specified period.

Deferred Tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose at reporting date. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

DOOGAR & ASSOCIATES
Firm Regn. No. 000561N
New Delhi
Chartered Accountants

In the situations where the Group is entitled to a tax holiday under the Income-tax Act, 1961 enacted in India or tax laws prevailing in the respective tax jurisdictions where it operates, no deferred tax (asset or liability) is recognized in respect of timing differences which reverse during the tax holiday period, to the extent the Group's gross total income is subject to the deduction during the tax holiday period. Deferred tax in respect of timing differences which reverse after the tax holiday period is recognized in the year in which the timing differences originate. However, the Group restricts recognition of deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized.

For recognition of deferred taxes, the timing differences which originate first are considered to reverse first. The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax assets to be recovered.

The Group offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

l) Non-Current Asset held for Sale

The Group classifies non-current assets and disposal groups as held for sale if their carrying amounts will be recovered principally through a sale/ distribution rather than through continuing use. Actions required to complete the sale should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the sale expected within one year from the date of classification.

For these purposes, sale transactions include exchanges of non-current assets for other non-current assets when the exchange has commercial substance. The criteria for held for sale classification is regarded met only when the assets or disposal group is available for immediate sale in its present condition, subject only to terms that are usual and customary for sales of such assets (or disposal groups), its sale is highly probable; and it will genuinely be sold, not abandoned. The group treats sale/ distribution of the asset or disposal group to be highly probable when:-

- The appropriate level of management is committed to a plan to sell the asset (or disposal group),
- An active programme to locate a buyer and complete the plan has been initiated (if applicable),
- The asset (or disposal group) is being actively marketed for sale at a price that is reasonable in relation to its current fair value,
- The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and
- Actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.

Non-current assets held for sale and disposal groups are measured at the lower of their carrying amount and the fair value less costs to sell. Assets and liabilities classified as held for sale are presented separately in the balance sheet. Property, plant and equipment and intangible assets once classified as held for sale are not depreciated or amortised.

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Firm Regn. No. 000561N
New Delhi
Chartered Accountants

m) Preoperative Expenses:

Preliminary project expenditure, capital expenditure, indirect expenditure incidental and related to construction/ implementation, interest on term loans/ debentures to finance fixed assets and expenditure on start-up/ commissioning of assets forming part of a composite project are capitalized up to the date of commissioning of the project as the cost of respective assets. Income earned during construction period is deducted from the total of the indirect expenditure.

n) Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

o) Cash and cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

p) Contingent Liability

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the financial statements.

q) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they were entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events of bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

r) Borrowing Cost

Borrowing costs specifically relating to the acquisition or construction of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the asset. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset.

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Firm Regn. No. 000561N
New Delhi
Chartered Accountants

The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Group that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

All other borrowing costs are expensed in the period in which they occur.

s) Fair Value measurement

The Group measures financial instruments at fair value at each balance sheet date.

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 fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group 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.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Group has determined classes of assets & liabilities on the basis of the nature, characteristics and the risks of the asset or liability and the level of the fair value hierarchy as explained above.

DOOGAR & ASSOCIATES
Firm Regn. No. 000561N
New Delhi
Chartered Accountants

t) Standard issued but yet not effective

IND AS 116 Leases

Ministry of Corporate Affairs has notified the New Indian Accounting Standard 116 Leases which will be implemented from 01st April'2019. The standard eliminate the 6 decade old distinction between financial and operating leases, from lessee accounting perspective, thereby putting all leases on the balance sheet. Lease of low value assets and short tenure lease (up to 12 months) have been carved out from the requirement of recognition of assets in the books of the lessee. The company is evaluating the requirements of the Standard and its effect on the financial statements of the company.

Ind AS 12 Appendix C, Uncertainty over Income Tax Treatments: On March 30, 2019, Ministry of Corporate Affairs has notified Ind AS 12 Appendix C, Uncertainty over Income Tax Treatments which is to be applied while performing the determination of taxable profit (or loss), tax bases, unused tax losses, unused tax credits and tax rates, when there is uncertainty over income tax treatments under Ind AS 12.

According to the appendix, companies need to determine the probability of the relevant tax authority accepting each tax treatment, or group of tax treatments, that the companies have used or plan to use in their income tax filing which has to be considered to compute the most likely amount or the expected value of the tax treatment when determining taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates. The company is evaluating the requirements of the Standard and its effect on the financial statements of the company.

Amendment to Ind AS 19 – plan amendment, curtailment or settlement- On March 30, 2019, Ministry of Corporate Affairs issued amendments to Ind AS 19, 'Employee Benefits', in connection with accounting for plan amendments, curtailments and settlements. The amendments require an entity:

• to use updated assumptions to determine current service cost and net interest for the remainder of the period after a plan amendment, curtailment or settlement; and

• to recognise in profit or loss as part of past service cost, or a gain or loss on settlement, any reduction in a surplus, even if that surplus was not previously recognised because of the impact of the asset ceiling.

Effective date for application of this amendment is annual period beginning on or after April 1, 2019.

The company is evaluating the requirements of the Standard and its effect on the financial statements of the company.

DOOGAR & ASSOCIATES
Firm Regn. No. 000561N
New Delhi
Chartered Accountants

Bhilwara Energy Limited
CIN: U31101DL2006PLC148862
Notes to Consolidated Financial Statements for the year ended March 31, 2019

(₹ in Lakhs)

3 PROPERTY, PLANT & EQUIPMENT

Tangible Assets

Particulars	Freehold land	Leasehold land	Freehold building	Leasehold building (explosive)	Civil/Hydroulic Work	Transmission line	Plant and Machinery	Project Equipment	Electrical Installation	Office Equipments	Furniture and Fixtures	Computers	Vehicles	Total
Cost or valuation														
As at April 1, 2017	4,686.75	858.44	30,337.98	3.59	102,070.46	44,363.91	121,383.09	88.97	630.86	179.71	285.58	191.64	404.97	305,485.95
Additions	-	-	137.97	-	-	-	12.56	-	0.89	39.60	3.59	22.75	58.48	275.76
Disposals	1,066.96	858.44	-	3.59	-	-	44,233.41	74.44	20.23	31.18	90.34	76.94	123.94	46,579.47
Decapitalisation during the year*	-	-	-	-	-	-	778.70	-	-	-	-	-	-	778.70
As at March 31, 2018	3,619.79	-	30,475.95	-	102,070.46	44,363.91	77,940.94	14.53	611.52	188.13	198.83	137.45	339.51	259,960.95
Additions	9.73	-	8.53	-	-	-	2.78	-	-	23.26	8.30	9.03	80.92	142.55
Disposals	-	-	-	-	-	-	6.27	14.14	6.17	2.40	9.14	5.32	15.42	58.86
As at March 31, 2019	3,629.52	-	30,484.48	-	102,070.46	44,363.91	77,937.45	0.39	605.35	208.99	197.99	141.16	405.01	260,044.64
Depreciation														
As at April 1, 2017	-	151.03	15,638.21	1.01	31,332.02	11,794.55	33,386.05	83.11	513.55	153.31	232.78	179.26	256.35	93,721.23
Charge for the year	-	-	2,321.97	0.05	2,008.80	910.21	2,331.04	2.71	18.62	14.22	6.65	3.75	25.97	7,643.98
Disposals	-	151.03	-	1.06	-	-	13,148.65	71.59	19.17	26.08	63.38	74.79	102.56	13,658.31
As at March 31, 2018	-	-	17,960.18	-	33,340.82	12,704.76	22,568.44	14.23	513.00	141.45	176.05	108.22	179.76	87,706.90
Charge for the year	-	-	2,324.22	-	2,008.79	910.21	2,262.09	-	17.94	15.62	2.57	10.30	32.10	7,583.85
Disposals	-	-	-	-	-	-	-	13.84	5.87	2.40	7.38	5.07	12.60	47.16
As at March 31, 2019	-	-	20,284.40	-	35,349.61	13,614.97	24,830.53	0.39	525.07	154.67	171.24	113.45	199.26	95,243.59
Impairment														
As at April 1, 2017							1,000.00							1,000.00
Disposal/Decapitalisation**	-	-	-	-	-	-	-	-	-	-	-	-	-	-
As at March 31, 2018	-	-	-	-	-	-	1,000.00	-	-	-	-	-	-	1,000.00
Net Block														
As at March 31, 2018	3,619.79	-	12,515.77	-	68,729.64	31,659.15	54,372.50	0.30	98.52	46.68	22.78	29.23	159.75	171,254.05
As at March 31, 2019	3,629.52	-	10,200.08	-	66,720.85	30,748.94	52,106.92	0.00	80.28	54.32	26.75	27.71	205.75	163,801.05

Notes :

<u>In case of BGWPL</u>

* Decapitalisation: As per Ind AS 109 treatment the Property, Plant and Equipment was decapitalised by ₹778.70 Lakhs during the previous year 2017-18 in accordance with the MOU entered into by the Company with INOX (Inox Wind Limited and Inox Wind Infrastructure Services Limited), turnkey service provider with respect to the credit terms of total amount of ₹1,900.00 Lakhs repayable over 10 years in equal instalments. Deferred loan payment loan (Supplier's Credit) outstanding as on 31st March 2019 has been shown under the head Borrowing from Others Parties.

**Impairment: The management has provided impairment of ₹1,000.00 Lakhs during the previous year 2017-18, based on fair market value determined by independent valuer.

<u>In case of MPCL</u>

1. All the assets are owned by the Company except as mentioned otherwise.
2. Gross block of building and roads includes cost of roads ₹ 129.03 Lakhs constructed on land aquired for the project under irrevocable right to use.
3. Gross block of transmission line includes payment for 'Right to use' amounting to ₹ 5,253.98 Lakhs. Right to use' is a irrevocable perpetual right of use of land, but the ownership of land does not vest with the Company.
4. Free hold land includes ₹ 2,999.04 Lakhs paid for 12.43 hectares land, out of which mutation for execution of 9.70 hectares in favour of the Company has been completed. Apart from notified land, 2.73 hectares land has been acquired directly from the villagers and the mutation is in progress.
5. Refer note # 14 for the information on Property, Plant and Equipment hypothecated as security.

<u>In case of ADHPL</u>

1) All the assets are owned by the Company except as mentioned otherwise.
2) Gross block of Building, bridges and roads includes cost of road ₹1,228.38 Lakhs (Previous year ₹1,228.38 Lakhs) and written down value of ₹61.42 Lakhs (previous year ₹61.42 Lakhs) constructed on forest land diverted for the project under irrevocable right to use.
3) Gross block of Transmission Lines includes ₹41.81 Lakhs (Previous year ₹41.81 Lakhs) towards cost of land and compensation paid to Forest Department for construction of Transmission towers under irrevocable right to use.
4) Refer note - 14 for the information on Property, Plant and Equipment hypothecated as security.

<u>In case of NJCHPL</u>

The depreciation amount shown under CWIP in note 4.

4 Capital work-in-progress

Particulars	Total
As at April 1, 2017	33,654.18
Additions	462.61
Less: CWIP charged off Khangteng Project (7.50 MW)-BEL	(3,339.61)
Less: CWIP charged off Chango HEP (180 MW)-CYHPL**	(6,496.81)
Less: CWIP Adjustment- Green Ventures and other*	(6,234.70)
Less: Capitalized	(58.65)
As at March 31, 2018	17,987.02
Additions	59.55
Less: CWIP Adjustment- Balephi Jalvidyut Co Ltd.*	(237.48)
Less: CWIP Adjustment- Malana Power Co. Ltd. **	(2.25)
Less: CWIP Adjustment- BGWPL ***	(43.77)
Less: CWIP Impairment- NHPL ****	(12,389.30)
As at March 31, 2019	5,373.77

* Due to Trf. To Profit & Loss Account

** During the year, Chango Yangthang Hydro Power Limited filed the surrender application of the Chango 180 MW HEP and requested for the refund of upfront premium and security deposit paid ₹3,969.45.

*** During the year BGWPL ₹43.77 Lakhs trf To Prepaid expenses

As per the agreement with Inox (Inox Wind Limited and Inox Wind Infrastructure Services Limited), turnkey service provider, lease hold rights (sub lease) of land is in the process of execution in favour of the company. Therefore, the Management of the company has classified this sub lease as Operating Lease and treatment done as per Ind AS 17.

****CWIP Impairment- NHPL

The company has impaired its investment in one of the subsidiary namely NJC Hydro Power Ltd on the basis of the internal assessment of the management keeping in view of the indicators of the impairment resulting into reduction in the Capital Work-in-Progress by ₹12,389.30 Lakhs as per IND AS 110.

5 Other intangible asset

Particulars	Software	Total
Cost or valuation		
As at April 1, 2017	82.02	82.02
Additions	50.45	50.45
Disposals	(5.46)	(5.46)
As at March 31, 2018	127.01	127.01
Additions	-	-
Disposals	-	-
As at March 31, 2019	127.01	127.01
Depreciation		
As at April 1, 2017	80.39	80.39
Charge for the year	4.26	4.26
Disposals	(5.46)	(5.46)
As at March 31, 2018	79.19	79.19
Charge for the year	13.93	13.93
Disposals	-	-
As at March 31, 2019	93.12	93.12
Net Block		
As at March 31, 2018	47.82	47.82
As at March 31, 2019	33.89	33.89

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Firm Regn. No. 000561N
New Delhi

(₹ In Lakhs)

6 INVESTMENTS (NON-CURRENT)	As at March 31, 2019	As at March 31, 2018
Investment in others (unquoted)		
10,000 (Previous year 10,000) equity share of ₹10 each fully paid up of Odetta Realty Pvt. Ltd. - derecognise in 2018-19 as in process of strike off.	-	1.00
Investment in others (quoted)		
489 (Previous year 489) equity shares of ₹10 each fully paid up of Punjab & Sind Bank Ltd. [Market value of the investment ₹0.15 Lakhs (Previous year ₹0.17 Lakhs)]	0.15	0.17
	0.15	**1.17**
Aggregate amount of quoted investments	0.59	0.59
Market value of quoted investments	0.15	0.17
Aggregate amount of unquoted investments	-	1.00
Investments carried at fair value through statement of profit and loss	0.15	0.17

	Non- Current		Current	
7 LOANS	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
(a) SECURITY DEPOSITS				
Security deposits*	193.33	201.88	4.60	5.08
Deposit with NSDL	1.50	-	-	-
Security Deposits (SLDC-QCA)	8.00	-	-	-
Loan to employees	57.08	70.65	39.86	32.24
	259.91	**272.53**	**44.46**	**37.32**
(b) Loans and advances				
- Others				
Unsecured,considered good				
Loans to body corporate @ 12%, repayable on demand	-	-	550.00	550.00
	-	-	**550.00**	**550.00**
	259.91	**272.53**	**594.46**	**587.32**

In case of CHYPL

* In March 2014, the company deposited security ₹180.00 Lakhs to Government of Himachal Pradesh for Chango Yangthang HEP (180 MW).

8 CASH AND CASH EQUIVALENTS	As at March 31, 2019	As at March 31, 2018
(a) Cash & Cash Equivalents		
- **Balance with banks**		
On Current Accounts	1,047.41	531.57
In Deposit Accounts (with original maturity less than 3 months)	977.00	3,459.53
- **Cheques in hand**	-	79.46
- **Cash on hand**	8.99	9.87
	2,033.40	**4,080.43**
(b) Bank balances (other than cash and cash equivalents)		
Margin money (held as security)*	4,729.03	4,729.03
Fixed deposits more than 3 months but less than 12 months)	21,890.00	20,988.00
	26,619.03	**25,717.03**

Note:-

In case of ADHPL

*Out of total margin money ₹4,665.00 Lakhs held as margin money with IDBI Trustee for repayments of borrowings and balance held as security deposit with banks for non fund based limit.

9 TRADE RECEIVABLES	As at March 31, 2019	As at March 31, 2018
Secured,Considered Good	-	-
Unsecured,considered good	3,921.82	3,576.12
Credit impaired	333.44	318.47
Less: Provision for expected credit loss	(333.44)	(318.47)
	3,921.82	**3,576.12**

In case of ADHPL

Note : The average credit period for the Company's receivables from its generation and transmission business is in the range of 7 to 10 days.

In case of MPCL

Note : The average credit period for the Company's receivables from its generation and transmission business is in the range of 5 to 7 days

10 INVENTORIES	As at March 31, 2019	As at March 31, 2018
Stores and spares*(**)	1,152.74	1,132.22
Scrap	9.86	12.64
	1,162.60	**1,144.86**

In case of ADHPL* & MPCL**

*Includes store lying with third parties ₹46.60 Lakhs (previous year ₹ 66.52 Lakhs)

**Includes store lying with third parties ₹20.87 Lakhs (previous year ₹ NIL)

	Non- Current		Current	
11 OTHER FINANCIAL ASSETS	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
GBI claim receivable	-	-	103.97	47.55
Bank balance less than 12 month maturity	-	-	-	2.30
Bank balance more than 12 month maturity (DSRA) * (**)	964.51	988.44	-	-
Deposit with maturity more than 12 month ***	4.40	1.00	-	-
Unbilled revenue	-	-	79.81	120.16
Interest accrued on loan to body corporate				
- Interest accrued good	-	30.34	-	317.99
- Interest accrued doubtful	-	-	258.43	-
- Less: Expected credit loss	-	-	(258.43)	-
Interest accrued on bank deposit	-	-	529.55	420.48
Retention money	13.53	29.14	-	-
Advance for Bara Banghal project [including ₹681.88 Lakhs (previous year ₹681.88 Lakhs) towards consultancy and other expenses on the project] (Unsecured, considered doubtful)				
- Unsecured, considered good	3,060.00	3,060.00	-	-
- Unsecured, considered doubtful	3,741.84	3,741.84	-	-
Less : Provision against upfront premium (Refer Note-35 of MPCL-SA)	(3,741.84)	(3,741.84)	-	-
Advances recoverable in cash and kind (from others)	-	-	45.14	55.45
Surrender value of keyman insurance policy	21.01	21.01	-	-
	4,063.45	**4,129.93**	**758.47**	**963.93**

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Notes: -

In case of BEL

* During the year FDR of ₹250.00 Lakhs is created for DSRA as security for loan of ₹5,563.44 Lakhs given by Aditya Birla Finance Limited.

In case of BG Wind

**Fixed Deposit Receipt amounting to ₹714.51 Lakhs is for the benefit of Aditya Birla Finance Ltd. and holder of NCD for Debt Service Reserve Account (DSRA) in proportion to the outstanding of the respective borrowings

In case of ADHPL

***Fixed deposit of ₹3.40 Lakhs (previous year ₹3.40 Lakhs) pledged with the H.P. Government Sales Tax Department and Transport Authority

In case of ICCSL

***Represents FDR Under Lien having maturity of more than 12 months

*** includes deposit of ₹1.00 Lakh is pledged and originally matured in 2005 but not renewed, hence no interest given by the Bank.

	Non- Current		Current	
12 OTHER ASSETS	**As at March 31, 2019**	**As at March 31, 2018**	**As at March 31, 2019**	**As at March 31, 2018**
Considered good, Unless otherwise stated				
Balance with Government authorities (Amount paid under protest**)	1,000.00	1,000.00	-	-
TDS receivable & advance taxes	214.21	275.08	-	-
Upfront premium*	3,789.45	3,789.45	-	215.16
Capital advances	-	-	62.04	62.10
Advance to creditors/capital creditors	-	-	19.88	206.87
Advances recovarable	-	-	146.24	-
Adavnces to employees	-	-	34.38	35.00
Prepaid expenses	39.08	-	28.81	20.47
Advances to Suppliers				
- Unsecured, considered good #	-	-	249.32	-
- Unsecured, considered doubtful	-	-	849.40	849.40
- Less: Provision for doubtful advances	-	-	(849.40)	(849.40)
	5,042.74	5,064.53	540.67	539.60

In case of ADHPL

\# includes an amount of ₹35 Lakhs (previous year ₹35 Lakhs) paid under protest (refer note no.29.1(c) of ADHPL Standalone)

In case of MPCL

** Amount deposited under protest in favour of Registrar (General) High Court of Himachal Pradesh, Shimla. (Refer Note No. 36(i) of MPCL Standalone)

In case of CHYPL

* The management of the company is of the view that the upfront premium deposited at the time of allotment amounting to ₹3,789.45 Lakhs would be refunded by the Directorate of Energy, Government of Himachal Pradesh on surrender of the project due to the events beyond the control of the company.

