

Walker Chandiook & Co LLP
Chartered Accountants
Firm Registration No.: 001076N/N500013
21st Floor, DLF Square,
Jacaranda Marg, DLF Phase II,
Gurugram, Haryana 122002

D H A N A & Associates
Chartered Accountants
Firm Registration No: 510525C
South Extension Plaza 2, 407-408
Block A, South Extension II,
New Delhi 110049

Independent Auditor's Report

To the Members of Nirosha Power Private Limited

Report on the Audit of the Financial Statements

Opinion

1. We have audited the accompanying financial statements of Nirosha Power Private Limited ('the Company'), which comprise the Balance Sheet as at 31 March 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flow and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information.
2. 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 ('Ind AS') specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2023, and its profit (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Information other than the Financial Statements and Auditor's Report thereon

4. The Company's Board of Directors are responsible for the other information. Other information does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

The Director Report is not made available to us at the date of this auditor's report. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

5. The accompanying financial statements have been approved by the Company's Board of Directors. The Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these financial statements that give a true and fair



view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS specified under section 133 of the Act and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

6. In preparing the financial statements, the Board of Directors are 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 the Board of Directors either intend to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
7. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

8. Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing 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.
9. As part of an audit in accordance with Standards on Auditing, specified under section 143(10) of the Act 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 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 with reference to financial statements in place and the operating effectiveness of such controls;
 - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
 - Conclude on the appropriateness of Board of Directors' 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; and



- 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;
10. 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.

Other Matter

11. The financial statements of the Company for the year ended 31 March 2022 were audited by one of the current auditors, Walker Chandiook & Co LLP jointly with S. Tekriwal & Associates, who have expressed an unmodified opinion on those financial statements vide their audit report dated 26 May 2022.

Report on Other Legal and Regulatory Requirements

12. Based on our audit, we report that the provisions of section 197 read with Schedule V to the Act are not applicable to the Company since the Company is not a public company as defined under section 2(71) of the Act. Accordingly, reporting under section 197(16) is not applicable.
13. As required by the Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of section 143(11) 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.
14. Further to our comments in Annexure A, as required by section 143(3) of the Act based on our audit, we report, to the extent applicable, 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 purpose of our audit of the accompanying financial statements;
 - 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 financial statements dealt with by this report are in agreement with the books of account;
 - d) In our opinion, the aforesaid financial statements comply with Ind AS specified under section 133 of the Act;
 - e) On the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2023 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 with reference to financial statements of the Company as on 31 March 2023 and the operating effectiveness of such controls, refer to our separate Report in Annexure B wherein we have expressed an unmodified opinion; and
 - g) 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 does not have any pending litigation which would impact its financial position as at 31 March 2023;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2023;



- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31 March 2023;
- iv. a. The management has represented that, to the best of its knowledge and belief, as disclosed in note 40(H) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any person(s) or entity(ies), including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;
- b. The management has represented that, to the best of its knowledge and belief, as disclosed in note 40(I)(a) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- c. Based on such audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has causes us to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.
- v. The Company has not declared or paid any dividend during the year ended 31 March 2023.
- vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 requires all companies which use accounting software for maintaining their books of account, to use such an accounting software which has a feature of audit trail, with effect from the financial year beginning on 1 April 2023 and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 (as amended) is not applicable for the current financial year.

For **Walker Chandiook & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Deepak Mittal

Deepak Mittal
Partner
Membership No.: 503843
UDIN: 23503843BGUTBD8002



Place: Gurugram
Date: 11 May 2023

For **D H A N A & Associates**
Chartered Accountants
Firm Registration No.: 510525C

Arun Khandelia

Arun Khandelia
Partner
Membership No.: 089125
UDIN: 23089125BGWUMD3005



Place: New Delhi
Date: 11 May 2023

Annexure A referred to in Paragraph 13 of the Independent Auditor's Report of even date to the members of Nirosha Power Private Limited on the financial statements for the year ended 31 March 2023

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and right of use assets.
- (B) The Company does not have any intangible assets and accordingly, reporting under clause 3(i)(a)(B) of the Companies (Auditor's Report) Order, 2020 (hereinafter referred to as "the Order") is not applicable to the Company.
- (b) The Company has a regular program of physical verification of its property, plant and equipment and right of use assets under which the assets are physically verified in a phased manner over a period of three years, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. In accordance with this program, certain property, plant and equipment and right of use assets were verified during the year and no material discrepancies were noticed on such verification.
- (c) The Company does not own any immovable property (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee). Accordingly, reporting under clause 3(i)(c) of the Order is not applicable to the Company.
- (d) The Company has not revalued its Property, Plant and Equipment and Right of Use assets during the year. Further, the Company does not hold any intangible assets.
- (e) No proceedings have been initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended) and rules made thereunder.
- (ii) (a) The Company does not hold any inventory. Accordingly, reporting under clause 3(ii) (a) of the Order is not applicable to the Company.
- (b) The Company has not been sanctioned working capital limits by banks or financial institutions on the basis of security of current assets during any point of time of the year. Accordingly, reporting under clause 3(ii)(b) of the Order is not applicable to the Company.
- (iii) (a) The Company has not provided any loans or provided any advances in the nature of loans, or guarantee, or security to any other entity during the year. Accordingly, reporting under clauses 3(iii)(a) of the Order is not applicable to the Company.
- (b) The Company has not made any investment, provided any loans and advances in the nature of loans, any guarantee or given any security during the year. Accordingly, reporting under clause 3(iii)(b) of the Order is not applicable to the Company.
- (c) In respect of loans amounting to Rs. 1054.13 million and Rs. 81.30 million granted by the Company as disclosed in Note 5 and Note 11 respectively to the accompanying financial statements, the schedule of repayment of principal and payment of interest has been stipulated and principal and interest amount is not due for payment currently. Further, in respect of loan amounting to Rs. 200 million granted by the Company as disclosed in Note 11 to the accompanying financial statements, the schedule of repayment of principal has not been stipulated and accordingly, we are unable to comment as to whether the repayment of principal is regular. Further, no interest is receivable on such loan.