13 EQUITY SHARE CAPITAL	**As at March 31, 2019**	**As at March 31, 2018**
Authorised	**(In Lakhs)**	**(In Lakhs)**
2,000.00 Lakhs (previous year 2,000.00 Lakhs) equity shares of ₹10 each	20,000.00	20,000.00
40.00 Lakhs (previous year 40.00 Lakhs) cummulative redeemable preference shares of ₹100 each	4,000.00	4,000.00
	24,000.00	24,000.00
Issued,subscirbed and fully paid up		
16,57,59,311 (previous year 16,57,59,311) equity shares of ₹10 each fully paid up	16,575.93	16,575.93
Total issued,subscribed and fully paid up share capital	16,575.93	16,575.93

Notes:

(a) Reconciliation of the equity shares outstanding at the beginning and at the end of the year

	As at March 31, 2019		As at March 31, 2018	
Equity shares	**No. of shares**	**(₹ In Lakhs)**	**No. of shares**	**(₹ In Lakhs)**
Shares outstanding at the beginning of the year	165,759,311	16,575.93	165,759,311	16,575.93
Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	165,759,311	16,575.93	165,759,311	16,575.93

(b) Terms/rights attached to equity shares

The company has only one class of equity shares having par value of ₹10 per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by each of the shareholders.

(c) Details of equity shareholders holding more than 5% shares in the Company

	As at March 31, 2019		As at March 31, 2018	
	No. of shares	**% holding**	**No. of shares**	**% holding**
Equity shares of ₹10 each fully paid up				
HEG Limited	48,881,556	29.49%	48,881,556	29.49%
RSWM Limited	29,463,559	17.78%	29,463,559	17.78%
Ravi Jhunjhunwala	8,287,966	5.00%	8,287,966	5.00%
LNJ Spark Advisory LLP	35,469,782	21.40%	35,469,782	21.40%
India Clean Energy III Limited	11,957,860	7.21%	11,957,860	7.21%
International Finance Corpoartion	8,360,238	5.04%	8,360,238	5.04%
	142,420,961	85.92%	142,420,961	85.92%

As per the records of the company, including its register of shareholders/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership.

(d) Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date: Nil

14 OTHER EQUITY	**As at March 31, 2019**		**As at March 31, 2018**	
a. Capital Reserve				
Balance at the beginning of the Financial year	599.19		10.12	
Addition during the period	-		589.07	
Balance at the end of the period		599.19		599.19
b. Capital Reserve on consolidation				
Balance at the beginning of the Financial year	13,995.04		13,995.04	
Adjustment of Goodwill of sold subsidiaries during the period	-		-	
Balance at the end of the period		13,995.04		13,995.04
c. Securities Premium				
Balance at the beginning of the Financial year	41,641.56		41,641.56	
Balance at the end of the period		41,641.56		41,641.56

OOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

d. Debenture Redemption Reserve				
Balance at the beginning of the Financial year	-		1,134.39	
Less: Transferred during the period	-		(1,134.39)	
Balance at the end of the period		-		-
e. Retained Earnings				
Profit and Loss				
Opening balance	4,685.81		(884.70)	
Profit / (Loss) during the period	(8,801.05)		5,568.40	
Other comprehensive income for the period	-		2.11	
Balance at the end of the period		(4,115.24)		4,685.81
f. Other comprehensive income				
Opening balance	23.44		9.49	
Addition during the period				
-Re-measurement gains/ (losses) on defined benefit plans	(15.08)		16.06	
-Income Tax relating Re-measurement losses on defined benefit plans	2.89			
Transferred to Profit and Loss	-		(2.11)	
Balance at the end of the period		11.24		23.44
Total Other Equity		52,131.79		60,945.04
NON CONTROLLING INTEREST				
Opening balance	55,909.07		51,070.66	
Addition during the period	4,662.17		5,973.62	
Adjustment during the period	-		(1,137.60)	
Interim dividend paid during the year	(1,626.47)		-	
Dividend distribution tax on interim dividend during the year	(334.40)		-	
-Re-measurement gains/ (losses) on defined benefit plans	(16.95)		2.39	
-Income Tax relating Re-measurement losses on defined benefit plans	2.77		-	
Balance at the end of the period		58,596.19		55,909.07
Total Other Equity (a+b)		110,727.98		116,854.11

Nature and Description of Reserve :

(i) Capital Reserve:-

Capital reserve is defined as a reserve of a corporate enterprise which is not available for distribution as dividend.

(ii) Securities Premium:-

Securities Premium is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

(iii) Debenture Redemption Reserve:-

Where a company issues debentures, it is required to create a debenture redemption reserve for the redemption of such debentures. On redemption of the debentures for which the reserve is created, the amounts no longer necessary to be retained in this account need to be transferred to the General Reserve.

(ii) Retained earnings:-

Retained earnings constitute the accumulated profits earned by the company till date, less dividend (including dividend distribution tax) and other distribution made to shareholders.

		Non- Current		Current	
15	**BORROWINGS**	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
(a)	Term Loans				
	From Banks (Secured)***	15,008.61	15,501.41	-	-
	Term loans from financial institutions	46,620.45	59,350.35	-	-
	Rupee loans from financial institutions (Secured)-ABFL-Project Loan*	5,072.12	5,563.44	-	-
	Debentures				
	Non Covertible Debentures - Series 1A	-	442.20	-	-
	Non Covertible Debentures - Series 1B	2,773.88	2,773.88	-	-
	Redeemable Non-Convertible Debentures	11,786.43	12,443.34	-	-
	Unsecured borrowings				
	From other party - Loan				
	Deffered payment loan - (supplier credit)	985.71	1,140.06	-	-
	Loans from related party				
	Less: Current maturities of long term borrowings (Disclosed in other financial liabilities)	(27,989.59)	(6,857.23)	-	-
(b)	**Bank overdraft from Yes Bank****				
	The above bank overdraft includes				
	Secured borrowings***	-	-	242.10	397.92
		54,259.61	90,357.45	242.10	397.92

Notes:-

Additional Disclosures

(A) In case of parent company

Term Loan Outstanding	Carrying Value (₹ In Lakhs)	Loan Maturity*	Terms of Repayment
ADITYA BIRLA FINANCE LIMITED - (ABFL)	5,072.12	31.12.2026	Repayable in structured quarterly installments

ADITYA BIRLA FINANCE LIMITED (ABFL) - Project Loan for 14 MW Wind Power Project.

* During the financial year 2019-20, company has prepaid entire ABFL Term Loan on 30th April, 2019 by taking long term loan from Bharat Investment Growth Limited @10.50% p.a. with extended maturity.

During the financial year 2017-2018, the company availed term loan facility of ₹5,563.44 Lakhs from Aditya Birla Finance Limited to Prepay IREDA Loan. The loan carries interest @10% p.a. (Linked to ICICI Bank 1 Year MCLR) payable monthly. The loan is repayable in 35 Quarterly structured installments starting from 30th June 2018 and ending on 31st Dec 2026. Presently, the loan carries interest @10.50% p.a.

The loan is secured by first pari-passu charge way of mortgage and hypothecation on all immovable & movable fixed assets incl. but not limited to land, Plant & Machinery, current assets incl. Book debts, operating cash flow receivable, escrow accounts & other reserves all pertaining to 14 MW Wind project. The loan is also secured by DSRA equivalent to 1 quarter of principal & interest.

****Bank overdraft from Yes Bank**

In financial year 2016-17, the company has taken overdraft facility of ₹2,000.00 Lakhs from Yes Bank. The purpose of the said limit is to meet short term cash flow mismatches. The limit is secured against subservient charge over entire current assets and movable fixed assets (both present and future) (except TRA/Sub Account and FDR's pledged as DSRA with other lenders) and pledge over 1,79,99,999 equity shares of Chango Yangthang Hydro Power Limited held by the Company. Interest rate is linked to Yes bank MCLR. As on 31.03.2019 rate of interest is @11.95% p.a.

(B) In case of ICCS

*** The loan is secured by way of hypothecation against Car No. DL-12CM-5833, the loan is repayable in 60 Months and the loan carries interest @8.50%.

(₹ in Lakhs)

(C) In case of MPCL

Name of lender	Carrying Value (₹in Lakhs)	Loan maturity date	Terms of repayment
IDFC Infrastructure Finance Limited - 1	3,812.98	September 30, 2028	During the year, the Company has pre-paid certain portion of loan amount (4 installments) and accordingly balance loan amount is repayable in structured remaining 38 quarterly installments.
IDFC Infrastructure Finance Limited - 2	6,692.14	September 30, 2029	During the year, the Company has pre-paid certain portion of loan amount (4 installments) and accordingly balance loan amount is repayable in structured remaining 38 quarterly installments.
India Infradebt Limited	4,590.91	September 30, 2029	During the year, the Company has pre-paid certain portion of loan amount (4 installments) and accordingly balance loan amount is repayable in structured remaining 38 quarterly installments.
Total	15,096.03		

Security terms :

(i) IDFC Infrastructure Finance Ltd - 1

The Company had taken Indian Rupee term loans from IDFC Infrastructure Finance Ltd. carrying floating interest at ICICI bank base rate plus @0.675% currently @9.525% per annum (previous year @9.925%) secured against first mortgage and charge on the movable and immovable assets both present and future on pari passu basis.

(ii) IDFC Infrastructure Finance Ltd - 2

The Company has taken Indian Rupee term loans from IDFC Infrastructure Finance Ltd. carrying interest @9.65% per annum fixed for 5 years secured against first mortgage and charge on the movable and immovable assets both present and future on pari passu basis.

(iii) India Infradebt Limited

The Company has taken Indian Rupee term loans from India Infradebt Ltd. carrying interest @9.65% per annum fixed for 5 years secured against first mortgage and charge on the movable and immovable assets both present and future on pari passu basis.

(iv) IDBI Trusteeship Services Limited is acting as the Security Trustee on behalf of the above two lenders and the charge is jointly created in its favour.

(D) In case of ADHPL

As at March 31, 2019

Particulars	Carrying Value (₹ in lakhs)	Last Maturity Date	Repayment terms
(i) Redeemable Non-Convertible Debentures :			
IL&FS Infrastructure Debt Fund	11,788.43	April 15, 2019	The Company has agreed with IL&FS Infrastructure Debt Fund for voluntary prepayment/redemption of the entire IL&FS IDF NCDs on April 15, 2019 without any prepayment fee. Subsquent to year end, the company has repaid the same.
(ii) Term Loan from Bank :			
IndusInd Bank Limited	15,003.75	August 31, 2027	The Company has agreed with Indusind Bank Limited to Voluntary prepayment of certain portion of loan equivalent to 15 installments on July 31, 2019 without any prepayment fee. Balance 36 structured installments are repayable upto August 31, 2027.
(iii) Term Loan from Financial Institutions:			
International Finance Corporation (Washington)	2,434.14	July 15, 2020	40 quarterly installments starting from October 2010 till July 2020.
International Finance Corporation (Washington)	9,840.35	January 15, 2023	46 quarterly installments starting from October 2011 till January 2023.
IDFC Infrastructure Finance Limited - 1	1,145.40	June 30, 2024	During the year, the Company has pre-paid certain portion of loan amount equivalent to 12 installments. Balance loan amount is repayable in structured 22 quarterly installments ending June 30, 2024.
IDFC Infrastructure Finance Limited - 2	4,129.28	August 31, 2030	56 Structured installments commencing from May 31 2017 and ending on August 31, 2030.
India Infradebt Limited - 1	8,073.47	August 31, 2027	The Company has agreed to prepay certain portion of loan equivalent to 12 installments on April 02, 2019 without any prepayment fees. Balance 36 Structured installments are repayable upto August 31, 2027.
India Infradebt Limited - 2	1,635.69	August 31, 2027	During the year, the Company has pre-paid certain portion of loan equivalent to 12 installments. Balance loan amount is repayable in structured remaining 36 quarterly installments ending on August 31, 2027.
(iv) Loan and advances from related party - holding company (unsecured)			
Malana Power Company Limted (Unsecured)	46,380.00	-	Subordinated loan agreement between the Company and the holding company. The loan granted is repayable only once all obligation to the outside lenders have been paid and discharged in full.
Total	100,430.52		

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

(i) Redeemable Non-Convertible Debentures :

Redeemable Non-convertible Debenture represent Debenture issued to IL&FS Infrastructure Debt Fund (IDF) during the financial year 2013-14 and 2014-15. The debentures carries interest rate of @ 10.06% per annum (previous year @10%) (floating) and were issued at a discount of 0.75% to the face value. The debenture issued to IL&FS IDF are secured by way of :

i. Exclusive charge on the freehold non-agricultural land situated at Mouje Budasan of Kadi Taluka in Dist Mehsana, Gujarat.

ii. Second charge/mortgage on all immovable properties wherever situated, both present and future, and hypothecation of all movable assets, intangibles, bank debts, operating cash flows,all bank accounts, etc., present and future, of the Company, on 2nd pari passu basis. Further, the holding company, Malana Power Company Limited, has provided corporate guarantee in case of default in repayment and has also given subservient pledge of its investment in the Company.

IDBI Trusteeship Services Limited is acting as the Debenture Trustee on behalf of the above debenture holders and the charge has been created in its favour.

(ii) Term Loan from Bank :

The Company has taken Indian Rupee term loans from IndusInd Bank Limited. The loan is carring fixed interest @ 9.15% p.a. p.m. till July 31, 2019 (previous year @ 9.15% per annum). Secured by way of first mortgage and charge on all immovable properties wherever situated, both present and future, and hypothecation of all movable assets, intangibles, bank debts, operating cash flows,all bank accounts etc., present and future, of the Company, on pari passu basis. Further,the holding company, Malana Power Company Limited, has provided corporate guarantee (up to annual cap of ₹80.00 Cr) in case of default in repayment and has also pledge its investment in the Company.

A pledge over all the shares held by the Malana Power Company Limited (i.e. 88% of the total equity share capital and except 49,890 (0.01%) shares held jointly with individual shareholders) in favour of the Security Trustee/ the Lender.

IDBI Trusteeship Services Limited is acting as the Security Trustee on behalf of the senior lenders and the charge is jointly created in its favour.

(iii) Term Loan from Financial Institutions:

(i) Term loan from a financial institution (represents loan from IFC, Washington, also a minority shareholder) was taken during the financial year 2007–08 and carries fixed interest @ 7.51% to 10.18% per annum. Further term loan from IFC Washington was taken during the years 2009–10 to 2011-12 and carries fixed interest @ 10.19% to 11.50% per annum.

Secured by way of first charge and mortgage on all immovable properties wherever situated, both present and future, and hypothecation of all movable assets, intangibles, bank debts, operating cash flows,all bank accounts etc., present and future, of the Company, on pari passu basis. Further,the holding company, Malana Power Company Limited, has provided corporate guarantee (up to annual cap of ₹80.00 Cr) in case of default in repayment and has also pledged its investment in the Company.

A pledge over all the shares held by the Malana Power Company Limited (i.e. 88% of the total equity share capital and except 49,890 (0.01%) shares held jointly with individual shareholders) in favour of the Security Trustee/ the Lender.

IDBI Trusteeship Services Limited is acting as the Security Trustee on behalf of the senior lenders and the charge is jointly created in its favour.

(ii) The Company had taken Indian Rupee term loans of ₹5,268.71 Lakhs (IDFC Infrastructure Finance Ltd - 1) carrying floating interest at ICICI base rate plus 0.675% currently @ 9.65% per annum (previous year @ 9.525% per annum). Further, the Company has also taken Indian Rupee term loan ₹4,264.64 Lakhs (IDFC Infrastructure Finance Ltd -2) carrying fixed interest @ 9.65% per annum fixed for 5 years.

Secured by way of first mortgage and charge on all immovable properties wherever situated, both present and future, and hypothecation of all movable assets, intangibles, bank debts, operating cash flows,all bank accounts etc., present and future, of the Company, on pari passu basis. Further,the holding company, Malana Power Company Limited, has provided corporate guarantee (up to annual cap of ₹80.00 crores) in case of default in repayment and has also pledged its investment in the Company.

A pledge over all the shares held by the Malana Power Company Limited (i.e. 88% of the total equity share capital and except 49,890 (0.01%) shares held jointly with individual shareholders) in favour of the Security Trustee/ the Lender.

IDBI Trusteeship Services Limited is acting as the Security Trustee on behalf of the senior lenders and the charge is jointly created in its favour.

(iii) The Company has taken Indian Rupee term loans from India Infradebt Ltd.CarryingInterest @ 9.65% per annum (fixed for 5 years).

Secured by way of first mortgage and charge on all immovable properties wherever situated, both present and future, and hypothecation of all movable assets, intangibles, bank debts, operating cash flows,all bank accounts etc., present and future, of the Company, on pari passu basis. Further,the holding company, Malana Power Company Limited, has provided corporate guarantee (up to annual cap of ₹80.00 Cr) in case of default in repayment and has also pledged its investment in the Company.

A pledge over all the shares held by the Malana Power Company Limited (i.e. 88% of the total equity share capital and except 49,890 (0.01%) shares held jointly with individual shareholders) in favour of the Security Trustee/ the Lender.

IDBI Trusteeship Services Limited is acting as the Security Trustee on behalf of the senior lenders and the charge is jointly created in its favour.

(iv) Loan and advances from related party - parent company (unsecured)*

Term loan from holding company is unsecured and was given between the year 2006 to 2009 under the erstwhile Companies Act, 1956 as per the terms of the subordinated loan agreement between the company and the holding company. The loan granted is repayable only once all obligation to the outside lenders have been paid and discharged in full and the interest thereon is payable as per the conditions stipulated in the financing agreements.

(E) In case of BG Wind

ABFL-Term Loan - INR

i Aditya Birla Finance Limited (ABFL) has sanctioned a term loan ₹10,000.00 Lakhs which has been downsized to ₹7,500.00 Lakhs w.e.f 21 February 2017. During the previous year 2017-18 company had prepaid ₹2,800.00 Lakhs to ABFL out of the NCD Issue of ₹3,216.08 Lakhs to IL&FS IDF, The Outstanding Loan as on 31 March 2019 is ₹4,266.08 Lakhs. The loan carries interest @10.50% (linked to Axis Bank Limited 1 year MCLR). The loan is secured by the followings :-

(a) A first ranking mortgage and charge over all the immoveable properties (freehold and leasehold) of the Company, both present and future;

(b) A first ranking charge over all movable properties of the company including plant and machinery, machine spares, tools and accessories, furniture, fixtures, vehicle and other movable assets, both present and future.

(c) A first ranking charge over all the company tangible and intangible assets, including but not limited to its goodwill, undertaking and uncalled capital, both present and future;

(d) A first ranking assignment / charge of all insurance policies, performance bonds, contractors' guarantees and any letter of credit provided by any person under the Project Documents;

(e) A first ranking assignment of all the rights, titles, permits, Clearances, approvals and interests of the company in, to and in respect of the Project Documents and all Contracts

(f) A first ranking charge over all the book debts, operating cash flows, receivables, all other current assets, commission, revenues of the Company and other receivables of the Company , both present and future

(g) A first ranking charge over all the Accounts and all other bank accounts of the Company in respect of or in connection with the Project;

(h) A first ranking pledge over fifty one percent (51%) equity shares of the company, representing fifty one percent (51%) of the voting share capital of the Company.

(i) Corporate guarantee issued by M/s Bhilwara Energy Ltd.

(j) Debt Service Reserve ("DSRA") equivalent to 2 quarter of principal (next two installments due) and Interest.

(k) During the financial year 2019-20, company has prepaid entire ABFL Term Loan on 3rd April 2019 by taking long term loan from Purvi Vanijya Niyojan Limited @10.50% p.a. with extended maturity period.

ABFL-Term Loan - INR

***Repayment is in Quarterly Instalments**

The sanctioned amount is ₹7,500.00 Lakhs however company has till date taken disbursment of only ₹7,314.37 Lakhs Further, previous year the company has prepaid ₹2,800.00 Lakhs so repayment has been considered for ₹4,266.08 Lakhs only.

GAR & ASSOCIATES Chartered Accountants Firm Regn. No. 000561N New Delhi

Terms of Repayment are as follows:-	Amount Outstanding as on March 31, 2019	FY 2019-20 (₹ in Lakhs)	FY 2020-21 (₹ in Lakhs)	FY 2021-31 (₹ in Lakhs)
Lending Institution				
Aditya Birla Finance Limited	4,266.08	237.00	237.00	3,792.08
No. of Installments - 52*				
	4,266.08	237.00	237.00	3,792.08

Non Convertible Debentures Subordinate (Issued to IL & FS Infrastructure Debt Fund Secured unlisted)

i During the financial year 2017-18, the company has issued Secured Unlisted Non Convertible Debenture (NCD) with coupon rate of 13.00% p.a. amounting to ₹3,216.08 Lakhs to IL&FS Infrastructure Debt Fund (IDF) on Private Placement basis, having different tenor with different maturity dates as mentioned in below table.

SCHEME	Debt. Holder	No. Of Debentures	(₹ In Lakhs)	Final Maturity Date
Non Covertible Debentures Subordinate				
Series 1B (Face Value ₹1000/-)	IL&FS IDF	277388	2,773.88	31-12-25
Total		277388	2,773.88	

ii. The above NCD are secured on exclusive basis in favour of IDBI Trusteeship Services Limited for the benefit of NCD holders on the followings terms and conditions:-
(a) Debt Service Reserve half of Annual Debt Service Requirement for the ensuing year.
(b) Pledge over 49% of shares of the Company present & future
(c) Unconditional and Irrevocable Corporate Guarantees from Bhilwara Energy Limited (holding company)

iii. The above NCD are also secured on subordinated charge basis , in favour of debenture trustees M/s IDBI Trusteeship Services Limited, by way of the following:-
(a) On all the company's immovable properties / assets (both existing and future).
(b) Hypothecation of company's all movable plant and machinery, tangible and intangible assets, receivables, cash, investments and bank accounts, present and future, of the company along with operating cash flows, book debts and receivables, commissions and any other revenues of whatsoever nature and wherever arising, present and future, of the company.
(c) Pledge of 51% of shares outstanding of the Company (present & future)
(d) Assignment of all contracts, documents, insurance, clearances and interests, present and future, of the company except where it is not allowed under the contract.

iv. Redemption of NCD is structured in quarterly installments. The yearly repayment schedule is as detailed below:-

NCD - ROI @13% - Non Covertible Debentures Subordinate	Amount Outstanding as on March 31, 2019	FY 2019-20 (₹ In Lakhs)	FY 2020-21 (₹ In Lakhs)	FY 2021-26 (₹ In Lakhs)
Series 1B	2,773.88	138.69	138.69	2,496.50
No. of Installments - 21				
	2,773.88	138.69	138.69	2,496.50

v. The Company has call option to prepay the entire outstanding NCD as on 28th April 2019. The company has exercised its call option and accordingly given notice to NCD holder. The company has redeem the entire NCD on 30th April 2019 by taking long term loan from Raghav Commercial Limited @10.50% p.a. with extended maturity period.

16 TRADE PAYABLE	Non- Current		Current	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
Total outstanding dues of micro enterprises and small enterprises*	-	-	0.23	0.39
Total outstanding dues of Trade Payable other than micro enterprises and small enterprises	-	-	2,758.77	2,629.15
	-	-	2,759.00	2,629.54

*Note: Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Particulars	As at March 31, 2019	As at March 31, 2018
The principal amount remaining unpaid to any supplier as at the end of the year	0.23	0.39
The interest due on principal amount remaining unpaid to any supplier as at the end of the year	-	-
The amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
The amount of interest accrued and remaining unpaid at the end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act.	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

17 OTHER FINANCIAL LIABILITIES	Non- Current		Current	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
Current maturities of long-term borrowings	-	-	27,989.59	6,857.23
Security deposits from employees	-	-	34.24	26.10
Sundry deposit	-	-	35.50	10.76
Deposit from contractors and others	-	-	7.98	3.19
Creditors for capital expenditure	-	-	47.28	464.08
Employee related payables	-	-	150.19	170.34
Other payable	-	-	245.40	268.05
Expenses payable	-	-	2.81	52.76
Interest accrued but not due on loan from bank and financial institution	-	-	272.59	343.38
Amount due to group companies	-	-	-	27.46
	-	-	28,785.58	8,223.35

18 OTHER LIABILITIES	Non- Current		Current	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
Advance received for tower rerouting work (net)	-	-	92.94	104.85
Statutory dues payable	-	-	114.26	312.25
Others Payable	-	-	13.55	2.94
GST Payable	-	-	14.55	21.38
Staff Deposit	-	-	2.00	2.00
	-	-	237.30	443.42

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

(₹ in Lakhs)

19 DEFERRED TAX ASSETS / LIABILITY

	Non- Current		Current	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
A. Tax effects of items constituting deferred tax assets:				
MAT Credit entitlement	3,577.32	4,486.49	-	-
Others	60.62	53.25	-	-
Unabsorbed Depreciation	5.12	5.12	-	-
Expenses allowed on payment basis	137.90	137.90	-	-
Total Deferred tax asset (A)	**3,780.96**	**4,682.76**	-	-
B. Tax effects of items constituting deferred tax liability:				
Property, plant & equipment	(2,591.63)	(2,631.08)	-	-
Total Deferred tax liability (B)	**(2,591.63)**	**(2,631.08)**	-	-
Net Deferred tax assets/(liability)/ (A+B)	**1,189.33**	**2,051.68**	-	-

20 CURRENT TAX LAIBILITY

	As at March 31, 2019	As at March 31, 2018
Provision for tax	72.41	271.87
	72.41	**271.87**

21 PROVISIONS

	Non- Current		Current	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
A. Provision for employee benefits				
-Gratuity	46.50	35.78	50.55	42.70
-Leave encashment	347.60	342.86	36.38	24.74
-Continuity Loyalty Bonus	-	-	273.15	243.35
-Super annuation	-	-	5.65	-
	394.10	**378.64**	**365.73**	**310.79**
B. Other Provisions				
Provision for impairment in value of investments	-	-	975.00	975.00
	-	-	**975.00**	**975.00**
	394.10	**378.64**	**1,340.73**	**1,285.79**

DOOGAR & ASSOCIATES
Firm Regn. No. 000561N
New Delhi
Chartered Accountants

(₹ in Lakhs)

22 REVENUE FROM OPERATIONS	For the year ended March 31, 2019	For the year ended March 31, 2018
a) Sale of power and services	34,202.67	29,020.88
Less : PPA charges	(3.60)	(3.60)
Less : Discount on prompt payments	(1,173.43)	(1,146.70)
Less : Unscheduled interchange charges	(508.26)	242.35
Less : Handling charges (NRLDC/ULDC charges)	(13.97)	(11.58)
Transmission charges received	3,278.78	3,371.98
	35,782.19	**31,473.33**
b) Other operating revenues		
GBI	223.33	182.10
Sale of REC	236.36	116.87
Claim for generation loss / PLF / machine availability	370.19	-
	829.88	**298.97**
	36,612.07	**31,772.30**

23 OTHER INCOME	For the year ended March 31, 2019	For the year ended March 31, 2018
Interest income on		
- Bank deposits	2,520.96	1,662.10
- Interest Others	0.99	123.49
- Employee's loan	2.12	1.09
- Income tax refund	7.42	0.42
- Delay payment	0.49	7.32
- Miscellaneous income	159.20	96.70
Sale of emission reductions	68.47	2,813.63
Expenses on sale of emission reductions	-	(58.07)
Excess provision written back	-	0.09
Profit on sale of vehicle	1.04	4.66
Gain on disposal of property, plant and equipment	4.53	-
Profit on sale of Investment	-	10,252.30
Profit on sale of Investment	-	186.70
	2,765.22	**15,090.43**

24 EMPLOYEE BENEFIT EXPENSES	For the year ended March 31, 2019	For the year ended March 31, 2018
Salaries, wages and bonus	2,706.12	2,503.32
Director's remuneration	294.62	277.11
Contribution to provident & other funds	140.69	147.79
Workmen & staff welfare expenses	137.75	143.31
Leave compensation expense	65.95	85.45
Gratuity expense	47.94	37.07
	3,393.06	**3,194.05**

25 FINANCE COST	For the year ended March 31, 2019	For the year ended March 31, 2018
Interest on		
- Non covertible debentures	1,634.09	942.36
-Term loan from financial institution	7,397.31	9,979.30
- Other borrowing costs	44.92	261.18
- Deffered interest on suppliers credit	35.64	18.75
- Bank overdraft	70.79	130.71
-Income tax	-	7.06
-Other loan	6.04	-
	9,188.79	**11,339.36**

26 DEPRECIATION AND AMORTIZATION EXPENSES	For the year ended March 31, 2019	For the year ended March 31, 2018
Depreciation on tangible assets	7,583.25	7,640.87
Amortisation of intangible assets	13.77	-
Impairment	-	1,000.00
	7,597.02	**8,640.87**

DOOGAR & ASSOCIATES * Chartered Accountants * Firm Regn. No. 000561N New Delhi

Bhilwara Energy Limited
CIN: U31101DL2006PLC148862
Notes to the Consolidated Financial Statements for the year ended March 31, 2019 (₹ in Lakhs)

27 OTHER EXPENSES	For the year ended March 31, 2019	For the year ended March 31, 2018
Rent	76.58	72.88
Rates & taxes	9.61	12.65
Bank charges	31.43	0.92
Lease rental	1.74	1.53
Stores, spares & other consumables	390.02	334.49
Power and fuel	144.11	136.34
Travelling & conveyance expenses	126.22	142.40
Communication expenses	3.95	1.19
Business promotion	2.00	0.26
Insurance charges	324.49	308.89
Car running & maint. and hiring expenses	108.93	98.03
Operation & Maintanance charges	109.09	31.49
Repair & Maintenance:-		
-Building	14.75	10.12
-Civil work	347.75	303.63
-Plant and machinery	539.16	125.70
-Others	40.53	23.92
Communication cost	10.92	13.99
Printing cost	0.08	6.75
Electricity expenses	5.50	3.38
Payment to auditor	59.30	39.17
Legal & professional	363.82	609.40
Social welfare expense	27.86	17.72
REC Transaction charges	5.01	2.76
Rebate on early payment	-	0.83
CSR expense	225.31	109.56
Printing & stationery	9.37	1.61
Fees and subcription	15.42	4.82
Contribution in PM relief fund	0.04	-
Miscellaneous expenses	295.12	253.26
Expenses pending for capitalisation written off	237.47	-
Security arrangement expense	135.41	123.98
Interest receivable of previous year written off	66.16	-
Diminution in value of investments	-	1,558.88
Expected credit loss-body corporate	258.43	-
Impairment in value capital work-in-progress (CWIP)*	12,389.30	-
Fair value of Investments	0.02	0.10
Loss on sale of fixed assets	-	12.49
Assets held for sale written off	-	679.11
Bad debt written off	1.25	85.49
Investment written off	1.00	-
Sundry balances written off	-	25.00
	16,377.15	**5,152.72**

Notes :-

(i) Payment to satutory auditors comprise (including indirect tax):

Payment to auditor:	For the year ended March 31, 2019	For the year ended March 31, 2018
- Audit fee	26.97	25.99
- Fees for group reportings	19.00	-
- Fees for certification	11.29	10.62
- Out of pocket expenses	2.03	2.56
	59.29	**39.17**

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

Corporate social responsibility expenditure	**For the year ended March 31, 2019**	**For the year ended March 31, 2018**
Amount required to be spent as per Section 135 of the Act	186.88	159.12
Amount spent during the year on:		
(i) Construction/Acquisition of any asset	55.53	9.78
(ii) On purposes other than (i) above	169.78	99.78
	225.31	**109.56**

*Note:- Refer Note 4 - Capital work-in-progress - Impairment in value of CWIP of NJC Hydro Power Limited

28 **EXCEPTIONAL ITEM**	**For the year ended March 31, 2019**	**For the year ended March 31, 2018**
Exceptional item*	-	6,052.80
	-	**6,052.80**

***Note:-**

In case of holding company

Khangteng Hydro Electric Project (7.50 MW) was taken up by the Company to provide construction power to its 780 MW Nyamjung Chhu Hydro Electric Project being developed by the Company through special purpose vehicle namely NJC Hydro Power Limited. The Company started construction work in the year 2009 by taking up various civil, Hydro mechanical and electro mechanical work, and spent an amount of ₹3,339.61 Lakhs from 2009 to Jan 2013.

However, subsequently work on this project was suspended by virtue of order from National Green Tribunal suspending environment clearance of MoEF for 780 MW project. The said environment clearance is still under suspension. Further it was observed that during the period from Jan 2013 to March 2018, all the works done by the Company on the project got seriously damaged and required to be re-done as and when the company restarts the construction.

Based on the assessment, 100% damage has been assessed to various works as abortive work and accordingly being charged up to the statement of profit and loss.

In case of CYHPL

The company has filed application to Goverment of Himachal Pradesh for surrending the 180 MW project vide letter dated 11th July 2017 and demanded refund of upfront premium ₹3,789.45 Lakhs and security deposit paid ₹180.00 Lakhs. The management of the company is expecting a refund amounting ₹3,969.45 Lakhs therefore the upfront premium ₹3,789.45 Lakhs which was classified in CWIP has been transferred to Other Non-curren Assets and balance amount ₹2,713.18 Lakhs is charged to Profit & Loss Account as an exceptional item during the previous year (Refer Note No.16 of CHYPL).

The management is not pursuing the project, so the property, plant and equipment except vehicle which were carrying at residual value has been chargerd off to profit and loss account during the financial year 2017-2018.

29 **Tax Expense (In case of MPCL & ADHPL)**	**For the year ended March 31, 2019**	**For the year ended March 31, 2018**
a) Income tax recognised in profit and loss		
Current tax expenses (Minimum alternate tax)	653.97	3,385.32
Current tax expenses	2,171.74	-
Dividend distribution tax	347.97	-
Deferred tax (credit)/charge	(41.16)	(375.53)
Tax expenses related to previous years	85.92	(4,153.78)
MAT Credit utilised/(recognised) during the year	841.39	(1,287.28)
	4,059.83	**(2,431.27)**

b) Income tax expense for the year can be reconcile to the accounting profit as follow:-

Numerical reconciliation of tax expense applicable to profit before tax at the latest statutory enacted tax rate in India to income tax expense reported is as follows: (in case of MPCL & ADHPL)

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Accounting profit before tax from continuing operations	12,985.33	9,730.47
Profit/Loss before tax from a discontinued operation	-	-
Accounting Profit before Income Tax	**12,985.33**	**9,730.47**
At India's statutory income tax rate of 28.41% (Previous year 34.608%)	3,689.74	3,367.52
Tax effect of permanent differences:		
Expenditure not allowed for tax purpose-CSR Expenses	56.81	37.91
Tax effect due to change in tax rates	-	(485.82)
Tax effect of income from sale of emission reductions certificates taxable at lower rate	(11.35)	-
Less: set off of carried forward unabsorbed depreciation	(763.23)	(228.38)
Prior year tax effect on deferred tax liability	-	(37.42)
Net income tax expense	**2,971.97**	**2,653.81**
Add: MAT on book profits	653.97	151.56
Add: Deferred tax charge related to previous years	(315.11)	204.42
Add: Current tax charge related to previous years	333.25	-
MAT Credit availed related to prior years	67.78	(4,153.78)
MAT Credit utilised during the year	-	(1,287.28)
	3,711.86	**(2,431.27)**
Dividend distribution tax*	347.97	-
Income tax expenses reported in the Statement of Profit and Loss	**4,059.83**	**(2,431.27)**

* During the year ended March 31, 2019, subsidiary MPCL has decleared divided ₹3,319.33 Lakhs. NCI share of dividend ditribution tax on such dividend has been recongnised as income tax expense.

30	OTHER COMPREHENSIVE INCOME	For the year ended March 31, 2019	For the year ended March 31, 2018
	(i) Items that will not be reclassified to profit or loss		
	- Remeasurements of the defined benefit plans	(32.04)	16.20
	- Dividend received from subsidiary company	-	-
	- Income Tax relating Re-measurement losses on defined benefit plans	5.66	2.25
	Other comprehensive income for the year	**(26.38)**	**18.45**

31	EARNING PER SHARE	For the year ended March 31, 2019	For the year ended March 31, 2018
	a) Profit / (Loss) from total operation attributable to equity shareholders	(8,801.05)	5,568.40
	b) Weighted Average number of Equity Shares outstanding during the period - Basic and Diluted (in Lakhs)	1,657.59	1,657.59
	Earning Per share - Basic (₹) (a/b)	(5.31)	3.36
	Earning per share - Diluted (₹) (a/b)	(5.31)	3.36
	Face value per share (₹)	10.00	10.00

DOOGAR & ASSOCIATES
Firm Regn. No. 000561N
New Delhi
Chartered Accountants

32. Segment Reporting

The Company's activities during the year involved power generation and consultancy services. Considering the nature of Company's business and operations, there are 2 separate reportable segments in accordance with the requirements of Indian Accounting Standard 108 'Operating Segments'. The Chief Operational Decision Maker monitors the operating results of both 2 segments for the purpose of making decisions about resource allocation and performance assessment and hence, the additional disclosures are provided as follows:-

	Particulars	2018-19 (₹ in Lakhs)	2017-18 (₹ in Lakhs)
	Segment Revenue		
	Power	36,060.74	31,228.23
	Consultancy	557.20	549.16
1	**Sub total**	**36,617.94**	**31,777.39**
	Less : Inter-segment revenue	5.87	5.09
	Net segment revenue	**36,612.07**	**31,772.30**
	Segment results (profit(+) / loss(-) before tax from each segment		
	Profit/Loss before tax		
	Power	(37.07)	4,847.79
	Consultancy	(41.98)	(4.79)
		(79.05)	**4,843.00**
2	**Less: Provision for taxation**		
	Current tax	2825.71	3385.32
	Deferred tax	(41.16)	(375.53)
	Dividend distribution tax	347.97	-
	Tax expenses related to previous years	85.92	(4153.78)
	MAT Credit utilised/(recognised) during the years	841.39	(1287.28)
	Loss after tax	**(4,138.88)**	**7,274.27**
	Other information		
	I Segment assets		
	a) Power	214,435.20	236,453.55
	b) Consultancy	959.54	964.47
	Total assets	**215,394.74**	**237,418.02**
	II Segment liabilities		
	a) Power	87,155.47	102,108.81
	b) Consultancy	935.36	904.14
	Total liabilities	**88,090.83**	**103,012.95**
3	**III Capital expenditure (including capital work in progress)**		
	a) Power	169,192.29	189,269.88
	b) Consultancy	16.42	19.01
		169,208.71	**189,288.89**
	IV Depreciation		
	a) Power	7,594.45	8,639.54
	b) Consultancy	2.57	1.33
		7,597.02	**8,640.87**

DOOGAR & ASSOCIATES
Firm Regn No 000561N
New Delhi
Chartered Accountants

33. Statement containing salient features of the financial statements of Subsidiaries/associates companies/joint ventures (Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of the Companies (Accounts) Rules, 2014 (Form AOC-1)

Part "A": Subsidiaries

(₹ in Lakhs)

Particulars/ subsidiaries	Malana Power Company Limited	AD Hydro Power Limited	Indo Canadian Consultancy Services Limited	Balephi Jalvidhyut Company Limited, Nepal	BG Wind Power Limited	NJC Hydro Power Limited	Chango Yangthang Hydro Power Limited
The date when subsidiary was acquired	10.08.2007	10.08.2007 *	31.03.2008	12.03.2009 **	18.10.2017	16.12.2009	30.03.2011
Reporting Period	**2018-19**	**2018-19**	**2018-19**	**2018-19**	**2018-19**	**2018-19**	**2018-19**
Reporting Currency	**INR**	**INR**	**INR**	**NRs**	**INR**	**INR**	**INR**
Issued, subscribed & paid up capital	14,752.57	56,015.28	70.66	1,669.17	2,205.00	10,000.00	3,000.00
Reserves	107,429.08	(14,673.31)	(46.46)	(128.34)	(2,223.30)	(83.05)	172.81
Total assets	**139,148.05**	**168,541.90**	**959.54**	**1,683.06**	**9,091.01**	**16,225.93**	**3,971.55**
Total liabilities	**16,966.40**	**127,199.93**	**935.36**	**142.24**	**9,109.31**	**6,308.98**	**798.74**
Investment (except in subsidiary)	-	-	-	-	-	-	-
Turnover	9,672.61	23,367.00	557.20	-	1,155.28	-	-
Profit before tax	10,049.82	2,934.92	(41.98)	(234.88)	(565.96)	(2.58)	(39.61)
Provision for tax	3,039.75	672.11	-	-	-	-	-
Profit after taxation	7,010.07	2,262.81	(41.98)	(234.88)	(565.96)	(2.58)	(39.61)
Proposed Dividend	-	-	-	-	-	-	-
% of Shareholding	**51.00%**	**44.88%**	**75.50%**	**95.86%**	**100.00%**	**100.00%**	**100.00%**

*The date of acquisition of AD Hydro Power Limited is same on which Malana Power Company Limited acquired AD Hydro Power Limited

**For the Companies registered in Nepal-exchange rate has been taken as 100 INR (Indian ₹) =160 NR (Nepali Rupee)

Sr. No.	Name of Subsidiaries which are yet to commence operations
1	NJC Hydro Power Limited
2	Chango Yangthang Hydro Power Limited
3	Balephi Jalvidhyut Company Limited, Nepal

Sr. No.	Name of Subsidiaries which have been liquidated or sold during the year
	NIL

Part-B: Associate and Joint Ventures

The Company does not have any Associate/Joint Venture Company.