Annexure A referred to in Paragraph 13 of the Independent Auditor's Report of even date to the members of Nirosha Power Private Limited on the financial statements for the year ended 31 March 2023 (continued)

- (d) There is no overdue amount in respect of loans amounting to Rs. 1054.13 million and Rs. 81.30 million granted to such companies as disclosed in Note 5 and Note 11 respectively to the accompanying financial statements. Further, in the absence of stipulated schedule of repayment of principal in respect of loan amounting to Rs. 200 million as disclosed in Note 11 to the accompanying financial statements, we are unable to comment as to whether there is any amount which is overdue for more than 90 days. Reasonable steps have been taken by the Company for recovery of such principal amounts. Further, no interest is receivable on such loan.
- (e) In respect of loan amounting to Rs. 200 million granted by the Company as disclosed in Note 11 to the accompanying financial statements, the schedule of repayment of principal has not been stipulated. No interest is receivable on such loans. According to the information and explanation given to us, such loans have not been demanded for repayment as on date. Further, the Company has granted loan amounting to Rs. 81.30 million as disclosed in Note 11 to the accompanying financial statements, which had fallen due during the year and such loan was extended during the year. The details of the same has been given below.

Name of the party	Nature of loan	Total loan amount (Rs. in Million)	Nature of extension (i.e. renewed/ extended/fresh loan provided)	Aggregate amount of overdues of existing loans renewed or extended or settled by fresh loans (Rs. in Million)	Percentage of the aggregate to the total loans or advances in the nature of loans granted during the year
ACME Solar Holding Private Limited	Loans for the purpose of furtherance of business	81.30	Extended by one year	81.30	6.09%

- (f) The Company has granted loans which are repayable on demand, as per details below.

(Rs. In million)

Particulars	All Parties	Promoters	Related Parties
Aggregate of loans/advances in nature of loan			
- Repayable on demand (A)	200	-	200
- Agreement does not specify any terms or period of repayment (B)	-	-	-
Total (A+B)	200	-	200
Percentage of loans/advances in nature of loan to the total loans	14.98%	-	14.98%

- (iv) The Company has not entered into any transaction covered under section 185 of the Act. As the Company is engaged in providing infrastructural facilities as specified in Schedule VI of the Act, provisions of section 186 except sub-section (1) of the Act are not applicable to the Company. In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of sub-section (1) of section 186 in respect of investments, as applicable.
- (v) In our opinion, and according to the information and explanations given to us, the Company has not accepted any deposits or there is no amount which has been deemed to be deposit within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of



Annexure A referred to in Paragraph 13 of the Independent Auditor's Report of even date to the members of Nirosha Power Private Limited on the financial statements for the year ended 31 March 2023 (continued)

Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.

- (vi) The Central Government has specified maintenance of cost records under sub-section (1) of section 148 of the Act in respect of the products/ business activity of the Company. We have broadly reviewed the books of account maintained by the Company pursuant to the Rules made by the Central Government for the maintenance of cost records and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii) (a) In our opinion, and according to the information and explanations given to us, undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have generally been regularly deposited with the appropriate authorities by the Company, though there have been slight delay in few cases. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, there are no statutory dues referred to in subclause (a) above that have not been deposited with the appropriate authorities on account of any dispute.
- (viii) According to the information and explanations given to us, no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) which have not been recorded in the books of accounts.
- (ix) (a) According to the information and explanations given to us, the Company has not defaulted in repayment of its loans or borrowings or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us including representation received from the management of the Company, and on the basis of our audit procedures, we report that the Company has not been declared a willful defaulter by any bank or financial institution or government or any government authority.
- (c) In our opinion and according to the information and explanations given to us, the Company has not raised any money by way of term loans during the year and there has been no utilisation during the current year of the term loans obtained by the Company during any previous years. Accordingly, reporting under clause 3(ix)(c) of the Order is not applicable to the Company.
- (d) In our opinion and according to the information and explanations given to us, the Company has not raised any funds on short term basis during the year. Accordingly, reporting under clause 3(ix)(d) of the Order is not applicable to the Company.
- (e) According to the information and explanations given to us, the Company does not have any subsidiaries, associates or joint ventures. Accordingly, reporting under clause 3(ix)(e) and clause 3(ix)(f) of the Order is not applicable to the Company.
- (x) (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments), during the year. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable to the Company.



Annexure A referred to in Paragraph 13 of the Independent Auditor's Report of even date to the members of Nirosha Power Private Limited on the financial statements for the year ended 31 March 2023 (continued)

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or (fully, partially or optionally) convertible debentures during the year. Accordingly, reporting under clause 3(x)(b) of the Order is not applicable to the Company.
- (xi) (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company has been noticed or reported during the period covered by our audit.
- (b) According to the information and explanations given to us including the representation made to us by the management of the Company, no report under sub-section 12 of section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014, with the Central Government for the period covered by our audit.
- (c) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistle-blower complaints received by the Company during the year.
- (xii) The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions entered into by the Company with the related parties are in compliance with sections 188 of the Act. Further, the details of such related party transactions have been disclosed in the financial statements, as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified in Companies (Indian Accounting Standards) Rules 2015 as prescribed under section 133 of the Act. Further, according to the information and explanations given to us, the Company is not required to constitute an audit committee under section 177 of the Act.
- (xiv)(a) In our opinion and according to the information and explanations given to us, the Company has an internal audit system as per the provisions of section 138 of the Act which is commensurate with the size and nature of its business.
- (b) We have considered the reports issued by the Internal Auditors of the Company till date for the period under audit.
- (xv) According to the information and explanation given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and accordingly, reporting under clause 3(xv) of the Order with respect to compliance with the provisions of section 192 of the Act are not applicable to the Company.
- (xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under clause 3(xvi)(a), (b) and (c) of the Order are not applicable to the Company.
- (b) Based on the information and explanations given to us and as represented by the management of the Company, the Group (as defined in Core Investment Companies (Reserve Bank) Directions, 2016) does not have any CIC.
- (xvii) The Company has not incurred any cash losses in the current as well as the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable to the Company.



Annexure A referred to in Paragraph 13 of the Independent Auditor's Report of even date to the members of Nirosha Power Private Limited on the financial statements for the year ended 31 March 2023 (continued)

- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the plans of the Board of Directors and management and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.
- (xx) According to the information and explanations given to us, the Company does not have any unspent amounts towards Corporate Social Responsibility in respect of any ongoing or other than ongoing project as at the end of the financial year. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.
- (xxi) The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For **Walker Chandiook & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Deepak Mittal

Deepak Mittal
Partner
Membership No.: 503843
UDIN: 23503843BGUTBD8002



Place: Gurugram
Date: 11 May 2023

For **D H A N A & Associates**
Chartered Accountants
Firm Registration No.: 510525C

Arun Khandelia

Arun Khandelia
Partner
Membership No.: 089125
UDIN: 23089125BGWUMD3005



Place: New Delhi
Date: 11 May 2023

Annexure B to the Independent Auditor's Report of even date to the members of Nirosha Power Private Limited on the financial statements for the year ended 31 March 2023**Independent Auditor's Report on the internal financial controls with reference to the financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')**

1. In conjunction with our audit of the financial statements of Nirosha Power Private Limited ('the Company') as at and for the year ended 31 March 2023, we have audited the internal financial controls with reference to financial statements of the Company as at that date.