DOOGAR & ASSOCIATES
Firm Regn. No. 000561N
New Delhi
Chartered Accountants

34. Contingent Liabilities and Commitments (to the extent not provided for)

I. Contingent Liabilities

(i) In case of holding company

Particulars	As on March 31, 2019 (₹ in Lakhs)	As on March 31, 2018 (₹ in Lakhs)
(a) Claims against the company not acknowledged as debt:	-	-
(b) Guarantees excluding financial guarantees and	-	-
(c) other money for which the company is contingently liable		
Guarantee in favour of International Finance Corporation-(IFC) for loan availed by AD Hydro Power Ltd*	600.00	600.00
Corporate Guarantees in favour of IDBI Trusteeship Services Ltd for the benefit of NCD holder on behalf of BG Wind Power Ltd **	3,216.08	3,216.08
Corporate Guarantees in favour of Aditya Birla Finance Ltd. for term loan availed by BG Wind Power Ltd***	7,500.00	7,500.00
Indemnity to Hero Wind Energy Pvt. Ltd. Related to sale of Investment in Bhilwara Green Energy Ltd.(BGEL) ****	7,500.00	7,500.00
Indemnity to Hero Wind Energy Pvt. Ltd. Related to sale of Investment in LNJ Power Venture Ltd.(LNJPVL) *****	1,000.00	1,000.00
(ii) Commitments shall be classified as		
(a) estimated amount of contracts remaining to be executed on capital account and not provided for	-	-
(b) uncalled liability on shares and other investments partly paid and	-	-
(c) Other Commitments (specify nature)	-	-

*The Company has provided Guarantee in favour of International Finance Corporation (IFC) along with HEG Ltd. and RSWM Ltd. on joint and several basis on behalf of AD Hydro Power Ltd. (step down subsidiary) for ₹600.00 Lakhs (previous year ₹600.00 Lakhs).

**The Company has provided corporate guarantee in favour of IDBI Trusteeship Services Limited for the benefit of NCD debenture holder of ₹3,216.08 Lakhs (previous year ₹3,216.08 Lakhs) issued by wholly owned subsidiary M/s BG Wind Power Limited.

***The Company has provided corporate guarantee for debt of ₹7,500.00 Lakhs (previous year ₹7,500.00 Lakhs) availed by M/s BG Wind Power Limited (Wholly Owned Subsidiary) from Aditya Birla Finance Limited.

Share Purchase Agreement of the Company with M/s Hero Wind Energy Private Limited

****The company has signed Share Purchase Agreement (SPA) on 25th October 2017 (Closing Date) with M/s Hero Wind Energy Private Limited (Hero) for sale of its entire equity stake in M/s Bhilwara Green Energy Limited (BGEL). In SPA, company has given indemnity to Hero for losses imposed on, sustained, incurred or suffered by or asserted against Hero, BGEL, its directors, officers or agents due to (a) any inaccuracy in or any breach of any warranty, (b) any non-fulfillment or breach or any covenants of BEL as mentioned in SPA, (c) due to petition filed by MSEDCL for reclassification of wind zone, or (d) specific indemnity for power failure as mention in SPA.

DOOGAR & ASSOCIATES
Firm Regn. No. 000561N
New Delhi
Chartered Accountants

The liability of company towards indemnity is subject to the aggregate cap of ₹7,500.00 Lakhs (except for fraud or willful misrepresentation). Within aggregate cap, the liability of BEL for (a) and (b) shall not exceed ₹3,000.00 Lakhs and for (c) and (d) to ₹5,500.00 Lakhs. Further, if liability under item (c) does not crystallized within 2 years from closing date i.e. 25th October 2017, then the aggregate cap shall be reduced to ₹3,000.00 Lakhs.

The company shall not be liable to make payment of losses (except for fundamental warranty and fraud or willful misrepresentation) under indemnity unless and until such amount exceeds ₹40.00 Lakhs in respect of single incidence of loss.

The Indemnity shall survive (i) for warranties for taxation matters- for 7 years (ii) BEL fundamental warranties or fraud or willful misrepresentation-- indefinitely (iii) for breach of covenants or warranties not covered by (i) or (ii) -- for 3 years.

*****The company has signed Share Purchase Agreement (SPA) on 18th October 2017 (Closing Date) with M/s Hero Wind Energy Private Limited (Hero) for sale of its entire equity stake in M/s LNJ Power Ventures Limited (LNJPVL). In SPA, company has given indemnity to Hero for losses imposed on, sustained, incurred or suffered by or asserted against Hero, LNJPVL, its directors, officers or agents due to (a) any inaccuracy in or any breach of any warranty or (b) any non-fulfillment or breach or any covenants of BEL as mentioned in SPA.

The liability of company towards indemnity under SPA and CCD Purchase Agreement executed on 18th October 2017 amongst Hero, RSWM LIMITED and LNJPVL is subject to the aggregate cap of ₹1,000.00 Lakhs (except for fraud or willful misrepresentation).

The company shall not be liable to make payment of losses (except for fundamental warranty and fraud or willful misrepresentation) under indemnity unless and until such amount exceeds ₹15.00 Lakhs in respect of single incidence of loss.

The Indemnity shall survive (i) for warranties for taxation matters- for 7 years (ii) BEL fundamental warranties or fraud or willful misrepresentation -- indefinitely (iii) for breach of covenants or warranties not covered by (i) or (ii) -- for 3 years.

Note- Since the loss allowance was estimated to be nil, the guarantee is not recognized in the books.

(ii) In case of MPCL:

a) In respect of assessment year 2008-09, 2009-10, 2010-11, 2011-12, 2012-13 , 2013-14 and 2014-15, the Assessing Officer (AO) raised demands of ₹15.54 Lakhs, ₹34.07 Lakhs, NIL, ₹68.75 Lakhs, ₹38.70 Lakhs, ₹71.19 Lakhs and ₹1.16 Lakhs respectively in which AO disallowed expenses under section 14A of the Income-tax Act, 1961 under MAT computation, considering interest on loan given to subsidiary as exempted dividend income and disallowed proportionate amount of deduction under section 80-IA and denying the claim of the Company to treat the income from carbon credit as capital receipt. Based upon the favourable order passed by the Income tax authorities in the past in certain assessment year's appeal proceedings at the level of High court and ITAT, respectively, the Company is of the view that the above said demands are not tenable and thus remote in nature.

Doogar & Associates Firm Regn. No. 000561N New Delhi Chartered Accountants

b) Company had entered into an agreement for wheeling with Himachal Pradesh State Electricity Board (HPSEB) on March 3, 1999 pursuant to the provisions of the Implementation Agreement. The Agreement for wheeling prescribed the terms and conditions in detail including wheeling charges and wheeling losses payable by the Company to HPSEB (now HPSEBL) over the period of 40 years of the Operations along with the commitment of free power supply.

Subsequently, HPSEBL in 2015 started demanding wheeling/ transmission charges on the basis per Regulations and tariff orders issued by the Himachal Pradesh Electricity Regulatory Commission (HPERC) which was contested by Company in Hon'ble High Court of Himachal Pradesh and subsequently in Hon'ble Supreme Court of India on the ground of agreement signed by the Company and other legal issues.

After the order of the Hon'ble Supreme Court of India, HPERC adjudicated the disputes and passed the order on March 30, 2019 and stated that Multi Year Tariff (MYT) orders passed by it will be applicable to the Company and accordingly prescribed the wheeling/ transmission charges and losses applicable on to the Company. It directed the HPSEBL to re-compute demand payable by the Company.

Pursuant to the above said order, HPSEBL, vide its letter dated April 27, 2019 raised a provisional demand of ₹8,069.25 Lakhs for the period April 1, 2008 to March 31, 2019 after adjusting the payments which were receivable by the Company on account of UI Charges, handling charges (including interest) and wheeling charges already paid by the Company in past years. As the demand is provisional, the amount is subject to reconciliation.

Company has obtained multiple opinions from independent legal and industry experts. Based on their opinions, Company is of the view that, there was an agreement for wheeling describing the terms of wheeling including wheeling charges and losses. HPERC has not taken into the consideration the wheeling charges and losses along with free power already agreed in the agreement for wheeling. Therefore these rates cannot be re-determined and revised retrospectively.

If the charges are to be redetermined, HPERC is required to determine charges based on the point-to-point connection charges considering the 40 year duration of the agreement and therefore the charges for entire State Transmission Network calculated in MYT Orders for the consumers of the area of supply cannot be applied on Company as it is not a consumer. Therefore the demand of HPSEBL calculated in terms of the HPERC Order is not legally tenable and would not result in any material liability on the Company as on March 31, 2019.

In view of this, the Company has filed an appeal before Appellate Tribunal, Electricity on April 24, 2019.

c) Based upon the legal opinion obtained by the management, there are various interpretation issues and thus is in the process of evaluating the impact of the recent Supreme Court Judgment in the case of "Vivekananda Vidyamandir vs Regional Provident Fund Commissioner (II), West Bengal in relation to non-exclusion of certain allowances from the definition of "basis wages" of the relevant employees for the purpose of determining contribution to provident fund under the Employees Provident Fund & Miscellaneous provisions Act, 1952.

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

d) Financial Guarantee

The Company has provided Corporate/Default Guarantee to FIs/Banks for the loans extended by them to AD Hydro Power Limited (subsidiary company).

Particulars	As at March 31, 2019 (₹ in Lakhs)	As at March 31, 2018 (₹ in Lakhs)
a) The amount of outstanding loans covered by such guarantees	54,050.52	64,285.79
b) Under the terms of the said guarantee the maximum amount for which the company may be contingently liable during the next 12 months	5,480.45	5,124.65

(iii) In case of ADHPL:

Particulars	As on March 31 2019 (₹ In Lakhs)	As on March 31 2018 (₹ In Lakhs)
Claims against the Company not acknowledged as debt:*		
-Demand under The Building & Other Construction Workers Welfare Cess Act, 1996 (BOCW) (Refer note (a) below)	1,459.58	1,459.58
-Demand under Local Area Development Fund (LADF) from Directorate of Energy, Government of Himachal Pradesh (refer note (b) below)	1,427.00	1,427.00
-Demand raised by Directorate of fisheries. Himachal Pradesh (refer note (c) below)	99.75	99.75

*Company believes that these claims/demands are not probable to be decided against the Company and therefore, no provision for the above is required.

(a) During the financial year 2012-2013, the Assessing Officer through its order dated January 23, 2013 has raised a demand of ₹1,459.58 Lakhs under the Building & Other Construction Workers Welfare Cess Act, 1996 ("BOCW Act") for the period from January 1, 2005 to July 31, 2012. The Company is of the view, based upon legal expert opinion, the obligation to pay Cess under BOCW Act arise only for the period commencing from December 8, 2008 to July 1, 2010 (i.e. from the date when the rules were notified and up to the date when factory license was granted). Based upon this, the Company had filed a writ petition before the High Court of Himachal Pradesh for the above said amount. During the hearing held on February 28, 2013, an interim Stay has been granted against the demand.

Pending any further directions by the High Court and based upon the legal expert opinion, management is of the view that no provision is deemed neccessary in the financial statements in this regard.

(b) During 2006, Directorate of Energy of Himachal Pradesh had raised a demand of ₹1,427.00 Lakhs towards local area development fund (LADF) @1.5% of the final cost of the project of ₹1,607.00 Crores after considering the expenses already incurred by the Company of ₹984.00 Lakhs, based upon the guidelines issued on LADF activities by Government of Himachal Pradesh in December 11, 2006 and as amended in October 5, 2011. However, the management is of the view, this amount was to be computed @1.5% of the total capital cost as reflected in Detailed Project Report i.e. ₹922.00 Crores in terms of agreement dated November 05, 2005 entered with the Government of Himachal Pradesh, after

DOOGAR & ASSOCIATES
Firm Regn. No. 000561N
New Delhi
Chartered Accountants

considering the amount that has already been incurred and deposited by the Company aggregating to ₹1,423.00 Lakhs. Considering the above matter, management is of the view that the Company has complied with the conditions agreed in terms of the agreement dated November 05, 2005 with Government of Himachal Pradesh which is prior to the date of guidelines issued in 2006 and thus no additional provision is required. Currently this matter is being contested before High Court of Himachal Pradesh on which stay has been granted on the said demand.

(c) The Department of Fisheries vide letter dated January 4, 2013 directed the Company to pay an amount of ₹99.75 Lakhs for granting of No Objection Certificate (NOC) for setting up Hydro Power Project in the state of Himachal Pradesh as per the requirements of HP State Pollution Control Board. Management is of the view that the Company is not covered under the negative list under the policy norms issued in 2008 by the Fisheries Department for issuance of NOC in setting up the Power Project in the state of Himachal Pradesh and thus the above said demand is not tenable hence no provision is required.

The Company has filed a writ petition in High Court of Shimla and is contesting the same on the ground that the streams identified in respect of ADHPL project are not covered in the negative list issued by Fisheries Department. The Company has deposited under protest an amount of ₹35.00 Lakhs as per interim order of High Court of Himachal Pradesh. The Hon'ble High Court of Himachal Pradesh has granted stay on the said demand.

(d) The Company is subject to certain legal proceedings and claims, which have arisen in the ordinary course of business, for the lands and right to use lands acquired by it and recovery suits filed by various parties. These cases are pending with various courts. After considering the circumstances and legal advice received, the management believes that the chances to decide the case against the Company is remote and thus these cases will not have any material impact on the financial statements.

(e) Based upon the legal opinion obtained by the management, there are various interpretation issues and thus is in the process of evaluating the impact of the recent Supreme Court Judgment in the case of "Vivekananda Vidyamandir vs Regional Provident Fund Commissioner (II), West Bengal in relation to non-exclusion of certain allowances from the definition of "basis wages" of the relevant employees for the purpose of determining contribution to provident fund under the Employees Provident Fund & Miscellaneous provisions Act, 1952.

(iv) In case of BGWPL:

(a) The company has provided a bank guarantee for ₹8.00 Lakhs through Manikaran Analytics Ltd. – QCA to SLDC for Deviation Settlement Mechanism (DSM) as per RERC regulation for Forecasting and scheduling.

(b) There are no present obligations requiring provision in accordance with the guiding principles as enunciated in Indian Accounting Standard - 37 as it is not probable that an outflow of resources embodying economic benefit will be required.

(v) In case of ICCS:

As per information available with the management there is no contingent liability as at March 31, 2019.

(vi) In case of NJCHPL:

As per the information available from the management, as certified by them, there is no contingent liability as at 31st March, 2019. (Previous Year ₹ NIL).

(vii) In case of CHYPL:

As per information available with the management there is no contingent liability as at March 31, 2019.

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

II. Commitments

(i) In case of MPCL:

a) Malana Power Company Limited has entered into agreement with Himachal Pradesh State Electricity Board (HPSEB) to wheel or transfer energy from Bajaura substation to 400 kV substation of Powergrid Corporation of India (Powergrid) limited at Nalagarh (i.e. interstate point). The Company has agreed to pay wheeling charges. This, being firm commitment, is recognized as an expense under the head 'Wheeling Charges' in the statement of Profit and Loss.

b) At March 31, 2018, the Company has committed for non-disposal of its investment in subsidiary AD Hydro Power Limited to its lenders (similar commitment was there in the previous year also).

Apart from the above, the Company does not have any long term commitments of material non-cancellable contractual commitments/contracts including derivatives contract for which there were any material foreseeable losses.

(ii) In case of ADHPL:

a) AD Hydro Power Limited has entered into Bulk Power Transmission Agreement with Power Grid Corporation of India Limited (Power grid) to avail long term open access to the transmission system of Power grid for transfer of power from Allain Duhangan HEP to Northern Region Constituents. The Company has agreed to share and pay all the transmission charges of Power grid for a period of 40 years from Commercial Operation Date i.e. July 29, 2010.This is being a firm commitment, recognized as an expense on receipt of monthly bills from Power grid, under the head 'Bulk power transmission charges' in the Statement of profit and loss.

b) The Company has other commitments for the purchase order issued after considering the requirement per operating cycle for purchase of goods and services in the normal course of business. The Company does not have any long term commitments of material non-cancellable contractual commitments / contracts including derivative contract for which there were any material foreseeable losses.

(iii) In case of ICCS:

a) There are no present obligations requiring provision in accordance with the guiding principles as enunciated in Indian Accounting Standard - 39 as it is not probable that an outflow of resources embodying economic benefit will be required.

(iv) In case of NJCHPL:

a) Estimated amount of contracts remaining to be executed on capital account and not provided for as on the date of balance sheet (net of advances) are ₹ NIL (Previous Year ₹ NIL).

b) Estimated amount of contracts remaining to be executed on other than capital account and not provided for (net of advance) ₹ NIL (Previous Year ₹ NIL).

(v) In case of CHYPL:

The company has filed application to surrender the HEP 180MW to Directorate of Energy, Government of Himachal Pradesh. Therefore, Capital contracts remaining to be executed on capital account and not provided for as on the date of Balance Sheet (net of advances) are ₹ NIL (Previous Year NIL).

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

35. Other disclosures:

(i) In case of holding company:

a) Balephi Jalvidhyut Company Limited, overseas subsidiary of the company incorporated to erect Balephi HEP 50 MW (down sized to 23.52 MW) hydro power plant in Nepal. During the previous year, the company has entered into share purchase agreement with its joint venture partner M/s Triveni Hydro Power Private Limited, Nepal dated 8th January 2018 to sell its entire equity shares 25,60,000 for the consideration of ₹625.00 Lakhs (Nepali ₹100,093,750) as against its total investment of ₹1,600.00 Lakhs. The due date for sale was 30th June 2018, which is extended till 30th June 2019, subject to receipt of requisite approval by Nepali Party.

Therefore, the Company already provided for impairment of ₹975.00 Lakhs in value of investments as on 31 March, 2019.

b) The Company has given undertaking to IDFC Infrastructure Finance Limited, IDFC Infrastructure Finance Limited and India Infradebt Limited for loan of ₹4,900.00 Lakhs. ₹8,600.00 Lakhs and ₹5,900.00 Lakhs respectively availed by Malana Power Company Limited (one of the subsidiary company) to keep the management control and ownership of Malana Power Company Limited (MPCL) at all times during the currency of the facility which would mean (i) holding at least 51% of the issued and paid up equity share capital of MPCL and (ii) the ability to appoint the majority directors on the Board of Directors of MPCL. The Company has also given undertaking to the lenders of MPCL that it will ensure that Mr. Ravi Jhunjhunwala, his family and associates companies will maintain minimum 51% equity shareholding in the company. The Company has also given undertaking to the lenders of MPCL that it will ensure that MPCL is provided with requisite technical, financial and managerial expertise to perform/ discharge its obligations.

c) The Company has given a non-disposal undertaking to IDBI Trusteeship Services Limited (Security trustee for the benefit IL&FS Infrastructure Debt Fund) for subscription of secured, redeemable, non-convertible debentures of ₹13,098.24 Lakhs issued by AD Hydro Power Limited, subsidiary company of Malana Power Company Limited, one of the subsidiaries of the company, for non-transfer of shares of Malana Power Company Limited and shall effect no change in the management and control of AD Hydro Power Limited till the debenture trust deed is in force. As of signing of Balance Sheet ADHPL has redeemed the entire NCD.

d) The Company has given undertaking to IDFC Infrastructure Finance Limited, IDFC Infrastructure Finance Limited, India Infra Debt Fund Limited and IndusInd Bank Limited for loan of ₹5,546.02 Lakhs, ₹4,400.00 Lakhs, ₹11,700.00 Lakhs and ₹16,000.00 Lakhs respectively availed by M/s AD Hydro Power Limited (one of the Subsidiary company) to ensure that Mr. Ravi Jhunjhunwala, his family and associate companies maintain a minimum of 51% equity shareholding in the company i.e. Bhilwara Energy Limited and the company continue to hold at least 51% management control and ownership in Malana Power Company Limited.

e) For the NCD issued by BG Wind Power Limited, the NCD holder can have put option on the Company to purchase its NCD on 28th April 2019 by giving 30 days' notice. BG Wind has also call option to redeem the entire NCD on 28th April 2019. BG Wind had exercised the call option and given notice to NCD holder to redeem the entire NCD. As on signing of Balance Sheet, BG Wind has redeemed the entire NCD.