Responsibilities of Management and Those Charged with Governance for Internal Financial Controls

2. The Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential component 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 the Company's business, including adherence to the 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 Act.

Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Financial Statements

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India ('ICAI') prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, and the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ('the Guidance Note') issued by the ICAI. 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 with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements includes obtaining an understanding of such internal financial controls, 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.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

6. A company's internal financial controls with reference to financial statements 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 controls with reference to financial statements include 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 authorisations of management and directors of the company; and (3)



Annexure B to the Independent Auditor's Report of even date to the members of Nirosha Power Private Limited on the financial statements for the year ended 31 March 2023 (continued)

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 with Reference to Financial Statements

7. Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such controls were operating effectively as at 31 March 2023, based on the internal financial controls with reference to financial statements 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 **Walker Chandiook & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Deepak Mittal
Partner
Membership No.: 503843
UDIN: 23503843BGUTBD8002



For **D H A N A & Associates**
Chartered Accountants
Firm Registration No.: 510525C

Arun Khandelia
Partner
Membership No.: 089125
UDIN: 23089125BGWUMD3005



Place: Gurugram
Date: 11 May 2023

Place: New Delhi
Date: 11 May 2023

Nirosha Power Private Limited
CIN-U40106HR2015PTC054395
Balance Sheet as at 31 March 2023

Particulars	Notes	In Rs. million unless otherwise stated	
		As at 31 March 2023	As at 31 March 2022
Assets			
Non current assets			
Property, plant and equipment	3	1,415.42	1,548.64
Right-of-use assets	4	30.03	31.46
Financial assets			
Loans	5	1,054.13	1,054.13
Other financial assets	6	1.80	0.88
Non current tax assets (net)	7	20.36	9.96
Total non current assets		2,521.74	2,645.07
Current assets			
Financial assets			
Trade receivables	8	44.09	48.97
Cash and cash equivalents	9	3.77	4.63
Other bank balances	10	234.55	79.83
Loans	11	298.13	317.64
Other financial assets	12	163.32	73.63
Other current assets	13	1.55	1.36
Total current assets		745.41	526.06
Total assets		3,267.15	3,171.13
Equity and liabilities			
Equity			
Equity share capital	14	10.90	10.90
Other equity	15	683.10	573.10
		694.00	584.00
Non current liabilities			
Financial liabilities			
Long term borrowings	16	2,127.14	2,215.34
Lease liabilities	4	29.24	28.69
Provisions	17	0.07	0.04
Deferred tax liabilities (net)	18	195.52	157.05
Total non current liabilities		2,351.97	2,401.12
Current liabilities			
Financial liabilities			
Short term borrowings	19	128.53	118.17
Lease liabilities	4	2.65	2.99
Trade payables			
Total outstanding dues of micro enterprises and small enterprises	20	0.52	0.45
Total outstanding dues of creditors other than micro enterprises and small enterprises		-	-
Other financial liabilities	21	82.62	58.87
Other current liabilities	22	6.86	5.53
Total current liabilities		221.18	186.01
Total equity and liabilities		3,267.15	3,171.13

Summary of significant accounting policies and other explanatory information are integral part of financial statements.

1-43

As per our report of even date attached

For Walker Chandiook & Co LLP
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Deepak Mittal
Partner
Membership No. 503843

Place: Gurugram
Date: 11 May 2023



For DHANA & Associates
Chartered Accountants
Firm Registration No.: 510525C

Arun Khandelia
Partner
Membership No. 089125

Place: New Delhi
Date: 11 May 2023



For and on behalf of the Board of Directors

Pankaj Saxena
Director
DIN No. 06874650

Place: Gurugram
Date: 11 May 2023

Rajesh Sodhi
Director
DIN No. 06990425

Place: Gurugram
Date: 11 May 2023



Nirosha Power Private Limited
CIN-U40106HR2015PTC054395
Statement of profit and loss for the year ended 31 March 2023

Particulars	Notes	In Rs. million unless otherwise stated	
		For the year ended 31 March 2023	For the year ended 31 March 2022
Revenue			
Revenue from operations	23	459.87	458.03
Other income	24	118.72	76.75
Total revenue		578.59	534.78
Expenses			
Employee benefits expense	25	0.60	0.75
Finance costs	26	273.04	251.82
Depreciation and amortisation expenses	27	134.65	134.66
Other expenses	28	20.28	20.49
Total expense		428.57	407.72
Profit before tax		150.02	127.06
Tax expense	18		
Income tax adjustment relating to earlier year		1.54	(24.39)
Deferred tax expense		38.47	100.64
Total tax expense		40.01	76.25
Profit for the year		110.01	50.81
Other comprehensive income			
Items that will not be reclassified to profit and loss			
Remeasurement of defined benefit plans		(0.01)	0.06
Income tax relating to items that will not be reclassified to profit or loss		-	(0.01)
Other comprehensive income		(0.01)	0.05
Total comprehensive income		110.00	50.86
Earnings/ (loss) per share			
Basic earning per share (in Rs.)		100.92	46.61
Diluted earning per share (in Rs.)		100.92	46.61

Summary of significant accounting policies and other explanatory information are integral part of financial statements.

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Date: 11 May 2023



For and on behalf of the Board of Directors

Pankaj Saxena

Pankaj Saxena
Director
DIN No. 06874650

Place: Gurugram
Date: 11 May 2023

Rajesh Sodhi

Rajesh Sodhi
Director
DIN No. 06990425

Place: Gurugram
Date: 11 May 2023



Nirosha Power Private Limited
CIN-U40106HR2015PTC054395
Statement of Cash Flows for the year ended 31 March 2023

Particulars	In Rs. million unless otherwise stated	
	For the year ended 31 March 2023	For the year ended 31 March 2022
A CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before tax	150.02	127.06
Adjustments for:		
Depreciation and amortisation expense	134.65	134.66
Finance costs	273.04	251.82
Interest income	(118.52)	(76.75)
Excess provisions written back	(0.20)	-
Operating profit before working capital changes	438.99	436.79
Movement in working capital		
Decrease/ (increase) in trade receivables	4.88	(0.23)
Increase in other current and non current financial assets	(0.49)	(1.26)
Increase in other current and non current assets	(0.19)	(0.13)
Increase/ (decrease) in trade payables	0.07	(0.53)
Increase/ (decrease) in other current and non current financial liabilities	0.94	(1.79)
Increase in current and non-current provisions	0.02	-
Increase in other current and non current liabilities	1.33	4.75
Cash flows generated from operating activities post working capital changes	445.55	437.60
Income tax paid (net)	(11.99)	(7.93)
Net cash flows generated from operating activities (A)	433.56	429.67
B CASH FLOWS FROM INVESTING ACTIVITIES		
Interest received	18.54	12.11
Investment in fixed deposits during the year (net)	(153.40)	(44.24)
Proceeds from deposits with financial institution	-	147.00
Loans repaid by/ (given to) related parties (net)	28.00	(1,082.14)
Net cash flows used in investing activities (B)	(106.86)	(967.27)
C CASH FLOWS FROM FINANCING ACTIVITIES*		
Proceeds from non convertible debentures	-	2,099.23
Repayment of non convertible debentures	(123.38)	(56.37)
Repayment of long term borrowings	-	(1,388.24)
Payment of lease liabilities	(2.92)	(2.11)
Finance costs paid	(201.26)	(158.86)
Net cash flows (used in)/ from financing activities (C)	(327.56)	493.65
Decrease in cash and cash equivalents (A+B+C)	(0.86)	(43.95)
Cash and cash equivalents at the beginning of the year	4.63	48.58
Cash and cash equivalents at the end of the year	3.77	4.63

* Refer note 35 for reconciliation of liabilities from financing activities

Summary of significant accounting policies and other explanatory information are integral part of financial statements.

1-43

As per our report of even date attached

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Firm's Registration No.: 001076N/N500013

Deepak Mittal
Partner
Membership No. 503843

Place: Gurugram
Date: 11 May 2023



For DHANA & Associates
Chartered Accountants
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Arun Khandelia
Partner
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Place: New Delhi
Date: 11 May 2023



For and on behalf of the Board of Directors

Pankaj Saxena
Director
DIN No. 06874650

Place: Gurugram
Date: 11 May 2023



Rajesh Sodhi
Director
DIN No. 06990425

Place: Gurugram
Date: 11 May 2023

Nirosha Power Private Limited
CIN-U40106HR2015PTC054395
Statement of changes in equity for the year ended 31 March 2023

A Equity share capital

In Rs. million unless otherwise stated

Particulars	Balance as at 1 April 2021	Issue of equity share capital during the year	Balance as at 31 March 2022	Issue of equity share capital during the year	Balance as at 31 March 2023
Equity share capital	10.90	-	10.90	-	10.90

B Other equity

In Rs. million unless otherwise stated

Particulars	Reserves and surplus				Total
	Securities premium	Debenture redemption reserve	Equity component of compound instruments	Retained earnings	
Balance as at 1 April 2021	293.77	-	23.40	205.07	522.24
Profit for the year	-	-	-	50.81	50.81
Other comprehensive income (net of tax)	-	-	-	0.05	0.05
Transferred from retained earnings to Debenture redemption reserve	-	207.09	-	(207.09)	-
Balance as at 31 March 2022	293.77	207.09	23.40	48.84	573.10
Profit for the year	-	-	-	110.01	110.01
Other comprehensive income (net of tax)	-	-	-	(0.01)	(0.01)
Transferred to retained earnings in respect of debentures redeemed during the year	-	(12.34)	-	12.34	-
Balance as at 31 March 2023	293.77	194.75	23.40	171.18	683.10

Summary of significant accounting policies and other explanatory information are integral part of financial statements.

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As per our report of even date attached

For Walker Chandiook & Co LLP
Chartered Accountants
Firm's Registration No.: 001076N/N500013

For D H A N A & Associates
Chartered Accountants
Firm Registration No.: 510525C

For and on behalf of the Board of Directors

Deepak Mittal

Arun Khandelia

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Deepak Mittal
Partner
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Arun Khandelia
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Membership No. 089125

Pankaj Saxena
Director
DIN No. 06874650

Rajesh Sodhi
Director
DIN No. 06990425

Place: Gurugram
Date: 11 May 2023

Place: New Delhi
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Place: Gurugram
Date: 11 May 2023



1. i) Corporate information

Nirosha Power Private Limited ("the Company") was incorporated as of 23 January, 2015 under Companies Act, 2013. The entity is engaged in the business of establishing, commissioning, setting up, operating and maintaining power generation using solar, fossil and alternate source of energy and act as owners, manufacturing, engineers, procurers, buyers, sellers, distributors, dealers and contractors for setting up of power plant using glass bases mirrors, photo voltaic, boilers, turbines and/or other equipments for generating, distribution and supplying of electricity and other products using solar, fossil and alternate source of energy under conditions of direct ownership or through its affiliates, associates or subsidiaries.

During the previous year, the Company and 11 fellow subsidiaries [ACME Solar Energy (Madhya Pradesh) Private Limited, ACME Solar Technologies (Gujarat) Private Limited, ACME Odisha Solar Power Private Limited, ACME Magadh Solar Power Private Limited, ACME Nalanda Solar Power Private Limited, ACME PV Powertech Private Limited, ACME Yamunanagar Solar Power Private Limited, ACME Rewa Solar Energy Private Limited, ACME Jodhpur Solar power Private Limited, ACME Mahbubnagar Solar Energy Private Limited and ACME Raipur Solar Power Private Limited] , collectively referred to as "Restricted Group" had issued INR denominated Non- Convertible Debentures ("INR NCDs") to a Foreign Portfolio Investor, under Voluntary Retention Route as prescribed by the Reserve Bank of India. Such Foreign Portfolio Investor, in turn had issued USD denominated bonds ("FPI Bonds"), that are listed on Singapore Exchange Securities Trading Limited (SGX-ST).

The Company owns and operates solar power project with installed capacity of 30 MW in the state of Uttar Pradesh. The project is intended to sell the power generated, under long term Power Purchase Agreement with Uttar Pradesh Power Corporation Limited, Uttar Pradesh.