DOOGAR & ASSOCIATES
Firm Regn. No. 000561N
New Delhi
Chartered Accountants

(ii) In case of MPCL:

a) The Company has an investments amounting to ₹49,295.56 Lakhs in AD Hydro Power Limited (subsidiary company) and has also unsecured loan receivables (including accrued interest of ₹25,327.61 Lakhs) amounting to ₹71,707.61 Lakhs as on March 31, 2019, total balance recoverable from subsidiary company aggregating to ₹1,21,003.17 Lakhs as on March 31, 2019. As against this, net assets of the subsidiary company as on March 31, 2019 aggregating to ₹99,483.60 Lakhs (88% of total net assets of ₹1, 13, 049.50 Lakhs excluding the effect of outstanding balance of unsecured loan and accrued interest payables). The net financial exposure towards recoverability from subsidiary company is of ₹21,519.60 Lakhs as on March 31, 2019. In view of this, the Company has carried out an evaluation of the subsidiary company's financial performance after taking into account the future projections and expected future cash flows. Based on such evaluation, the management is of the view that there is no other than temporary diminution in the value of investments is required and the unsecured loans receivables (including accrued interest) are good and fully recoverable.

b) In respect of 200 MW Bara Banghal project in state of Himachal Pradesh for which the Company had bid and paid an upfront premium of ₹6,120.00 Lakhs, the Company has decided to shelve off the project as the State Hydro Power Policy is not aligned with Ministry of Environment and Forest (MOEF) Policy of Government Of India which prohibits the implementation of a hydro power project in wild life/eco sensitive zone areas. In view of this, the Company has filed a full amount of refund claim along with interest. The provision of 50% of ₹3,060 Lakhs has been recorded in earlier years shall be written back at the time of acceptance of refund.

(iii) In case of ADHPL:

a) As on March 31, 2019, the Company has net worth of ₹41,341.97 Lakhs (Previous Year ₹39,094.68 Lakhs) and has accumulated losses of ₹14,673.31 Lakhs as at March 31, 2019. Based on financial projections (including the projected tariff) arrived at after considering the past experience of running similar power project and renewable source of fuel, management believes that profits will continue to accrue on account of expected increase in tariff and hence no adjustments are required to the carrying amount of property, plant and equipment on account of impairment and the Company will have sufficient cash flow to meets its future obligations.

b) Everest Power Private Limited (EPPL) is using the dedicated transmission line of ADHPL. Initially, for using the transmission system of the Company, Transmission charges to be paid by EPPL were not agreed. As per the Appellate Tribunal for Electricity's ('APTEL') interim order dated June 10, 2011, an Interim Power Transmission Agreement (IPTA) was signed between ADHPL and EPPL on August 9, 2011 in which EPPL agreed to pay monthly transmission charges of ₹227.80 Lakhs for the EPPL's Injected energy / power wheeled through the transmission system of ADHPL. Accordingly, the Company has invoiced ₹1, 99, 49.46 Lakhs and has received ₹16,131.70 Lakhs from the date of such agreement till March 31, 2019.

Subsequently, EPPL has raised dispute on determination of the transmission charges and stopped the payment of transmission charges after October 2012. The Company ultimately filed an appeal before the Hon'ble Supreme Court of India who gave directions for the payment of arrears of transmission charges and continuation of the payment of monthly transmission charges as per the IPTA till the final adjudication on the matter. Based on the Supreme Court direction, EPPL has started making the payment, however same was again stopped from March 2017. The Supreme Court in its final Judgment on April 26, 2017 held that the CERC has jurisdiction over the case and determination of tariff and disputes on this matter. Accordingly the Company has filed tariff petition with CERC on September 8, 2017. Also, as per the IPTA, the Company can charge interest @1.25% per month on the overdue amount.

DOOGAR & ASSOCIATES
Firm Regn. No. 000561N
New Delhi
Chartered Accountants

On December 30, 2016, the Company had also signed an Interim Power Transmission Agreement with Kanchenjunga Power Company Limited (KPPL) through Himachal Pradesh Power Transmission Corporation Limited (HPPTCL) for using the transmission system of the Company on payment of transmission charges as in case of EPPL. Accordingly, the Company has invoiced ₹1,662.98 Lakhs and has received ₹928.64 Lakhs from the date of such agreement till March 31, 2019.

KPPL has also stopped making payment disputing the tariff charges as in case of EPPL and filed petition before CERC against the Company and accordingly, CERC attached this matter with EPPL case for determination of tariff to be paid for use of transmission charges.

Currently, the matter is pending with CERC for the determination of final tariff to be paid by users of transmission line of the Company.

c) Himachal Pradesh State Electricity Board Limited (HPSEBL) had withheld an amount of ₹316.68 Lakhs on account of energy not supplied to them because of shut down of plant on date August 20, 2010. In the previous year Company initiated the arbitration proceedings to the recover the said amount. In 2015, the Hon'ble Arbitrator had decided the matter in favour of HPSEBL against which the Company has preferred an appeal before the Hon'ble High Court of Shimla. Currently the matter is under adjudication. The management is of the view that it had already informed HPSEB about the shut down as the schedule was given of NIL power for the period of shut down, therefore the claim of HPSEB in not legally tenable. However the entire receivable of ₹316.68 Lakhs has been provided by the Company in the prior year.

d) In the absence of profits available for payment of dividend the Company has not created any debenture redemption reserve during the current year.

(iv) In case of BGWPL:

a) Assets pledged as security

The term loans are secured by a first charge and NCD are secured by subordinate charge against all the movable (including all revenues, receipts, receivables and current assets), immovable assets, tangible and intangible assets, insurance policies, contractor guarantee of the company's both present and future.

(v) In case of ICCS:

a) Retention and Earnest money deposit amounting to ₹14.03 Lakhs (previous year ₹29.64 Lakhs) is outstanding for recovery from various parties since long. However, the management is hopeful to recover this amount and no provision has been considered at present.

b) Security Deposit amounting to ₹4.00 Lakhs (previous year ₹4.58 Lakhs) was given to a party is outstanding for recovery / adjustment since 2007. However, the management is hopeful to recover this amount and no provision has been considered at present.

c) In the opinion of the Management and to the best of their knowledge and believe, the value on realization of current assets, Loan & Advances in the ordinary course of business would not be less than the amount at which they are stated in the Balance Sheet.

d) Balance of Trade Receivable / Payable Loans / Advances are subject to confirmation.

DOOGAR & ASSOCIATES
Firm Regn No. 000561N
New Delhi
Chartered Accountants

e) Effective 01st April, 2018 Company has adopted IND AS 115, "Revenue from contract with customer". The Application of IND AS 115 did not have any material impact on the financial results of the company so no transition impact has been recognized.

f) In financial year 2011-12, PF Deposit systems was shifted to online mode instead of Manual submission mode. During March'12 & April'12 Company has deposited the Employees as well as its own contribution in EPFO but due to some technical issues that were not reflected in the individual employees EPFO accounts. Company was continuously taking the matter with the EPFO authorities and during the current financial year, PF authorities return the amount pertaining to above said period to company with the stipulation that company will redeposit the amount in respective employees EPFO account. The Company has created the liability in its books of account against the amount of EPF received from PF authority and in the process of redeposit it.

g) Company is in process of reconciling the GST Input credit taken in Books with GSTR-2A.

h) Due Date of Last Quarter of TDS return submission is 31st May'2019 due to which TDS receivable pertaining to last quarter are not appearing in the Form 26AS due to which TDS receivable reconciliation as on 31st March'2019 has not been done.

i) The Company Assessment for A.Y 2011-12 to A.Y 2016-17 u/s 153 A and A.Y 2017-18 u/s 143(3) has been completed during the year under consideration. The company has filed the appeal with Commissioner Appeal for A.Y 2012-13, A.Y 2013-14, A.Y 2014-15 & A.Y 2017-18 against the impugned order of the Deputy Commissioner of Income Tax passed u/s 153(A) of the Income Tax Act. As the matters are still under consideration with Commissioner Appeal and in other cases assessment order effect is yet to be passed on my income tax department, TDS receivable amount pertaining to these assessment years are not adjusted by the company in the books of accounts.

(vi) In case of NJCHPL:

a) During the financial year 2012-13, an NGO had filed a legal case against the Company at National Green Tribunal (NGT) challenging the Environmental Clearance (EC) given to the Company. Due to this the Company had to put the entire Nyamjang Chhu HEP (6x130 MW) project on hold. NGT in their order dated 7th April, 2016 has suspended the Environment Clearance granted to the project till the studies as directed by NGT are carried out, public consultation had also been done, the EAC considers outcome of such public consultation, carries out a fresh appraisal of proposal for grant of EC, makes recommendation to the MOEF&CC and the MOEF&CC acts upon such recommendation in accordance with the law. NGT also directed MOEF&CC to make a separate study of E-Flow requirement for protection of Habitat of the Black Nacked Crane and for the conservation of the Black Nacked Crane through the Wildlife Institute of India.

b) The company is in the process of implementing a hydroelectric power project in the state of Arunachal Pradesh. Presently all activities are being carried out in process of project implementation and all direct and indirect expenditure is related to the project and, hence, forms part of capital work in progress. Preliminary expenses/ROC expenses are charged off to statement of profit & loss as period cost & other relevant details have been furnished in the note no.4 'Project & Pre-operative expenditure (pending allocation). Balance standing in this account at this of project commissioning will be allocated to the relevant assets.

DOOGAR & ASSOCIATES
Firm Regn. No. 000561N
New Delhi
Chartered Accountants

c) Micro, Small and Medium

The Information as required to be disclosed under The Micro, Small and Medium Enterprises Development Act, 2006 ("The Act") have been determined to the extent such parties have been identified by the company, on the basis of information and records available with them. The information has been relied upon by the auditors.

d) Impairment review

Assets are tested for impairment whenever there are any internal or external indicators of impairment. Impairment test is performed at the level of each Cash Generating Unit ('CGU') or groups of CGUs within the Company at which the assets are monitored for internal management purposes, within an operating segment. The impairment assessment is based on higher of value in use and value from sale calculations. During the year, the testing did not result in any impairment in the carrying amount of other assets.

The measurement of the cash generating units' value in use is determined based on financial plans that have been used by management for internal purposes. The planning horizon reflects the assumptions for short to- mid-term market conditions.

Key assumptions used in value-in-use calculations:-
- Operating margins (Earnings before interest and taxes)
- Discount rate
- Growth rates
- Capital expenditures

(vii)In case of CHYPL:

a) The management is of the view that there is no reasonable or virtual certainty to recognise the deferred tax asset as the company has surrendered the project therefore as on date there is no probability of any taxable profit in future that will be available for the deferred tax assets to be utilised. Therefore, the company has not recognised deferred tax assets.

b) Due to various socio-legal issues and non-availability of the clearances from the appropriate authorities, the Board of Directors decided to surrender the project. Accordingly, the company submitted its letter dated 11th July 2017 to Directorate of Energy, Govt. of Himachal Pradesh for surrender of the project and refund of the entire upfront premium and security deposit paid on the project.

Directorate of Energy vide letter dated 03rd May 2018 had advised the company to make a presentation on 08th Jun 2018 with complete status followed by the meeting dated 12th Jun 2018. In the said meeting, it was decided that current situation at project site and concerned villages shall be assessed jointly by team of officers from DoE, Sr. Project Authority and District Administration to ascertain the ground realities with regard to the opposition of the local people towards implementation of Chango Yangthang HEP and to gather their views in this regard.

GoHP vide Notification dated 03rd Nov, 2018 has formed a committee to deal with the issues of various projects which includes Chango Yangthang Hydro Power Limited (CYHPL).

On the direction of GoHP, a public meeting was conveyed on 14th November 2018 which was attended by various villagers of the project affected area, officials of DoE, District administration and CYHPL. During the meeting, the villagers categorically refused for development of any Hydro Electric project in the Hangrang valley including 180 MW Chango Yangthang HEP and refused to co-operate on the issue of development of any project.

DOOGAR & ASSOCIATES
Firm Regn. No. 000561N
New Delhi
Chartered Accountants

The said committee discussed the Sutlej Valley projects on 18th Feb 2019 which included CYHPL. During the meeting CYHPL categorically refused to execute the project in view of severe local issue and lapse of clearances for the project. Committee has noted the same.

In view of this, CYHPL has reiterated its demand for refund of money along with interest.

The management in confident of recovering fully the upfront premium and security deposit.

c) The Board, in order to realign the relation between assets and share capital of the Company and to accurately and fairly reflect the assets and liabilities of the Company in its books of accounts and for better presentation of the financial position of the Company, decided to reduce its share capital from ₹10 per share to ₹5 per share and accordingly filed an application with NCLT after getting requisite approval from the shareholders in the Extra Ordinary General Meeting held on 15th December, 2017.

The Hon'ble NCLT vide its order dated 08th August, 2018 approved the reduction of paid up share capital ₹6,000.00 Lakhs divided into 600.00 Lakhs share of ₹10 each to ₹3,000.00 Lakhs divided into 600.00 Lakhs share of ₹5 each.

d) **Material Uncertainties relating to going concern**

The company has written off Capital Work in progress during the year 2017-18 ₹2,713.18 Lakhs on account of board decision to surrender the Chango Yangthang HEP (180 MW) project to Directorate of Energy, Government of Himachal Pradesh due to the below main reasons/events.

Delay and uncertainty in project execution

Local Unrest - The Company has closed the project office and stop all site activities again due to continuous unrest from the local villagers and habitants from the villages of Project Area. Security and safety issues of the employees and other assets of the company have also become important now.

Protests & representations by the local panchayats and Sangharsh Samiti is continued.

The State Pollution Control Board has not been able to conduct the public hearing for the project in last two years despite the completion of all formalities from our side.

Long Delay in Government Approvals and licenses lapse

The proposal for forest clearance lying pending with the office of the Nodal Officer, State Forest Department, Shimla for want of FRA Certificates for almost two & half years.

The application for NOC from Ministry of Home Affairs was submitted by us to Government of Himachal Pradesh vide our letter dated 27th July 2011.

It's a border area project and require the clearance from Ministry of Defence, Government of India. The application for NOC from Ministry of Defence was filed on 20th December 2012
TEC and TOR from MoEF has expired or is expiring shortly.

Since the project is not to be executed purely on account of various social-legal issues neither in the control of the company nor in the control of local administration/authorities, the company requested for refund of security deposit and upfront premium paid for the project amounting to ₹3,969.45 Lakhs.

DOOGAR & ASSOCIATES
Firm Regn. No. 000561N
New Delhi
Chartered Accountants

In response to the request dated 1 February, 2018 the Government has not considered the request of Company for surrender of the Project and refund of the Premium and Security. However mentioned the company can apply for the extension in time lines without levy of the extension fees till the ground situation become favorable towards implementation of Hydro Electric Projects.

The Company on 16th February, 2018 has reaffirmed their intention and asked the Authorities for their decision on application of surrender of the project since the project is not to be executed purely on account of various social-legal issues neither in the control of the company nor in the control of local administration/authorities.

GoHP vide Notification dated 03rd Nov 2018 has formed a committee to deal with the issues of various projects which includes Chango Yangthang Hydro Power Limited (CYHPL).

On the direction of GoHP, a public meeting was conveyed on 14th November 2018 which was attended by various villagers of the project affected area, officials of DoE, District administration and CYHPL. During the meeting, the villagers categorically refused for development of any Hydro Electric project in the Hangrang valley including 180 MW Chango Yangthang HEP and refused to co-operate on the issue of development of any project.

The said committee discussed the Sutlej Valley projects on 18th Feb 2019 which included CYHPL. During the meeting CYHPL categorically refused to execute the project in view of severe local issue and lapse of clearances for the project. Committee has noted the same.

This company was incorporated as a Special Purpose Vehicle for above said 180MW HEP project and is a wholly owned subsidiary of Bhilwara Energy Limited (BEL) with no external debt.

(viii) In case of BJCL, Nepal:

a) **Going Concern**
The Financial Statements are prepared on the assumption that the Company is a going concern.

b) **Current (Income) Tax**
Provision for current (income) tax is recognised as per applicable provisions of Income Tax Act 2058 & Rules, 2059 along with amendments that are applicable in particular income year. In this financial year current (income) tax has not been provided by the company as the company has not started business operation and has not generated taxable income.

c) **Exchange rate**
Transactions in foreign currency are recognized at the exchange rates prevailing on the date of transactions. All monetary items in balance sheet which are required to be settled in foreign currency are translated applying exchange rates prevailing on the balance sheet date.

d) Pre-operating expenses have been booked in expenses pertaining to capitalization since the company is in construction phase and it will be capitalized accordingly at the same time as the power production will commence. During the period ₹237.47 Lakhs (Nepali NRs.3,79,94,427.00) being administrative related expenses has been transfer to Profit & Loss Account.

e) Mr. Trilock Chandra Agrawal, Mr. Subhash Chnadra Sanghai & Mr. Ashok Kumar Agrawal has given personal Bank Guarantee of ₹88.50 Lakhs through Sunrise Bank to Nepal Electricity Authority on behalf of company for the PPA purpose.

DOOGAR & ASSOCIATES
Firm Regn. No. 000561N
New Delhi
Chartered Accountants

(ix) Operating Leases arrangements

a) In case of MPCL:

Operating lease relate to leases of office premise and vehicle with a term of 1 year. During the year Company has recognize lease rent expense of ₹16.41 Lakhs (previous year ₹17.45 Lakhs).

b) In case of ADHPL:

Operating lease relate to leases of office premise, equipment, guest houses, godown and vehicle with a term of 1 year. During the year, the Company has recognize lease rent expense of ₹75.95 Lakhs (previous year ₹78.79 Lakhs) in the statement of Profit and loss account.

Particulars	As at March 31, 2019 (₹ in Lakhs)	As at March 31, 2018 (₹ in Lakhs)
Lease Rent		
for building	32.23	36.85
for vehicles	43.72	41.94
Total	**75.95**	**78.79**

c) In case of BGWPL:

Operating lease relate to lease (Sublease in process) of land (Wind farm for 14MW) with a term of 19 year 11 months. During the year Company has recognize lease rent expense of ₹2.34 Lakhs (previous year NIL).

36. The company is operating 14MW (7 WTGs of 2 MW each) wind power project in Maharashtra. The Power generated from this project is being sold to Maharashtra State Distribution Company Limited (MSEDCL) on long term Power Purchase Agreement (PPA) for 13 years. The agreement can be renewed or extended only by mutual written agreement with the parties.

37. Related Party Disclosures

a) Enterprises that directly or indirectly through one or more intermediaries, control or are controlled by or are under common control with the reporting enterprise (this includes holding companies, subsidiaries and fellow subsidiaries).

i.	Malana Power Company Limited (MPCL)	- Subsidiary
ii.	AD Hydro Power Limited (ADHPL)	- Subsidiary of a fellow Subsidiary
iii.	Indo Canadian Consultancy Services Limited (ICCSL)	- Subsidiary
iv.	Bhilwara Green Energy Limited (BGEL) **(Date of Ceasation-18-10-17)**	- Subsidiary
v.	BG Wind Power Limited (BGWPL)	- Subsidiary
vi.	NJC Hydro Power Limited (NJCHPL)	- Subsidiary
vii.	Chango Yangthang Hydro Power Limited (CYHPL)	- Subsidiary
viii.	Balephi Jalvidhyut Company Limited, Nepal (BJCL)	- Subsidiary

b) Associates and joint ventures of the reporting enterprise and the investing party or venture in respect of which the reporting enterprise is an associate or a joint venture;

i. HEG Limited
ii. Statkraft Holding Singapore PTE Limited
iii. Statkraft Market Private Limited, India
iv. Statkraft Invest Asia Pte. Limited, Singapore
v. Statkraft India Private Limited
vi. RSW Inc.