The financial statement have been authorised for issue by the Board of Directors on 11 May 2023.

ii) Amended Accounting Standards (Ind AS) and interpretations effective during the year

Ind AS 103 Reference to Conceptual Framework

The amendments specify that to qualify for recognition as part of applying the acquisition method, the identifiable assets acquired and liabilities assumed must meet the definitions of assets and liabilities in the Conceptual Framework for Financial Reporting under Indian Accounting Standards (Conceptual Framework) issued by the Institute of Chartered Accountants of India at the acquisition date. These changes do not significantly change the requirements of Ind AS 103. The amendment did not have any material impact on financial statements of the Company.

Ind AS 16 Proceeds before intended use

The amendment specify that an entity shall deduct from the cost of an item of property, plant and equipment any proceeds received from selling items produced while the entity is preparing the asset for its intended use. The amendment did not have any material impact on financial statements of the company.

Ind AS 37 Onerous Contracts - Costs of Fulfilling a Contract

The amendments specify that that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts. The amendment is essentially a clarification and the amendment did not have any material impact on financial statements of the Company.

Ind AS 109 Annual Improvements to Ind AS (2021)

The amendment clarifies which fees an entity includes when it applies the '10 percent' test of Ind AS 109 in assessing whether to derecognise a financial liability. The amendment did not have any material impact on financial statements of the Company.

2. Significant Accounting Policies

2.01 Basis of preparation

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 read with Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time), Companies (Indian Accounting Standards) (Amendment) Rules, 2016 and the relevant provisions of the Act. Effective 1 April 2016, the Company has adopted all the Ind AS and the adoption was carried out in accordance with Ind AS 101 First time adoption of Indian Accounting Standards, with 1 April 2015 as the transition date. The transition was carried out from Indian Accounting Principles generally accepted in India as prescribed under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (IGAAP), which was the previous GAAP. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. Refer 1 (ii) above for certain amendments to the standards which have become effective for annual periods beginning on or after 1 April 2022.

The financial statements are presented in INR and all values are rounded to the nearest million except where otherwise indicated.

Historical cost convention

The financial statements have been prepared on a historical cost convention on a going concern basis except for certain financial assets and financial liabilities which are measured at fair value.

2.02 Use of estimates

The preparation of financial statement in conformity with Ind AS requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the 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.



2.03 Foreign currency translation

Functional and presentation currency

Foreign currency transactions are translated into the functional currency of the respective company, using the exchange rates prevailing at the dates of the transactions (spot exchange rate).

Foreign exchange gains and losses resulting from the settlement of such transactions and from the re-measurement of monetary items denominated in foreign currency at year-end exchange rates are recognised in profit or loss.

Non-monetary items are not retranslated at year-end and are measured at historical cost (translated using the exchange rates at the transaction date), except for non-monetary items measured at fair value which are translated using the exchange rates at the date when fair value was determined.

Foreign currency loans availed for acquisition of property, plant and equipment are converted at the rate prevailing on the due date for instalments repayable during the year and at the rate prevailing on the date of balance sheet for the outstanding loan.

2.04 Current versus non-current classification

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

An asset is classified as current when it satisfies any of the following criteria:

- it is expected to be realised in, or is intended for sale or consumption, in the Company's normal operating cycle;
- it is held primarily for the purpose of being traded;
- it is expected to be realised within 12 months after the reporting date; or
- it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

A liability is classified as current when it satisfies any of the following criteria:

- it is expected to be settled in the Company's normal operating cycle;
- it is held primarily for the purpose of being traded;
- it is due to be settled within 12 months after the reporting date; or
- the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current assets/liabilities include current portion of non-current financial assets/liabilities respectively. All other assets/liabilities are classified as non-current. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Operating cycle

Based on the nature of the operations and the time between the acquisition of assets for processing and their realisation in cash or cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of current/non-current classification of assets and liabilities.

2.05 Revenue

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

Sale of power

Revenue from supply of power is recognised net of any cash rebates, when the power is supplied and units of electricity are delivered as it best depicts the value to the customer and complete satisfaction of performance obligation.

Revenue from sale of power is recognized when persuasive evidence of an arrangement exists, the tariff is fixed or determinable, solar energy kilowatts are supplied and collectability is reasonably assured. Revenue is based on the solar energy kilowatts actually supplied to customers multiplied by the rate per kilo-watt hour agreed to in the respective power purchase agreement (PPAs). The solar energy kilowatts supplied by the Company are validated by the customer prior to billing and recognition of revenue.

Interest income

Interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of the financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses. Interest income is included in other income in the Statement of Profit and Loss.

2.06 Borrowing costs

Borrowing costs directly attributable to the acquisitions, construction or production of a qualifying asset are capitalised during the period of time that is necessary to complete and prepare the asset for its intended use or sale. Other borrowing costs are expensed in the period in which they are incurred and reported in finance costs.



2.07 Property, plant and equipment

Property, plant and equipment's are carried at cost less accumulated depreciation. The cost of items of the property, plant and equipment comprises its purchase price net of any trade discount and rebate, any import duties and other taxes (other than those subsequently recoverable from tax authorities), any directly attributable expenditure on making the asset ready for its intended use, other incidental expenses and interest on borrowings attributable to acquisition of qualifying property, plant and equipments upto the date the asset is ready for its intended use.

Whenever significant parts of the property, plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. All other repair and maintenance costs are recognised in statement of profit and loss as incurred.

Depreciation is recognised based on the cost of assets (other than freehold land) using the straight-line method. The useful life of property, plant and equipment is considered based on life prescribed in schedule II to the Companies Act, 2013 except in case of power plant assets, where the depreciation is charged on the basis of the relevant tariff regulations based on technical assessment, taking into account the nature of assets, the estimated usage of the assets, the operating condition of the assets, anticipated technical changes, manufacturer warranties and maintenance support. The estimated useful lives and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

2.08 Leased assets and right of use

The Company assesses at contract inception whether a contract is, or contains, a lease. A lease is defined as 'a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration'.

To apply this definition, the Company assesses whether the contract meets three key evaluations which are whether:

- the contract contains an identified asset, which is either explicitly identified in the contract or implicitly specified by being identified at the time the asset is made available to the Company

- the Company has the right to obtain substantially all of the economic benefits from use of the identified asset throughout the period of use, considering its rights within the defined scope of the contract

- the Company has the right to direct the use of the identified asset throughout the period of use. The Company assess whether it has the right to direct 'how and for what purpose' the asset is used throughout the period of use.

At lease commencement date, the Company recognizes a right-of-use asset and a lease liability on the balance sheet. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Company, an estimate of any costs to dismantle and remove the asset at the end of the lease, and any lease payments made in advance of the lease commencement date (net of any incentives received).

The Company depreciates the right-of-use assets on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Company also assesses the right-of-use asset for impairment when such indicators exist.

At the commencement date, the Company measures the lease liability at the present value of the lease payments unpaid at that date, discounted using the interest rate implicit in the lease if that rate is readily available or the Company's incremental borrowing rate.

Lease payments included in the measurement of the lease liability are made up of fixed payments (including in substance fixed), variable payments based on an index or rate, amounts expected to be payable under a residual value guarantee and payments arising from options reasonably certain to be exercised.

Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is remeasured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments.

When the lease liability is remeasured, the corresponding adjustment is reflected in the right-of-use asset, or profit and loss if the right-of-use asset is already reduced to zero.

The Company has presented the right-of-use assets and lease liabilities on the face of statement of financial position.

The Company applies the short-term lease recognition exemption to its short-term leases. It also applies the lease of low-value assets recognition exemption that are considered to be low value. Lease payments on short-term leases and leases of low value assets are recognised as expense on a straight-line basis over the lease term.

2.09 Impairment of non-financial assets

For impairment assessment purposes, assets are grouped at the lowest levels for which there are largely independent cash inflows (cash-generating units). As a result, some assets are tested individually for impairment and some are tested at cash-generating unit level. All individual assets or cash-generating units are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

An impairment loss is recognised for the amount by which the asset's (or cash-generating unit's) carrying amount exceeds its recoverable amount, which is the higher of fair value less costs of disposal and value-in-use. To determine the value-in-use, management estimates expected future cash flows from each cash-generating unit and determines a suitable discount rate in order to calculate the present value of those cash flows. The date used for impairment testing procedures are directly linked to the Company's latest approved budget, adjusted as necessary to exclude the effects of future reorganisations and asset enhancements. Discount factors are determined individually for each cash-generating unit and reflect current market assessments of the time value of money and asset-specific risk factors.



Impairment losses are charged in the Statement of Profit and Loss. Further, impairment loss is reversed if the asset's or cash-generating unit's recoverable amount exceeds its carrying amount. The reversal is limited so that the carrying 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 and Loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as an increase in revaluation.

2.10 Financial instruments

Recognition, initial measurement and derecognition

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the financial instrument, and, except for trade receivables which do not contain a significant financing component, these are measured initially at:

- fair value, in case of financial instruments subsequently carried at fair value through profit or loss (FVTPL);
- fair value adjusted for transaction costs, in case of all other financial instruments.

Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and substantially all the risks and rewards are transferred. A financial liability is derecognised when the underlying obligation specified in the contract is discharged, cancelled or expires.

Classification and subsequent measurement of financial assets

Different criteria to determine impairment are applied for each category of financial assets, which are described below.

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

- Financial assets at amortised cost
- Financial assets at fair value through other comprehensive income (FVOCI)
- Financial assets, derivatives and equity instruments at FVTPL
- Equity instruments measured at FVOCI

(1) Financial assets at amortised cost

Classification and subsequent measurement of financial liabilities

The Company's financial liabilities include borrowings, trade and other payables and derivative financial instruments.

Financial liabilities are measured subsequently at amortised cost using the effective interest method except for derivatives and financial liabilities designated at FVTPL, which are carried subsequently at fair value with gains or losses recognised in profit or loss.

A 'Financial asset' is measured at the amortised cost if both the following conditions are met:

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

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.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. 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 in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. 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.

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 for financial assets carried at amortised cost.

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 Company expects to receive. When estimating the cash flows, the Company is required to consider:

– All contractual terms of the financial assets (including prepayment and extension) over the expected life of the assets.

Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

Trade receivables

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

Other financial assets

For recognition of impairment loss on other financial assets and risk exposure, the Company determines whether there has been a significant increase in the credit risk since initial recognition and if credit risk has increased significantly, life time impairment loss is provided otherwise provides for 12 month expected credit losses.

Classification and subsequent measurement of financial liabilities

Financial liabilities are measured subsequently at amortised cost using the effective interest method except for derivatives and financial liabilities designated at FVTPL, which are carried subsequently at fair value with gains or losses recognised in profit or loss.

Offsetting of financial assets and financial liabilities

Financial assets and financial liabilities are offset and the net amount is reported in the 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.



Derivative financial instruments

The Company uses derivative financial instruments, such as forward currency contracts, cross currency rate swaps to hedge its foreign currency risks. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

(a) Compound financial instruments

(b) Compound financial instruments are separated into liability and equity components based on the terms of contract. On the issuance of compound financial instruments, the fair value of liability component is determined using a market rate for an equivalent instrument. This amount is classified as a financial liability measured at amortised cost (net of transaction costs) until it is extinguished on conversion or redemption. The equity component is classified under other equity.

(2) Financial assets at fair value through other comprehensive income (FVOCI)

Financial assets at fair value through other comprehensive income (FVOCI). Financial assets that meet the following conditions are measured initially as well as at the end of each reporting date at fair value, recognised in other comprehensive income (OCI).

- a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The contractual terms of the asset give rise on specified dates to cash flows that represent solely payment of principal and interest.

(3) Financial assets, derivatives and equity instruments at FVTPL

Financial assets at fair value through profit or loss (FVTPL). Financial assets that do not meet the amortised cost criteria or FVTOCI criteria are measured at FVTPL. Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset.

2.11 Income taxes

Tax expense comprises current and deferred tax. Tax expense is recognised in profit or loss except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised in equity or in other comprehensive income.

Current tax

Current tax comprises the expected tax payable on the taxable income for the year. The amount of current tax payable is the best estimate of the tax amount expected to be paid that reflects uncertainty related to income taxes, if any. It is measured using tax rates enacted or substantively enacted at the reporting date. Current tax assets and liabilities are offset only if certain criteria is met. Current Income tax related to items recognised in other comprehensive income or directly in equity is recognised in other comprehensive income or in equity as the case may be.

Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and tax base i.e. amounts used for taxation purposes.