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

c) Individuals owning directly or indirectly, an interest in the voting power of the reporting enterprise that gives them control or significant influence over the enterprise, and relatives of any such individual.

i. Mr. Ravi Jhunjhunwala
ii. Mr. Riju Jhunjhunwala
iii. Mr. Rishabh Jhunjhunwala
iv. Mrs. Rita Jhunjhunwala

d) Key Management Personnel and their relatives

In case of holding companies:

i. Mr. Ravi Jhunjhunwala - Chairman
ii. Mr. Riju Jhunjhunwala - Managing Director
iii. Mr. Rishabh Jhunjhunwala - Managing Director
iv. Mr. Krishna Prasad - Chief Financial Officer
v. Mr. Ravi Gupta - Company Secretary

In case of subsidiaries:

i. Mr. O.P. Ajmera (Director in NJCHPL, CYHPL, BGWPL& ICCSL AND CFO of MPCL/ADHPL).
ii. Mr. R.P. Goel (Whole Time Director, ADHPL).
iii. Mr. Arvind Gupta (Company Secretary, MPCL & ADHPL).
iv. Mr. Ravi Gupta (Company Secretary, NJCHPL).
v. Mr. Krishna Prasad (Chief Financial Officer, NJCHPL).
vi. Mr. Jainender Kardam (Manager, NJCHPL)
vii. Ms. Vilakshna Pandit (Company Secretary, BGWPL). - Cessation w.e.f 11th Jan 2019
viii. Mr. Dibyendu Saha (Manager, BGWPL).
ix. Mr. Rahul Sharma (Chief financial Officer, BGWPL).
x. Ms. Srishti Saxena (Company Secretary, CYHPL).
xi. Ms. Srishti Saxena (Company Secretary, BGWPL). - w.e.f 23rd April 2019
xii. Mr. Pradeep Kumar Sharma (Manager, CYHPL).
xiii. Mr. Sushil Kumar (Chief Financial Officer, CYHPL).

e) Enterprises over which any person described in (c) or (d) is able to exercise significant influence.

i. RSWM Limited.
ii. Bhilwara Scribe Private Limited.
iii. Deepak Knits & Textiles Private Limited.
iv. Maral Overseas Limited.
v. Bhilwara Technical Textiles Limited. (BTTL)
vi. BMD Private Limited. (BMD)
vii. Bhilwara Infoway Private Limited.
viii. Bhilwara Services Private Limited.
ix. LNJ Bhilwara Textile Anusandhan Vikas Kendra.
x. Odetta Realty Private Limited.
xi. BSL Limited.
xii. HEG Limited.

f) Trust under common control

i. Malana Power Company Limited Employees Gratuity Trust.
ii. Malana Power Company Limited Sr. Executive Company Superannuation Scheme Trust.
iii. AD Hydro Power Limited Employees Group Gratuity Trust.
iv. AD Hydro Power Limited Sr. Executive Company Superannuation Scheme Trust.

DOOGAR & ASSOCIATES
Firm Regn. No. 000561N
New Delhi
Chartered Accountants

Particulars	2018-19	2017-18
With parties referred to in item (a) above	(₹ in Lakhs)	
Guarantees given by the company		
Guarantee in favour of International Finance Corporation-(IFC) for loan availed by AD Hydro Power Ltd	600.00	600.00
Corporate Guarantees in favour of IDBI Trusteeship Services Ltd for the benefit of NCD holder on behalf of BG Wind Power Ltd	3,216.08	3,216.08
Corporate Guarantees in favour of Aditya Birla Finance Ltd. for term loan availed by BG Wind Power Ltd	7,500.00	7,500.00
Guarantees given by the MPCL on behalf of AD Hydro Power Limited	5,480.45	5,129.11

With parties referred to in item (b) above	2018-19 (₹ in Lakhs)	2017-18 (₹ in Lakhs)
Reimbursement of expenses paid by MPCL to HEG	3.38	-
Amount Paid by ADHPL to Statkraft Market private limited, India towards trade margin	48.52	47.77
Amount Paid by MPCL to Statkraft Market private limited, India towards trade margin	27.99	20.27

With parties referred to in item (c) above	2018-19 (₹ in Lakhs)	2017-18 (₹ in Lakhs)
Remuneration paid to Mr. Ravi Jhunjhunwala by MPCL	256.88	239.48
Rent paid to Mr. Riju Jhunjhunwala by MPCL	17.17	16.45
Rent paid to Mr. Rishabh Jhunjhunwala by MPCL	17.17	16.45
Remuneration paid to Mr. Riju Jhunjhunwala by BEL	40.18	40.18
Remuneration paid to Mr. Rishabh Jhunjhunwala by BEL	40.18	40.18

With parties referred to in item (d) above, other than those included in (c) above	2018-19 (₹ in Lakhs)	2017-18 (₹ in Lakhs)
Rent paid to Mrs. Rita Jhunjhunwala by MPCL	17.69	16.95
Remuneration paid to Mr. R P Goel by ADHPL	44.81	44.81
Remuneration to Mr. Arvind Gupta by MPCL	17.25	15.72
Remuneration to Mr. O P Ajmera by MPCL	196.29	174.91
Remuneration paid to Mr. Ravi Gupta by BEL	28.65	27.12
Remuneration paid to Mr. Krishna Prasad by BEL	22.52	21.67
Remuneration to Mr. Sushil Kumar CYHPL	7.67	6.05
Remuneration to Ms. Srishti Saxena by CYHPL	3.87	3.09
Remuneration to Mr. Pradeep Kumar Sharma by CYHPL	18.42	15.34
Remuneration to Mr. Jainender Kardam by NJCHPL	42.59	40.79
Remuneration to Ms. Vilakshna Pandit by BGWPL	3.76	1.88
Remuneration to Mr. Dibyendu Saha by BGWPL	14.30	6.39
Remuneration to Mr. Rahul Sharma by BGWPL	4.83	2.15

DOOGAR & ASSOCIATES Chartered Accountants Firm Regn. No. 000561N New Delhi

With parties referred to in item (e) above	2018-19 (₹ in Lakhs)	2017-18 (₹ in Lakhs)
Reimbursement of expenses paid to RSWM by ICCSL	16.62	23.50
Reimbursement of expenses paid to RSWM by BEL	6.56	3.58
Reimbursement of expenses paid by BEL to HEG	15.28	0.68
Reimbursement of expenses paid by Maral Overseas Ltd. to BEL	13.70	8.90
Reimbursement of expenses paid by BTTL to BEL	0.09	-
Reimbursement of expenses paid by BMD Ltd. To BEL	3.38	1.84
Rent paid to RSWM by BEL	20.19	13.44
Rent paid to RSWM by ICCSL	12.98	9.81
Rent paid to RSWM by MPCL	16.71	17.45
Reimbursement of expenses paid by MPCL to RSWM	14.93	13.71

With parties referred to in item (f) above	2018-19 (₹ in Lakhs)	2017-18 (₹ in Lakhs)
Addition in contribution MPCL Employee Group Gratuity Trust	21.70	22.63
Addition in contribution MPCL Senior Executive Group Superannuation Trust	6.00	5.84
Contribution towards Employees Group Gratuity Trust-ADHPL	19.72	27.86
Contribution towards Sr. Executive Group Superannuation Scheme Trust-ADHPL	12.50	6.00

Outstanding from Persons referred to in (b)

I. In case of MPCL:

Particulars	As at March 31, 2019 (₹ in Lakhs)	As at March 31, 2018 (₹ in Lakhs)
Balances Payable at the year-end:		
-Statkraft Market Private Limited	0.30	0.15

Particulars	As at March 31, 2019 (₹ in Lakhs)	As at March 31, 2018 (₹ in Lakhs)
Balances Receivable at the year-end:		
-Statkraft Market Private Limited	0.17	0.13

II. In case of ADHPL:

Particulars	As at March 31, 2019 (₹ in Lakhs)	As at March 31, 2018 (₹ in Lakhs)
Balances Receivable at the year-end:		
-Statkraft Market Private Limited	0.29	0.30

III. In case of ICCS:

Particulars	As at March 31, 2019 (₹ in Lakhs)	As at March 31, 2018 (₹ in Lakhs)
Balances Payable at the year-end:		
RSWM Ltd.	356.14	369.93

DOOGAR & ASSOCIATES
Firm Regn. No. 000561N
New Delhi
Chartered Accountants

Outstanding from Persons referred to in (c) & (d)

I. In case of holding company:

Particulars	As at March 31, 2019 (₹ in Lakhs)	As at March 31, 2018 (₹ in Lakhs)
Mr. Ravi Gupta-Home Loan	0.53	2.13
Mr. Krishna Prasad- Home Loan	8.17	-
Mr. Ravi Gupta-Advance Salary	-	0.78

Security Deposit / Advance from Persons referred to in (c) & (d)

I. In case of holding company:

Particulars	As at March 31, 2019 (₹ in Lakhs)	As at March 31, 2018 (₹ in Lakhs)
Mr. Krishna Prasad - Security Deposit for Car	1.27	1.01
Mr. Ravi Gupta-Security Deposit for Car	2.88	-
Mr. Rishabh Jhunjhunwala- Security Deposit	25.09	25.09

II. In case of BGWPL:

Particulars	As at March 31, 2019 (₹ in Lakhs)	As at March 31, 2018 (₹ in Lakhs)
Mr. Rahul Sharma – Home Loan	2.68	0.14

Outstanding from Persons referred to in (c) & (d)

I. In case of MPCL:

Particulars	As at March 31, 2019 (₹ in Lakhs)	As at March 31, 2018 (₹ in Lakhs)
Balances Payable at the year-end:		
Commission payable to Mr. Ravi Jhunjhunwala	104.42	91.73

38. Compensation of Key Managerial Personnel #

I. In case of holding company:

Particulars	As at March 31, 2019 (₹ in Lakhs)					As at March 31, 2018 (₹ in Lakhs)				
	Mr. Riju Jhunjhunwala (Managing Director)	Mr. Rishabh Jhunjhunwala (Managing Director)	Mr. Ravi Gupta (CS)*	Mr. Krishna Prasad (CFO)	Total	Mr. Riju Jhunjhunwala (Managing Director)	Mr. Rishabh Jhunjhunwala (Managing Director)	Mr. Ravi Gupta (CS)*	Mr. Krishna Prasad (CFO)	Total
Short Term Benefits	36.00	36.00	27.25	21.48	**120.73**	36.00	36.00	25.87	20.76	**118.63**
Defined Contribution Plan	4.18	4.18	1.40	1.04	**10.80**	4.18	4.18	1.24	0.91	**10.51**
Total	**40.18**	**40.18**	**28.65**	**22.52**	**131.53**	**40.18**	**40.18**	**27.11**	**21.67**	**129.14**

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

II. In case of MPCL:

Particulars	As at March 31, 2019 (₹ in Lakhs)				As at March 31, 2018 (₹ in Lakhs)			
	Mr. Ravi Jhunjhunwala (CMD)	Mr. O P Ajmera (CEO & CFO)	Mr. Arvind Gupta (CS)*	Total	Mr. Ravi Jhunjhunwala (CMD)	Mr. O P Ajmera (CEO & CFO)	Mr. Arvind Gupta (CS)*	Total
Short Term Benefit	246.48	185.24	15.52	**447.23**	229.51	164.88	14.98	**409.37**
Defined Contribution Plan	10.40	11.05	1.73	**23.19**	9.97	10.03	0.74	**20.74**
Total	**256.88**	**196.29**	**17.25**	**470.42**	**239.48**	**174.91**	**15.72**	**430.11**

III. In case of ADHPL:

Particulars	As at March 31, 2019	As at March 31, 2018
	Whole Time Director	Whole Time Director
	Mr. R P Goel	Mr. R P Goel
Short Term Benefit	44.81	44.81
Total	**44.81**	**44.81**

IV. In case of CYHPL:

Particulars	As at March 31, 2019				As at March 31, 2018			
	Mr. Sushil Kumar (CFO)	Mr. Pradeep Kumar Sharma (Manager)	Ms. Srishti Saxena (CS)*	Total	Mr. Sushil Kumar (CFO)	Mr. Pradeep Kumar Sharma (Manage)	Ms. Srishti Saxena (CS)*	Total
Short Term Benefits	7.67	18.42	3.87	29.96	6.05	15.34	3.09	24.48
Defined Contribution Plan	-	-	-	-	-	-	-	-
Total	**7.67**	**18.42**	**3.87**	**29.96**	**6.05**	**15.34**	**3.09**	**24.48**

V. In case of BGWPL:

Particulars	As at March 31, 2019				As at March 31, 2018 **			
	Mr. Rahul Sharma (CFO)	Mr. Dibyendu Saha (Manager)	Ms. Vilakshna Pandit (CS)*	Total	Mr. Rahul Sharma (CFO)	Mr. Dibyendu Saha (Manager)	Ms. Vilakshna Pandit (CS)*	Total
Short Term Benefits	4.83	14.30	3.76	22.89	2.15	6.39	1.88	10.42
Defined Contribution Plan	-	-	-	-	-	-	-	-
Total	**4.83**	**14.30**	**3.76**	**22.89**	**2.15**	**6.39**	**1.88**	**10.42**

DOOGAR & ASSOCIATES * Chartered Accountants * Firm Regn. No. 000561N New Delhi

VI. In case of BJCL, Nepal:

Name	Relation	2018-19	2017-18
Purshottam Lal Sanghai	Shareholder	Payable of ₹5.98 Lakhs	Payable of ₹5.98 Lakhs
Subash Chandra Sanghai	Shareholder	Payable of ₹14.48 Lakhs to Subhash Chandra Sanghai	Payable of ₹91.67 Lakhs to Subhash Chandra Sanghai
Govind Lal Sanghai	Shareholder	Payable of ₹53.03 Lakhs to Govind Lal Sanghai	Payable of ₹53.03 Lakhs to Govind Lal Sanghai
Mega Star Reality Private Limited	Two Common Directors	Receivable of ₹45.10 Lakhs for payment of advance to purchase land	Receivable of ₹45.10 Lakhs for payment of advance to purchase land
Triveni Hydro Power Private Limited	Shareholder	Payable of ₹106.53 Lakhs	Payable of ₹106.53 Lakhs

* As per Section 2(51) of the Company Act 2013, definition of Key Managerial Personnel including Company Secretary.

**During the previous year salary of KMP is paid w.e.f. 1st October 2017 to 31st March 2018.

Key Managerial Personnel are entitled to post-employment benefits and other long term employee benefits recognized as per Ind AS19 - Employee Benefits" in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation.

39. Defined contribution plan

I. In case of holding company

Particulars	As on 31-Mar-2019 (₹ in Lakhs)	As on 31-Mar-2018 (₹ in Lakhs)
Employer's Contribution to provident fund	13.46	11.56
Total	**13.46**	**11.56**

II. In case of MPCL:

i. Defined contribution plan

a. Superannuation Fund

The Company makes Superannuation Fund contributions to defined contribution retirement benefit plans for eligible employees. Under the schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions as specified under the law are paid to the superannuation fund set up as a trust by the Company. The Company is generally liable for annual contributions and any shortfall in the fund assets based on the government specified minimum rates of return and recognizes such contributions and shortfall, if any, as an expense in the year it is incurred. Having regard to the assets of the fund and the return on the investments, the Company does not expect any shortfall in the foreseeable future. The Company recognized ₹6.51 Lakhs (previous year ₹5.54 Lakhs) in the statement of profit and loss account.

b. Provident Fund

The Company makes Provident Fund contributions which are defined contribution plan, for qualifying employees. Under the scheme Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognized ₹47.48 Lakhs (previous year ₹39.82 Lakhs) in the statement of profit and loss account (Refer Note 24 of MPCL Standalone).

DOOGAR & ASSOCIATES
Firm Regn. No. 000561N
New Delhi
Chartered Accountants

ii. Details of defined benefit plan and long term employee benefit plan

a. Gratuity Fund

The Company has a defined benefit gratuity plan. The gratuity plan is primarily governed by the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of five years are eligible for gratuity. The level of benefits provided depends on the member's length of service and salary at the retirement date. The gratuity plan is funded plan. The fund has the form of a trust and is governed by Trustees appointed by the Company. The Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy in accordance with the regulations. The funds are deployed in recognised insurer managed funds in India. The Company does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimates of expected gratuity payments.

b. Long term employee benefits plan

Compensated absence represents earned leaves. Long term compensated absence has been provided on accrual basis based on actuarial valuation.

III. In case of ADHPL:

i. Defined contribution plan

a.Superannuation Fund

The Company makes Superannuation Fund contributions to defined contribution retirement benefit plans for eligible employees. Under the schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions as specified under the law are paid to the superannuation fund set up as a trust by the Company. The Company is generally liable for annual contributions and any shortfall in the fund assets based on the government specified minimum rates of return and recognizes such contributions and shortfall, if any, as an expense in the year it is incurred. Having regard to the assets of the fund and the return on the investments, the Company does not expect any shortfall in the foreseeable future. The Company recognized ₹2 Lakhs (previous year ₹9.18 Lakhs) in the statement of profit and loss account.

b.Provident Fund

The Company makes Provident Fund contributions which are defined contribution plan, for qualifying employees. Under the scheme Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognized ₹59.19 Lakhs (previous year ₹60.51 Lakhs) in the statement of profit and loss account. (Refer Note 22 of ADHPL Standalone)

ii. Details of defined benefit plan and long term employee benefit plan

a. Gratuity Fund

The Company has a defined benefit gratuity plan. The gratuity plan is primarily governed by the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of five years are eligible for gratuity. The level of benefits provided depends on the member's length of service and salary at the retirement date. The gratuity plan is funded plan. The fund has the form of a trust and is governed by Trustees appointed by the Company. The Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy in accordance with the regulations. The funds are deployed in recognised insurer managed funds in India. The Company does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimates of expected gratuity payments.

b. Long term employee benefits plan

Compensated absence represents earned leaves. Long term compensated absence has been provided on accrual basis based on actuarial valuation.

DOOGAR & ASSOCIATES
Firm Regn. No. 000561N
New Delhi
Chartered Accountants

IV. In case of ICCS:

Defined benefit plan

Disclosures including sensitivity analysis in respect of gratuity and leave encashment have been made as per the valuation of employee benefit done for the year ended March 31, 2019.

40. Employee benefits plan

I. Gratuity

Financial Assumptions Used to Determine the Profit & Loss Charge	31-03-2019	31-03-2018
a) Discounting Rate	7.79 P.A.	7.80 P.A.
b) Salary Escalation Rate	5.50 P.A.	5.00 P.A.
c) Expected Rate of Return on Assets	0.00 P.A.	0.00 P.A.