A deferred tax asset is recognised for unused tax losses, unabsorbed depreciation, deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which they can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised. A deferred tax liability is recognised in respect of taxable temporary differences.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets and they relate to income taxes levied by the same tax authority on the same taxable entity or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

Deferred tax relating to items recognised outside the statement of profit and loss is recognised outside the statement of profit and loss either in comprehensive income or in equity. Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

2.12 Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and demand deposits, together with other short-term, highly liquid investments maturing within 3 months from the date of acquisition. Cash and cash equivalent are readily convertible into known amounts of cash and are subject to an insignificant risk of changes in value.

2.13 Government grants

Government grants are not recognised until there is reasonable assurance that the Company will comply with the conditions attaching to them and that the grant will be received.

Government grants relating to income are determined and recognised in the statement of profit and loss over the period necessary to match them with the cost that they are intended to compensate, on a systematic basis and presented within other income.

Government grants relating to the assets are presented as deferred income and such income is recognised in the statement of profit and loss over the period on a systematic basis within other income.



2.14 Provisions, contingent assets and contingent liabilities

Provisions are recognized only when there is a present obligation, as a result of past events, and measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligations as a whole. Provisions are discounted to their present values, where the time value of money is material. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost. The expense relating to any provision is presented in the Statement of Profit and Loss net of any reimbursement.

Any reimbursement that the Company is virtually certain to collect from a third party with respect to the obligation is recognised as a separate asset. However, this asset may not exceed the amount of the related provision.

No liability is recognised if an outflow of economic resources as a result of present obligations is not probable. Such situations are disclosed as contingent liabilities unless the outflow of resource is remote.

Contingent liabilities are disclosed by way of note unless the possibility of outflow is remote. Contingent assets are neither recognized nor disclosed. However, when realization of income is virtually certain, related asset is recognized

2.15 Employee benefits expense

Short-term employee benefits

Liabilities for wages and salaries, including nonmonetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are classified as short-term employee benefits. These benefits include salaries and wages, short-term bonus, pension, incentives etc. These are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

Post-employment benefits plans

The Company provides post-employment benefits through various defined contribution and defined benefit plans.

Defined contribution plans

The Company pays fixed contribution into independent entities in relation to several state plans and insurances for individual employees. The Company has no legal or constructive obligations to pay contributions in addition to its fixed contributions, which are recognised as an expense in the period that related employee services are received.

Defined benefit plans

Under the Company's defined benefit plans, the amount of pension benefit that an employee will receive on retirement is defined by reference to the employee's length of service and final salary. The legal obligation for any benefits remains with the Company, even if plan assets for funding the defined benefit plan have been set aside. Plan assets may include assets specifically designated to a long-term benefit fund as well as qualifying insurance policies.

The liability recognised in the balance sheet for defined benefit plans is the present value of the defined benefit obligation (DBO) at the reporting date less the fair value of plan assets.

Management estimates the DBO annually with the assistance of independent actuaries. Actuarial gains/losses resulting from re-measurements of the liability/asset are included in other comprehensive income.

Service cost of the Company's defined benefit plan is included in employee benefits expense. Employee contributions, all of which are independent of the number of years of service, are treated as a reduction of service cost. Net interest expense on the net defined benefit liability is included in profit and loss. Gains and losses resulting from re-measurements of the net defined benefit liability are included in other comprehensive income.

2.16 Significant management judgement in applying accounting policies and estimation uncertainty

When preparing the financial statement, management makes a number of judgements, estimates and assumptions about the recognition and measurement of assets, liabilities, income and expenses.

Provision for income tax and deferred tax assets

The Company uses estimates and judgements based on the relevant rulings in the areas of allocation of revenue, costs, allowances and disallowances which is exercised while determining the provision for income tax. A deferred tax asset is recognised 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 utilised. Accordingly, the Company exercises its judgement to reassess the carrying amount of deferred tax assets at the end of each reporting period.

Impairment of non-financial assets

In assessing impairment, management estimates the recoverable amount of each asset or cash-generating units based on expected future cash flows and uses an interest rate to discount them. Estimation uncertainty relates to assumptions about future operating results and the determination of a suitable

Useful lives of depreciable assets

The Company reviews the useful life of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

Fair value measurement

When the fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.



Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023

2.17 Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) 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 are 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 such as bonus issue, bonus element in a rights issue, share split and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

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.

2.18 Amendment to Accounting Standards (Ind AS) issued but not yet effective

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. MCA, vide its circular dated 31 March 2023 has issued Companies (Indian Accounting Standards) Amendment Rules, 2023 to further amend the Companies (Indian Accounting Standards) Rules, 2015 as below:

Ind AS 1 Presentation of Financial Statement

Requirement to disclose 'material accounting policies' instead of 'significant accounting policies' and related guidance included to determine whether the policy is material or not.

Ind AS 8 Accounting Policies, Change in Accounting Estimates and Errors

Definition of 'accounting estimates' now included in the standard enabling distinction between change in accounting estimates from change in accounting policies.

Ind AS 12 Income Taxes

Transactions that does not give rise to equal taxable and deductible temporary differences at the time of initial transaction have now been included in the exemptions for recognition of deferred tax liability and deferred tax assets in case of taxable temporary differences.

The Company is currently evaluating the impact of amendments to the aforementioned accounting standards on its financial statements.

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Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023

3 Property, plant and equipment

Details of entity's property, plant and equipment and their carrying amounts are as follows:

Particulars	In Rs. million unless otherwise stated	
	Plant and equipment*	Total
Gross block		
Balance as at 1 April 2021	2,285.24	2,285.24
Addition during the year	-	-
Balance as at 31 March 2022	2,285.24	2,285.24
Addition during the year	-	-
Balance as at 31 March 2023	2,285.24	2,285.24
Accumulated depreciation		
Balance as at 1 April 2021	603.37	603.37
Depreciation charge for the year	133.23	133.23
Balance as at 31 March 2022	736.60	736.60
Depreciation charge for the year	133.22	133.22
Balance as at 31 March 2023	869.82	869.82
Net block		
Balance as at 31 March 2022	1,548.64	1,548.64
Balance as at 31 March 2023	1,415.42	1,415.42

*Refer note 34 for details of assets pledged

4 Right of use assets and lease liabilities

Set out below are the carrying amounts of right of use assets and lease liabilities and the movements during the year:

Particulars	In Rs. million unless otherwise stated	
	Amount	
(a) Right-of-use assets		
Cost		
Balance as on 1 April 2021		35.83
Add: Additions during the year		-
Balance as at 31 March 2022		35.83
Add: Additions during the year		-
Balance as at 31 March 2023		35.83
Accumulated amortisation		
Balance as on 1 April 2021		2.94
Amortisation for the year		1.43
Balance as at 31 March 2022		4.37
Amortisation for the year		1.43
Balance as at 31 March 2023		5.80
Net carrying amount		
Balance as at 31 March 2022		31.46
Balance as at 31 March 2023		30.03
(b) Lease liabilities		
Particulars	As at 31 March 2023	As at 31 March 2022
Opening balance	31.68	30.71
Add: Interest expense accrued on lease liabilities	3.13	3.08
Less: Lease liabilities paid	(2.92)	(2.11)
Closing balance	31.89	31.68
Current	2.65	2.99
Non-current	29.24	28.69

(i) Total cash outflow for leases Rs. 2.92 million (31 March 2022 Rs. 2.11 million) (inclusive of GST).