Demographic Assumptions Used to Determine the Defined Benefit	31-03-2019	31-03-2018
a) Retirement Age	60 Years	60 Years
b) Mortality Table	IALM [2006 – 2008]	
c) Employee Turnover / Attrition Rate		
18 to 30 Years	3.00%	3.00%
30 to 45 Years	2.00%	2.00%
Above 45 Years	1.00%	1.00%

(₹ in Lakhs)

Amount Recognized in Statement of Financial Position at Period - End	31-03-2019	31-03-2018
Present value of Defined Benefit Obligation	637.83	574.00
Fair value of Plan Assets	580.38	534.45
	57.45	**39.55**
Unrecognized Asset due to the Asset Ceiling	-	-
Net Defined Benefit (Assets) / Liability Recognized in Statement of Financial Position	**57.45**	**39.55**

Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income during the Period	31-03-2019 (₹ in Lakhs)	31-03-2018 (₹ in Lakhs)
Total Charge/(Credit) Recognised in Profit and Loss	46.40	46.78
Total Amount Recognised in Other Comprehensive Income (OCI) (Gain) / Losses	**33.56**	**(16.41)**

1	Change in Defined Benefit Obligation	31-03-2019(₹ in Lakhs)	31-03-2018(₹ in Lakhs)
a)	Defined Benefit obligation beginning of period	574.00	530.32
b)	Interest Cost on DBO	44.55	39.08
c)	Net Current Service Cost	43.23	41.58
d)	Actual Plan Participants' Contributions	-	-
e)	Benefits Paid	(57.07)	(18.60)
f)	Past Service Cost	-	0.78
g)	Changes in Foreign Currency Exchange Rates	-	-
h)	Acquisition /Business Combination / Divestiture	-	-
i)	Losses / (Gains) on Curtailments / Settlements	-	-
j)	Actuarial (Gain)/Loss on obligation	33.11	(19.17)
k)	**Defined Benefit Obligation End of Period**	**637.83**	**574.00**

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

2	Change in Fair Value of Plan assets	31-03-2019(₹ in Lakhs)	31-03-2018(₹ in Lakhs)
a)	Fair value of plan assets at the beginning	534.45	470.64
b)	Expected return on plan assets	41.39	34.66
c)	Employer contribution	41.42	50.50
d)	Actual Plan Participants' Contributions	-	-
e)	Actual Taxes Paid	-	-
f)	Actual Administration Expenses Paid	-	-
g)	Changes in Foreign Currency Exchange Rates	-	-
h)	Benefits paid	(36.43)	(18.60)
i)	Acquisition /Business Combination / Divestiture	-	-
j)	Assets Extinguished on Curtailments / Settlements	-	-
k)	Actuarial (Gain)/Loss on Asset	0.45	2.76
l)	**Fair value of plan assets at the end.**	**580.38**	**534.45**

3	Net Defined Benefit Cost/(Income) included in Statement of Profit & Loss at Period-End	31-03-2019(₹ in Lakhs)	31-03-2018(₹ in Lakhs)
a)	Service Cost	43.23	41.58
b)	Net Interest Cost	3.16	4.42
c)	Past Service Cost	-	0.78
d)	Administration Expenses	-	-
e)	(Gain)/Loss due to settlements / Curtailments / Terminations / Divestitures	-	-
f)	**Total Defined Benefit Cost/(Income) included in Profit & Loss**	**46.40**	**46.78**

4	Analysis of Amount Recognized in Other Comprehensive (Income)/Loss at Period - End	31-03-2019(₹ in Lakhs)	31-03-2018(₹ in Lakhs)
a)	**Amount recognized in OCI (Gain) / Loss Beginning of Period**	**(16.41)**	-
b)	Remeasurements Due to :	-	-
	1.Effect of Change in Financial Assumptions	2.19	(20.86)
	2.Effect of Change in Demographic Assumptions	-	-
	3.Effect of Experience Adjustments	30.92	1.69
	4.(Gain)/Loss on Curtailments/Settlements	-	-
	5.Return on Plan Assets (Excluding Interest)	0.45	2.76
	6.Changes in Asset Ceiling	-	-
c)	**Total Remeasurements Recognised in OCI (Gain)/Loss**	**33.56**	**(16.41)**
d)	**Amount Recognized in OCI (Gain)/Loss End of Period**	**17.15**	**(16.41)**

DOOGAR & ASSOCIATES
Firm Regn. No. 000561N
New Delhi
Chartered Accountants

(₹ in Lakhs)

5	**Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income)**	**31-03-2019**	**31-03-2018**
a)	Amount recognized in P&L End of Period	46.40	46.78
b)	Amount recognized in OCI End of Period	33.56	(16.41)
c)	**Total Net Defined Benefit Cost/(Income) Recognized at Period-End**	**79.96**	**30.37**

(₹ in Lakhs)

6	**Reconciliation of Balance Sheet Amount**	**31-03-2019**	**31-03-2018**
a)	Balance Sheet (Asset)/Liability Beginning of Period	39.55	59.68
b)	True-up	-	-
c)	Total Charge/(Credit) Recognised in Profit and Loss	46.40	46.78
d)	Total Remeasurements Recognised in OC (Income)/Loss	33.56	(16.41)
e)	Acquisition /Business Combination / Divestiture	-	-
f)	Employer Contribution	(41.42)	(50.50)
g)	Benefits Paid	(20.64)	-
h)	Other Events	-	-
i)	**Balance Sheet (Asset)/Liability End of Period**	**57.45**	**39.55**

(₹ in Lakhs)

7	**Actual Return on Plan Assets**	**31-03-2019**	**31-03-2018**
a)	Expected return on plan assets	41.39	34.66
b)	Remeasurement on Plan Assets	(0.45)	(2.76)
c)	**Actual Return on Plan Assets**	**40.94**	**31.90**

(₹ in Lakhs)

8	**Change in the Unrecognised Asset due to the Asset Ceiling During the Period**	**31-03-2019**	**31-03-2018**
a)	Unrecognised Asset Beginning of Period	-	-
b)	Interest on Unrecognised Asset Recognised in P&L	-	-
c)	Other changes in Unrecognised Asset due to the Asset Ceiling	-	-
d)	**Unrecognized Asset End of Period**	-	-

(₹ in Lakhs)

9	**The Major Categories of Plan Assets**	**31-03-2019**	**31-03-2018**
a)	Government of India Securities	-	-
	(Central and State)		
b)	High Quality Corporate Bonds	-	-
	(Including Public Sector Bonds)		
c)	Equity Shares of listed companies	-	-
d)	Cash (Including Bank Balance	-	-
	Special Deposit Scheme)		
e)	Funds Managed by Insurer *	100%	100%
f)	Others	-	-
	Total	**100%**	**100%**

*In the absence of detailed information regarding plan assets which is funded with Insurance Companies, the composition of each major category of plan assets, the percentage or amount of each category to the fair value of plan assets has not been disclosed.

DOOGAR & ASSOCIATES
Firm Regn. No. 000561N
New Delhi
Chartered Accountants

Bifurcation of Present Value of Obligation at the end of the year as per revised Schedule III of the Companies Act, 2013

10	Current / Non-Current Bifurcation	31-03-2019 (₹ in Lakhs)	31-03-2018 (₹ in Lakhs)
a)	Current liability	65.87	27.51
b)	Non-Current liability	571.96	546.49
c)	**Net Liability**	**637.83**	**574.00**

11	Defined Benefit Obligation by Participant Status	31-03-2019 (₹ in Lakhs)
a)	Actives	637.83
b)	Vested Deferreds	-
c)	Retirees	-
d)	**Total Defined Benefit Obligation**	**637.83**

12	Sensitivity Analysis	31-03-2019 (₹ in Lakhs)
a)	Defined Benefit Obligation – Discount Rate +100 Basis Points	(17.87)
b)	Defined Benefit Obligation – Discount Rate -100 Basis Points	63.67
c)	Defined Benefit Obligation – Salary Escalation Rate +100 Basis Points	64.05
d)	Defined Benefit Obligation – Salary Escalation Rate -100 Basis Points	(55.80)

13	Expected Cash flows for the Next Ten Years	31-03-2019 (₹ in Lakhs)
a)	Year - 2020	65.84
b)	Year - 2021	19.50
c)	Year - 2022	170.47
d)	Year - 2023	46.30
e)	Year - 2024	72.71
f)	Year - 2025 to 2029	307.58

II. Leave Encashment

Financial Assumptions Used to Determine the Profit & Loss Charge	31-03-2019	31-03-2018
a) Discounting Rate	7.79 P.A.	7.80 P.A.
b) Salary Escalation Rate	5.50 P.A.	5.00 P.A.
c) Expected Rate of Return on Assets	0.00 P.A.	0.00 P.A.

Demographic Assumptions Used to Determine the Defined Benefit	31-03-2019	31-03-2018
a) Retirement Age	60 Years	60 Years
b) Mortality Table	IALM [2006 – 2008]	
c) Employee Turnover / Attrition Rate		
18 to 30 Years	3.00%	3.00%
30 to 45 Years	2.00%	2.00%
Above 45 Years	1.00%	1.00%

DOOGAR & ASSOCIATES Chartered Accountants Firm Regn. No. 000561N New Delhi

Amount Recognized in Statement of Financial Position at Period - End	31-03-2019 (₹ in Lakhs)	31-03-2018 (₹ in Lakhs)
Present value of Defined Benefit Obligation	383.97	367.60
Fair value of Plan Assets	-	-
	383.97	**367.60**
Unrecognized Asset due to the Asset Ceiling	-	-
Net Defined Benefit (Assets) / Liability Recognized in Statement of Financial Position	**383.97**	**367.60**

1	Change in Defined Benefit Obligation	31-03-2019 (₹ in Lakhs)	31-03-2018 (₹ in Lakhs)
a)	Defined Benefit obligation, beginning of period	367.60	302.57
b)	Interest Cost on DBO	28.53	22.31
c)	Net Current Service Cost	33.17	27.72
d)	Actual Plan Participants' Contributions	-	-
e)	Benefits Paid	(51.11)	(2.84)
f)	Past Service Cost	-	1.29
g)	Changes in Foreign Currency Exchange Rates	-	-
h)	Acquisition /Business Combination / Divestiture	-	-
i)	Losses / (Gains) on Curtailments / Settlements	-	-
j)	Actuarial (Gain)/Loss on obligation	5.79	16.55
k)	**Defined Benefit Obligation, End of Period**	**383.97**	**367.60**

2	Change in Fair Value of Plan assets	31-03-2019 (₹ in Lakhs)	31-03-2018 (₹ in Lakhs)
a)	Fair value of plan assets at the beginning	-	-
b)	Expected return on plan assets	-	-
c)	Employer contribution	-	-
d)	Actual Plan Participants' Contributions	-	-
e)	Actual Taxes Paid	-	-
f)	Actual Administration Expenses Paid	-	-
g)	Changes in Foreign Currency Exchange Rates	-	-
h)	Benefits paid	-	-
i)	Acquisition /Business Combination / Divestiture	-	-
j)	Assets Extinguished on Curtailments / Settlements	-	-
k)	Actuarial (Gain)/Loss on Asset	-	-
l)	Fair value of plan assets at the end.	-	-

(₹ in Lakhs)

3	Amounts Recognised in Statement of Profit & Loss at Period-End	31-03-2019	31-03-2018
a)	Service Cost	33.17	27.72
b)	Net Interest Cost	28.53	22.31
c)	Past Service Cost	-	1.29
d)	Remeasurements*	5.79	16.55
e)	Administration Expenses	-	-
f)	(Gain)/Loss due to settlements / Curtailments / Terminations / Divestitures	-	-
g)	**Total Expense /(Income) included in "Employee Benefit Expense"**	**67.49**	**67.87**

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

(₹ in Lakhs)

4	Analysis of Amounts Recognized in Remeasurements of the Net Defined Benefit Liability / (asset) during the Period	31-03-2019	31-03-2018
a)	**Remeasurements Due to :**		
	1.Effect of Change in Financial Assumptions	1.12	(14.73)
	2.Effect of Change in Demographic Assumptions	-	-
	3.Effect of Experience Adjustments	4.68	31.28
	4.(Gain)/Loss on Curtailments/Settlements	-	-
	5.Return on Plan Assets (Excluding Interest)	-	-
	6.Changes in Asset Ceiling	-	-
b)	**Total Remeasurements Recognised (gains) / losses**	**5.79**	**16.55**

(₹ in Lakhs)

5	Reconciliation of Balance Sheet Amount	31-03-2019	31-03-2018
a)	Balance Sheet (Asset)/Liability, Beginning of Period	367.60	302.57
b)	Total Charge/(Credit) Recognised in Profit and Loss	67.49	67.87
c)	Acquisition /Business Combination / Divestiture	-	-
d)	Benefit Payouts	(51.11)	(2.84)
e)	**Balance Sheet (Asset)/Liability, End of Period**	**383.97**	**367.60**

(₹ in Lakhs)

6	Actual Return on Plan Assets	31-03-2019	31-03-2018
a)	Expected return on plan assets	-	-
b)	Remeasurement on Plan Assets	-	-
c)	**Actual Return on Plan Assets**	-	-

(₹ in Lakhs)

7	Asset Category	31-03-2019	31-03-2018
a)	Government of India Securities (Central and State)	-	-
b)	High quality corporate bonds (including Public Sector Bonds)	-	-
c)	Equity shares of listed companies	-	-
d)	Real Estate / Property	-	-
e)	Cash (including Special Deposits)	-	-
f)	Other (including assets under Schemes of Insurance	-	-
g)	**Total**	-	-

Bifurcation of Present Value of Obligation at the end of the year as per revised Schedule III of the Companies Act, 2013

(₹ in Lakhs)

8	Current / Non-Current Bifurcation	31-03-2019	31-03-2018
a)	Current liability	36.38	24.74
b)	Non-Current liability	347.59	342.85
c)	**Net Liability**	**383.97**	**367.60**

(₹ in Lakhs)

9	Defined Benefit Obligation by Participant Status	31-03-2019
a)	Actives	383.97
b)	Vested Deferreds	-
c)	Retirees	-
d)	**Total Defined Benefit Obligation**	**383.97**

DOOGAR & ASSOCIATES Chartered Accountants Firm Regn. No. 000561N New Delhi

(₹ in Lakhs)

10	Sensitivity Analysis	31-03-2019
a)	Defined Benefit Obligation – Discount Rate +100 Basis Points	(37.33)
b)	Defined Benefit Obligation – Discount Rate -100 Basis Points	43.91
c)	Defined Benefit Obligation – Salary Escalation Rate +100 Basis Points	44.07
d)	Defined Benefit Obligation – Salary Escalation Rate -100 Basis Points	(38.09)

41. Capital management

a) Risk management

The Company's objectives when managing capital are to:-

(i) Safeguard their ability to continue as a going concern , so that they can continue to provide returns for shareholders and benefits for other stakeholders, and

(ii) 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.

Company makes continuous efforts to optimise its cost of capital as during 2017-2018 and 2018-2019 company makes arrangements with its lenders to re-structure its borrowings which reduce the cost of capital of borrowing for the company.

Consistent with others in the industry, the Company monitors capital on the basis of the following gearing ratio:

Net Debt (total borrowings net of cash and cash equivalents)
Divided by
Total equity (as shown in balance sheet, including non- controlling interest)

The gearing ratios were as follows:

Particulars	31-Mar-19 (₹ in Lakhs)	31-Mar-18 (₹ in Lakhs)
Net Debt	80,935.24	93,929.85
Total equity	127,303.91	133,430.04
Net Debt to Equity Ratio	**0.64**	**0.70**

42. Financial risk management and objective policies

The company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits. The company is exposed to interest rate risk on variable rate long term borrowings.

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

The sensitivity analysis in the following sections relate to the position as at March 31, 2019 and March 31, 2018.

I. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

i. Interest Risk Exposure

The exposure of the company's borrowings to interest rate changes at the end of the reporting period are as follows:-

Particulars	31-Mar-19 (₹ in Lakhs)	31-Mar-18 (₹ in Lakhs)
Variable rate borrowings	26,324.89	32,818.12
Fixed rate borrowings	55,108.70	63,698.69
Total	**81,505.59**	**96,516.81**

ii. Sensitivity*

Profit/loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates. The table below summarizes the impact of increase and decrease of profit after tax on change in interest rate on floating rate debt. The analysis is based on the assumption that interest rate changes by 25 basis points with all other variable held constant. The fluctuation in interest rate has been arrived at on the basis of average interest rate volatility observed in the outstanding loans as on March 31, 2019 and March 31, 2018.

(₹ in Lakhs)

Particulars	March 31, 2019	March 31, 2018
Effect on Profit if Interest Rate - decrease by 25 basis points	(46.65)	(291.90)
Effect on Profit if Interest Rate - increases by 25 basis points	46.65	291.90

*Not considered fixed rate borrowings for sensitivity and the sensitivity is net of tax.

II. Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The company is not exposed to any foreign currency risk as there is no material transaction in foreign currency. Hence, no further disclosure is required under this section.

a) Foreign currency exposure outstanding as at Balance Sheet date: - NIL.
b) Un-hedged foreign currency exposures as at Balance Sheet date: - NIL.

III. Price risk

The company is not exposed to any material price risk as there is no investment in equities outside the company and the company doesn't deal in commodities

b) Credit risk

Credit risk arises from the possibility that the counterparty will default on its contractual obligations resulting in financial loss to the company. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, unsecured loan to subsidiary company and other financial instruments.

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial conditions, current economic trends, and analysis of historical bad debts and ageing of accounts receivable.

The Company considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period.

I. Expected credit loss for financial assets

loss allowance is measured using 12 months Expected credit loss (ECL)	As at March 31, 2019 (₹ in Lakhs)			As at March 31, 2018 (₹ in Lakhs)		
	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision	Gross Carrying Amount	Expected credit loss	Carrying amount net of impairment provision
Security deposits	207.43	-	**207.43**	206.96	-	206.96
Investments	0.15	-	**0.15**	1.17	-	1.17
Advance for Bara Bhanghal	6,801.84	3,741.84	**3,060.00**	6,801.84	3,741.84	**3,060.00**
GBI claim receivable	103.97	-	**103.97**	47.55	-	**47.55**
Loan to body corporate	550.00	-	**550.00**	550.00	-	**550.00**
Interest accrued on bank deposits	529.55	-	**529.55**	768.81	-	**768.81**
Cash and cash equivalents	2,033.40	-	**2,033.40**	4,080.43	-	**4,080.43**
Bank balances	26,619.03	-	**26,619.03**	25,717.03	-	**25,717.03**
Deposit with maturity more than 12 month	968.91	-	**968.91**	991.74	-	**991.74**
Unbilled revenue	79.81	-	**79.81**	120.16	-	**120.16**
Retention Money	13.53	-	**13.53**	29.14	-	**29.14**
Loan to employees	96.94	-	**96.94**	102.89	-	**102.89**
Advances recoverable in cash or kind	45.14	-	**45.14**	55.45	-	**55.45**
Surrender value of key-man insurance policy	21.01	-	**21.01**	21.01	-	**21.01**
Trade Receivables	4,255.26	333.44	**3,921.82**	3,894.59	318.47	**3,576.12**

Financial assets to which loss allowance is measured using lifetime Expected Credit Loss (ECL) as on March 31, 2019	Not Due	Within 6 Months	6 Months to 1 Year	1 Year to 3 Years	More than 3 Year	Total (₹ in Lakhs)
Trade Receivables- Gross Carrying amount	3,740.75	416.21	204.97	480.02	13.50	**4,855.46**
Interest accrued on loan to body corporate	-	-	-	-	258.43	**258.44**
Expected Loss Rate					100%	
Expected Credit Losses	-	-	-	319.95	271.93	**591.89**
Carrying amount of Trade receivables	**3,740.75**	**416.21**	**204.97**	**160.07**	-	**4,522.01**

DOOGAR & ASSOCIATES
Firm Regn. No. 000561N
New Delhi
Chartered Accountants

Financial assets to which loss allowance is measured using lifetime Expected Credit Loss (ECL) as on March 31, 2018	Not Due	Within 6 Months	6 Months to 1 Year	1 Year to 3 Years	More than 3 Year	Total (₹ in Lakhs)
Trade Receivables- Gross Carrying amount	2,934.22	458.06	96.41	405.89	0.01	**3,894.59**
Expected Loss Rate						
Expected Credit Losses	-	-	-	318.46	0.01	**318.47**
Carrying amount of Trade receivables	**2,934.22**	**458.06**	**96.41**	**87.43**	-	**3,576.12**

The company is in the power generation sector. The company on the basis of its past experience and industry practice is confident on realizing all of its dues from its customers which are state government run power utility majors. Hence company has not provided for any discounting on time value of money.

c) Liquidity risk

Liquidity risk is defined as the risk that company will not be able to settle or meet its obligation on time or at a reasonable price. The company's treasury department is responsible for liquidity, funding as well as settlement management.

In addition, processes and policies related to such risk are overseen by senior management. Management monitors the company's net liquidity position through rolling, forecast on the basis of expected cash flows. To maintain liquidity the company has maintained loan covenants as per the terms decided by the lenders.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments:-

As at March 31, 2019	Less than 3 Months	3 to 6 Months	6 to 12 Months	12 Months to 3 years	More than 3 years	Total (₹ in Lakhs)
Borrowings	28,912.11	8,180.60	2,292.71	10,034.12	33,549.10	**82,968.64**
Security deposits from employees	-	8.13	26.10	-	-	**34.24**
Sundry deposit	0.72	11.34	5.87	1.33	6.87	**26.13**
Payables to employees	1.00	-	-	-	-	**1.00**
Deposits from contractors	0.29	1.04	4.29	2.18	0.18	**7.98**
Amount due to related party	-	-	-	-	-	-
Amount due to group companies	-	-	-	-	-	-
Creditors for capital expenditure	-	-	47.28	-	-	**47.28**
Other payable	14.03	5.79	94.29	2.41	3.55	**120.07**
Trade payables	894.04	68.70	1,440.12	-	356.14	**2,759.00**
Expenses payable	148.07	2.07	1.15	-	-	**151.28**
Interest accrued but not due on loan from financial institution	272.59	-	-	-	-	**272.59**
Bank Overdraft	-	239.88	-	-	-	**239.88**
Sundry Creditors	1.16	-	-	-	-	**1.16**

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

As at March 31, 2018	Less than 3 Months	3 to 6 Months	6 to 12 Months	12 Months to 3 years	More than 3 years	Total (₹ in Lakhs)
Borrowings	2,291.85	2,232.51	2,343.25	18,414.94	72,727.72	**98,010.28**
Security deposits from employees	4.00	20.53	6.61	1.93	10.57	**43.64**
Amount due to group companies	-	-	27.46	-	-	**27.46**
Creditors for capital expenditure	31.19	-	880.82	-	-	**912.01**
Other payable	57.02	1.97	50.00	-	-	**108.99**
Trade payables	1,061.87	3.38	760.22	-	356.14	**2,181.61**
Expenses payable	87.98	1.16	30.14	53.98	-	**173.26**
Interest accrued but not due on loan from financial institution	342.88	-	-	-	-	**342.88**
Bank Overdraft	-	-	397.92	-	-	**397.92**
Sundry Creditors	1.21	10.94	-	-	-	**12.15**

43. Bhilwara Energy Employee Stock Option Plan 2010

On 21st December, 2010, the company has granted 10,68,820 stock options as per Bhilwara Energy ESOP 2010 to its employees including those of subsidiary companies.

Salient features of the plan

Parameters/terms of grant	**Explanation**
Total number of options granted	A total of 10,68,820 options are being awarded in the current grant amounting to 0.70% of the total paid up capital as on the grant date.
Total number of options accepted	10,68,820
Total number of Valid options	NIL
Total number of options lapsed	10,68,820
Categorization of employees	All eligible employees as defined in the plan document.
Fair Share Price	₹82/-
Exercise price per option	₹82/-
Grant Date	21st December, 2010
Vesting Period	The options would vest in the grantee over a period of three years from the date of grant.
Vesting Schedule	The options would vest as per the following schedule: -20% of the options would vest at the end of 12 months from the date of grant. -30% of the options would vest at the end of 24 months from the date of grant. -50% of the options would vest at the end of 36 months from the date of grant.
Closing Date	The closing date of the plan is two months from the date of grant. That is all award recipients need to accept the offer before this date.
Exercise Period	The exercise period for the options granted is effectively eight years from the date of grant. That is, all vested options should be exercised within this period.
Exercise Conditions	As per Bhilwara Energy ESOP 2010 plan.
No accounting treatment has been made for ESOP in current accounting period as the exercise period for the exercise of the option was 8 years from the date of grant i.e. till 20th Dec, 2018 as of the last date of exercise validity, none of the employee has exercised the option. Accordingly, all the options are lapsed.	

DOOGAR & ASSOCIATES Chartered Accountants Firm Regn. No. 000561N New Delhi

44. Financial instruments- accounting classification and fair value measurement

Particulars	31-Mar-19 (₹ in Lakhs)				31-Mar-18 (₹ in Lakhs)			
	FVPL	FVOCI	Amortised cost / Carrying Amount	Fair Value	FVPL	FVOCI	Amortised cost / Carrying Amount	Fair Value
Financial assets								
Security deposits	-	-	207.43	207.43	-	-	206.96	206.96
Investments	-	-	0.15	0.15	-	-	1.17	1.17
Advance for bara bhangal project	-	-	3,060.00	3,060.00	-	-	3,060.00	3,060.00
GBI Claim receivable	-	-	103.97	103.97	-	-	47.55	47.55
Loan to body corporate	-	-	550.00	550.00	-	-	550.00	550.00
Interest accrued on deposit and other	-	-	529.55	529.55	-	-	768.81	768.81
Cash and cash equivalents	-	-	2,033.40	2,033.40	-	-	4,080.43	4,080.43
Bank balances	-	-	26,619.03	26,619.03	-	-	25,717.03	25,717.03
Deposit with maturity more than 12 month	-	-	968.91	968.91	-	-	991.74	991.74
Unbilled revenue	-	-	79.81	79.81	-	-	120.16	120.16
Retention Money	-	-	13.53	13.53	-	-	29.14	29.14
Loan to Employees	-	-	96.94	96.94	-	-	102.89	102.89
Advances recoverable in cash or kind	-	-	45.14	45.14	-	-	55.45	55.45
Surrender value of key-man insurance policy	-	-	21.01	21.01	-	-	21.01	21.01
Trade receivables	-	-	3,921.82	3,921.82	-	-	3,576.12	3,576.12
Total Financial Assets	**-**	**-**	**38,250.69**	**38,250.69**	**-**	**-**	**39,328.46**	**39,328.46**
Financial Liabilities								
Borrowings	-	-	82,249.20	82,249.20	-	-	97,214.68	97,214.68
Security deposits and others	-	-	77.72	77.72	-	-	40.05	40.05
Creditors for capital expenditure	-	-	47.28	47.28	-	-	464.08	464.08
Amount due to group companies	-	-	-	-	-	-	27.46	27.46
Other payable	-	-	245.40	245.40	-	-	268.05	268.05
Trade Payables	-	-	2,759.00	2,759.00	-	-	2,629.54	2,629.54
Expenses payable	-	-	153.00	153.00	-	-	223.10	223.10
Interest accrued but not due	-	-	272.59	272.59	-	-	343.38	343.38
Bank overdraft	-	-	242.10	242.10	-	-	397.92	397.92
Total Financial Liabilities	**-**	**-**	**86,046.29**	**86,046.29**	**-**	**-**	**101,608.26**	**101,608.26**

I. **Fair value hierarchy**

The fair value of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:-

DOOGAR & ASSOCIATES * Chartered Accountants * Firm Regn. No. 000561N New Delhi

1. Fair value of cash and short-term deposits, trade and other short term receivables, trade payables, other current liabilities, short term loans from banks and other financial institutions approximate their carrying value largely due to the short-term maturities of these instruments.

2. Financial instruments with fixed and variable interest rates evaluated by the Company based on the parameters such as interest rates and individual credit worthiness of the counterparty. Based on the evaluation, allowances are taken to account the expected losses of these receivables.

The Company uses the following hierarchy for determining and disclosing the fair value of the financial instruments by valuation techniques:-

Level 1:- Quoted prices (unadjusted) in the active markets for identical assets or liability
Level 2:- Other techniques for which all the inputs which have a significant effect on the recorded fair values are observable, either directly or indirectly

Level 3:- Techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

Particulars	**Carrying Amount ₹ in Lakhs**	**Fair value As at March 31, 2019**		
	As at March 31, 2019	**Level 1**	**Level 2**	**Level 3**
Financial assets				
Investment (quoted)	0.15	-	-	0.15
Loan to body corporate	550.00	-	-	550.00
Total	**550.15**	**-**	**-**	**550.15**
Financial liabilities				
Borrowings-Term loan and others	81,263.49	-	-	81,263.49
Borrowings-from other party	985.71	-	-	985.71
Total	**82,249.20**	**-**	**-**	**82,249.20**

Particulars	**Carrying Amount ₹ in Lakhs**	**Fair value As at March 31, 2018**		
	As at March 31, 2018	**Level 1**	**Level 2**	**Level 3**
Financial assets				
Investment (quoted/unquoted)	1.17	-	-	1.17
Loan to body corporate	550.00	-	-	550.00
Total	**551.17**	**-**	**-**	**551.17**
Financial liabilities				
Borrowings	96,074.62	-	-	96,074.62
Borrowings-from other party	1,140.06	-	-	1,140.06
Total	**97,214.68**	**-**	**-**	**97,214.68**

II. Assumptions and valuation technique used to determine fair value

The following methods and assumptions were used to estimate the fair values

i. Fair value of cash and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

ii. Long-term variable-rate borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values.

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

45. Deferred tax

i. In case of holding company:

In accordance with Ind-AS 12 "Income Taxes" Deferred tax assets are recognised only if there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In view of lack of reasonable certainty of sufficient future taxable income against which net deferred tax asset can be realised, the Company has not recognized deferred tax asset to the extent of ₹17,055.72 (previous year ₹17,508.60 Lakhs) as on March 31, 2019.

(₹ in Lakhs)

Particulars	As on 31 March, 2019	As on 31 March, 2018
Tax effects constituting deferred tax assets		
Business loss brought/carried forward	16,187.80	16,275.50
Unabsorbed depreciation brought/carried forward	2,863.51	2,949.19
Provision for Leave encashment	22.52	19.12
Provision for Gratuity	36.77	28.54
Total deferred tax assets (a)	**19,110.61**	**19,272.35**
Tax effects constituting deferred tax liabilities		
Difference between tax base and book base of Property, plant and Equipment	2,054.89	1,763.75
Total deferred tax liabilities (b)	**2,054.89**	**1,763.75**
Net Deferred Tax Asset (a-b)	17,055.72	17,508.60
Less: Valuation Allowance	**(17,055.72)**	**(17,508.60)**
Net Deferred tax assets	-	-

ii. In case of BGWPL:-

In accordance with Ind AS-12 "Income Taxes" Deferred tax assets are recognised only if there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In view of lack of reasonable certainty of sufficient future taxable income against which net deferred tax asset can be realised, the Company has not recognized deferred tax asset to the extent of ₹4,861.06 Lakhs (Previous year ₹3,074.69 Lakhs) as on March 31, 2019.

(₹ in Lakhs)

Particulars	As on 31 March, 2019 (₹ in Lakhs)	As on 31 March, 2018 (₹ in Lakhs)
Tax effects constituting deferred tax assets		
Unabsorbed Losses	257.41	257.41
Brought Forward Depreciation	1,984.91	1,320.32
Provision for Leave Encashment	1.91	1.74
Provision for Gratuity	1.31	0.99
Deferred Interest	-	18.75
Difference between tax base and book base of Property, plant and Equipment	2,615.52	1,431.21
Upfront fee	-	44.27
Total deferred tax assets (a)	**4,861.06**	**3,074.69**
Tax effects constituting deferred tax liabilities		
Total deferred tax liabilities (b)	-	-
Net Deferred Tax Asset (a-b)	**4,861.06**	**3,074.69**
Less: Valuation Allowance	**(4,861.06)**	**(3,074.69)**
Net Deferred tax assets	-	-

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

iii. In case of ADHPL:

In accordance with Ind AS-12 "Income Taxes" Deferred tax assets are recognized only if there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In view of lack of reasonable certainty of sufficient future taxable income against which net deferred tax assets can be realized, the Company has not recognized deferred tax asset to the extent of ₹ 7,831.26 lakhs (Previous year ₹ 10,957.39) as on March 31, 2019.

Particulars	As at March 31, 2019	As at March 31, 2018
Tax effects constituting deferred tax assets		
Unabsorbed losses	-	1,611.30
Brought forward depreciation	29,995.00	30,012.04
Provision for employee benefits	41.62	51.98
MAT credit entitlement (also refer note 26 of ADHPL)	694.84	355.98
Total Deferred tax assets (a)	**30,731.46**	**32,031.30**
Tax effects constituting deferred tax liabilities		
Difference between tax base and book base of Property, plant and Equipment	(22,900.20)	(21,073.91)
Total Deferred tax liabilities (b)	**(22,900.20)**	**(21,073.91)**
Net deferred tax asset (a) +(b)	**7,831.26**	**10,957.39**
Less: Valuation Allowance	(7,831.26)	(10,957.39)
Net Deferred tax asset	-	-

iv. In case of BJCL:

Deferred taxes are recognized on temporary differences that arise among financial accounts and tax accounts. A deferred tax asset is recognized on future deductible difference whereas deferred tax liability is recognized on future taxable difference arising as on balance sheet date. In current financial year deferred tax has not been recognized as the company is in construction phase.

46. Interest in other entities:

The Group's subsidiaries as at 31 March, 2019 are set out below:

(a) Subsidiaries

Name of subsidiary/step down subsidiaries	Legend	Country of Incorporation	Proportion of ownership as on 31st March 2019 (%)	Proportion of ownership as on 31st March 2018 (%)	Principal Activity
Malana Power Company Limited	MPCL	India	51.00%	51.00%	Power generation
AD Hydro Power Limited (ADHPL) (88% subsidiary of MCPL)	ADHPL	India	44.88%	44.88%	Power generation
BG Wind Power Limited	BGWPL	India	100.00%	100.00%	Power generation
Indo Canadian Consultancy Services Limited	ICCSL	India	75.50%	75.50%	Consultancy Services
NJC Hydro Power Limited	NJCHPL	India	100.00%	100.00%	Power generation
Chango Yangthang Hydro Power Limited	CYHPL	India	100.00%	100.00%	Power generation
Balephi Jalvidhyut Company Limited, Nepal	BJCL	Nepal	95.86%	95.86%	Power generation

DOOGAR & ASSOCIATES
Firm Regn. No. 000561N
New Delhi
Chartered Accountants

(b) Non-Controlling Interest (NCI)

Below is the summarized financial information for each subsidiary that has non-controlling interest that is material to the group. The amounts disclosed for each subsidiary are before the inter-company eliminations.

(₹ in Lakhs)

Summarized Balance Sheet	Malana Power Company Limited		Indo Canadian Consultancy Services Limited		Balephi Jalvidhyut Company Limited, Nepal	
	31-Mar-19	31-Mar-18	31-Mar-19	31-Mar-18	31-Mar-19	31-Mar-18
Current Assets	32,773.54	33,770.60	598.92	579.31	66.81	139.57
Current liabilities	29,901.83	8,421.08	862.66	826.08	142.24	202.56
Net current assets	**2,871.71**	**25,349.52**	**(263.74)**	**(246.77)**	**(75.43)**	**(62.99)**
Non-current Assets	153,882.81	161,135.89	360.62	385.15	1,616.25	1,838.68
Non-current liabilities	42,524.32	77,499.30	72.70	78.07	-	-
Net Non-current assets	**111,358.49**	**83,636.59**	**287.92**	**307.08**	**1,616.25**	**1,838.68**
Net Assets	**114,230.20**	**108,986.11**	**24.18**	**60.31**	**1,540.82**	**1,775.69**
Accumulated NCI	**55,972.80**	**53,403.19**	**5.93**	**14.79**	**63.79**	**73.51**

Summarized statement of Profit and loss	Malana Power Company Limited		Indo Canadian Consultancy Services Limited		Balephi Jalvidhyut Company Limited, Nepal	
	31-Mar-19	31-Mar-18	31-Mar-19	31-Mar-18	31-Mar-19	31-Mar-18
Revenue	33,039.61	29,131.56	557.20	549.16	-	-
Profit for the year	9,273.47	12,161.74	(41.98)	(4.79)	(234.88)	-
Other comprehensive income	(29.86)	(6.83)	5.85	23.73	-	-
Total Comprehensive Income	**9,243.61**	**12,154.91**	**(36.13)**	**18.94**	**(234.88)**	-
Profit allocated to NCI	**4,529.37**	**5,955.91**	**(8.87)**	**4.65**	**(9.72)**	-

Summarized cash flow	Malana Power Company Limited		Indo Canadian Consultancy Services Limited		Balephi Jalvidhyut Group Limited, Nepal	
	31-Mar-19	31-Mar-18	31-Mar-19	31-Mar-18	31-Mar-19	31-Mar-18
Cash flow from operating activities	21,638.37	23,183.07	76.92	7.22	(62.97)	174.93
Cash flow from investing activities	1,589.08	(19,040.27)	3.68	(16.79)	(9.73)	-
Cash flow from financing activities	(25,977.88)	(14,153.92)	(2.23)	8.19	-	(106.53)
Net increase/(decrease) in cash and cash equivalents	**(2,750.43)**	**(10,011.12)**	**78.37**	**(1.38)**	**(72.70)**	**68.40**

DOOGAR & ASSOCIATES
Firm Regn. No. 000561N
New Delhi
Chartered Accountants

47. Additional information on the entities included in the consolidated financial statements as required under Schedule III of the Act.

Name of the Entity in the Group	Net Assets		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of Consolidated Net Assets	Amount (₹ in Lakhs)	As % of Consolidated profit or loss	Amount (₹ in Lakhs)	As % of Consolidated Net Assets	Amount (₹ in Lakhs)	As % of Consolidated profit or loss	Amount (₹ in Lakhs)
Parent								
Bhilwara Energy Limited								
31-03-19	44.75%	32,691.67	484.28%	(10,571.35)	10.16%	(2.68)	478.62%	(10,574.03)
31-03-18	54.35%	43,180.27	-2.13%	(155.01)	7.43%	1.37	-2.11%	(153.64)
Subsidiaries								
Indian:								
NJC Hydro Power Limited								
31-03-19	13.58%	9,916.95	0.12%	(2.58)	0.00%	-	0.12%	(2.58)
31-03-18	12.49%	9,919.53	-0.02%	(1.80)	0.00%	-	-0.02%	(1.80)
BG Wind Power Limited								
31-03-19	-0.03%	(18.30)	25.93%	(565.96)	-0.01%	0.00	25.62%	(565.96)
31-03-18	0.69%	547.67	-27.16%	(1,975.99)	0.00%	-	-27.10%	(1,975.99)
Malana Power Company Limited								
31-03-19	149.58%	109,269.16	-424.83%	9,273.47	113.20%	(29.86)	-418.40%	9,243.61
31-03-18	131.28%	104,296.86	167.19%	12,161.74	-37.02%	(6.83)	166.67%	12,154.91
Indo Canadian Consultancy Services Limited								
31-03-19	0.03%	24.18	1.92%	(41.98)	-22.18%	5.85	1.64%	(36.13)
31-03-18	0.08%	60.32	-0.07%	(4.79)	128.62%	23.73	0.26%	18.94
Chango Yangthang Hydro Power Limited								
31-03-19	4.34%	3,172.80	1.81%	(39.61)	-1.18%	0.31	1.78%	(39.30)
31-03-18	4.04%	3,212.73	-37.80%	(2,749.88)	0.98%	0.18	-37.70%	(2,749.70)
Foreign								
Balephi Jalvidhyut Company Limited, Nepal								
31-03-19	2.11%	1,540.82	10.76%	(234.88)	0.00%	-	10.63%	(234.88)
31-03-18	2.24%	1,775.70	0.00%	-	0.00%	-	0.00%	-
Elimination adjustments								
31-03-19	-114.37%	(83,547.83)	0.00%	-	0.00%	-	0.00%	-
31-03-18	-105.16%	(83,547.83)	0.00%	-	0.00%	-	0.00%	-
Total Equity								
31-03-19	100.00%	73,049.45	100.00%	(2,182.89)	100.00%	(26.38)	100.00%	(2,209.27)
31-03-18	100.00%	79,445.25	100.00%	7,274.27	100.00%	18.45	100.00%	7,292.72
Non-Controlling Interest in all the subsidiaries								
31-03-19		**58,596.19**		**4,662.17**		**(16.95)**		**4,645.22**
31-03-18		**55,909.07**		**5,973.62**		**2.39**		**5,976.01**

48. During the current year, the Company has reclassified below mentioned account balances related to previous year March 31, 2018. The detail of the same is as under:-

I. In case of holding company:

a) Advance to Capital creditors of ₹206.68 Lakhs has been re-classified to Other Assets (Advance to Creditors/ Capital Creditors). In previous year it was classified under the head financial assets - Loans – Loan to body corporate.

OOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

b) Trade payable for O&M expenses of ₹10.94 Lakhs has been reclassified to Trade payable. In previous year it was classified under the head Other Financial Liabilities.

c) Loan- Unsecured, considered doubtful of ₹825.00 Lakhs has been reclassified to Other Current Assets. In previous year it was classified under the head Financial Assets-Loans - Unsecured, considered doubtful.

II. In case of BGWPL:

a) Creditors for Capital Expenditure of ₹447.93 Lakhs is re-classified under the head Other Financial Liabilities (Current). In previous year it was classified under the head Trade Payables.

b) Other Payables ₹2.94 Lakhs is re-classified under the head Other Financial Liabilities (Current)-Expense Payable. In previous year it was classified under the head Other Liabilities (Current).

III. In case of CHYPL:

a) Loans and Advances from holding company of ₹752.48 Lakhs has been re-classified to Financial Liabilities under the head Borrowings. In previous year it was classified under the head Other Current Liabilities.

49. The Board of Directors of the Company has reviewed the realisable value of all the Current Assets and has confirmed that the value of such assets in the ordinary course of business will not be less than the value at which these are recognised in the financial statements. In addition, the Board has also confirmed the carrying value of the non-current assets including long term. In the financial statements. The Board, duly taking into account all the relevant disclosures made, has approved these financial statements in its meeting held on 16th May, 2019.

As per our report of even date
For Doogar & Associates
Chartered Accountants
Firm Regn. No: 000561N

Mukesh Goyal
Partner
Membership No: 081810

For and on behalf of Board of Directors of
Bhilwara Energy Limited

Ravi Jhunjhunwala
Chairman
DIN: 00060972

Riju Jhunjhunwala
Managing Director
DIN: 00061060

Place: **Noida (U.P.)**
Date : 16th May, 2019

Krishna Prasad
Chief Financial Officer

Ravi Gupta
Company Secretary
M. No. F5731