(ii) Refer note 36

(iii) Variable lease payments

The Company does not have any leases with variable lease payments.

(iv) Residual value guarantees

There are no residual value guaranteed in the lease contracts.



Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023

Particulars	In Rs. million unless otherwise stated	
	As at 31 March 2023	As at 31 March 2022
5 Loans - non current		
Unsecured		
Loans to related parties*	1,054.13	1,054.13
	<u>1,054.13</u>	<u>1,054.13</u>
*Carries interest @ 9.50% p.a. with the tenure of 15 years beginning from the date of disbursal of first tranche. Principal will be repaid in one bullet installment at the end of the tenure. (Refer note 30)		
6 Other financial assets - non current		
Security deposits	1.80	0.88
	<u>1.80</u>	<u>0.88</u>
7 Non current tax assets		
Advance income tax (net of provision)	20.36	9.96
	<u>20.36</u>	<u>9.96</u>
8 Trade receivables		
Considered good- unsecured	44.09	48.97
	<u>44.09</u>	<u>48.97</u>

Trade receivable ageing schedule as at 31 March 2023 and 31 March 2022

31 March 2023	Outstanding for following periods from the due date of payment							Total
	Unbilled revenue	Not due	Less than 6 months	6 months to 1 years	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivable								
Considered good	43.70	-	-	-	0.39	-	-	44.09
Credit impaired	-	-	-	-	-	-	-	-
Disputed trade receivable								
Considered good	-	-	-	-	-	-	-	-
Credit impaired	-	-	-	-	-	-	-	-
Total trade receivable	43.70	-	-	-	0.39	-	-	44.09

31 March 2022	Outstanding for following periods from the due date of payment							Total
	Unbilled revenue	Not due	Less than 6 months	6 months to 1 years	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivable								
Considered good	48.58	-	0.09	0.19	0.11	-	-	48.97
Credit impaired	-	-	-	-	-	-	-	-
Disputed trade receivable								
Considered good	-	-	-	-	-	-	-	-
Credit impaired	-	-	-	-	-	-	-	-
Total trade receivable	48.58	-	0.09	0.19	0.11	-	-	48.97

9 Cash and cash equivalents		
Balances with bank - current accounts	3.77	4.63
	<u>3.77</u>	<u>4.63</u>
10 Other bank balances		
Fixed deposits with remaining maturity more than 3 months and less than 12 months	234.55	79.83
	<u>234.55</u>	<u>79.83</u>



Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023

Particulars	In Rs. million unless otherwise stated	
	As at	As at
	31 March 2023	31 March 2022
11 Loans		
Loans to related parties		
Considered good- unsecured*#	298.13	317.64
	<u>298.13</u>	<u>317.64</u>
*Includes loans of Rs. 81.30 million (31 March 2022: Rs. 81.30 million) that are chargeable to interest @ 9.5% p.a. (31 March 2022: 9.5% p.a.) and repayable within 12 months, Loan of Rs. Nil (31 March 2022: Rs. 28 million) that are chargeable to interest @ 9.5% p.a. and are repayable on demand. Loan given of Rs. 200 million (31 March 2022: Rs. 200 million) are interest free loan and repayable on demand (refer note 30).		
#Includes interest accrued of Rs.16.83 million (31 March 2022: Rs. 8.34 million).		
Note:		
Loans or advances in the nature of loans are granted to promoter, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are repayable on demand.		
31 March 2023		
Type of borrower	Amount of loan or advance in the nature of loan outstanding	Percentage to the total loans and advances in the nature of loans
Promoter	-	-
Directors	-	-
KMPs	-	-
Related parties	200.00	14.98%
31 March 2022		
Type of borrower	Amount of loan or advance in the nature of loan outstanding	Percentage to the total loans and advances in the nature of loans
Promoter	-	-
Directors	-	-
KMPs	-	-
Related parties	228.00	16.72%
12 Other financial assets		
Interest accrued on long term loans to related party [^]	147.41	57.29
Security deposits	-	0.30
Recoverable from related parties [^]	15.91	16.04
	<u>163.32</u>	<u>73.63</u>
[^] Refer note 30		
13 Other current assets		
Advance to vendors	0.46	0.16
Prepaid expenses	1.09	1.20
	<u>1.55</u>	<u>1.36</u>



14 Equity share capital

Particulars	In Rs. million unless otherwise stated			
	As at 31 March 2023		As at 31 March 2022	
	Number of shares	Amount	Number of shares	Amount
Authorised	5,000,000	50.00	5,000,000	50.00
Issued and subscribed and fully paid up	1,090,027	10.90	1,090,027	10.90
Total	1,090,027	10.90	1,090,027	10.90

1. Reconciliation of equity capital outstanding at the beginning and at the end of the reporting period

Particulars	In Rs. million unless otherwise stated			
	For the year ended 31 March 2023		For the year ended 31 March 2022	
	Number of shares	Amount	Number of shares	Amount
At the beginning of the year	1,090,027	10.90	1,090,027	10.90
Issued during the year	-	-	-	-
Outstanding at the end of the year	1,090,027	10.90	1,090,027	10.90

2. Shares held by holding Company

Particulars	As at 31 March 2023		As at 31 March 2022	
	Number of shares	Amount	Number of shares	Amount
	ACME Solar Energy Private Limited*	1,090,027	10.90	1,090,027

*includes shares held by nominee shareholder

3. Number of shares held by each shareholder holding more than 5% Shares in the Company

Particulars	As at 31 March 2023		As at 31 March 2022	
	Number of shares	% Holding	Number of shares	% Holding
	ACME Solar Energy Private Limited	1,090,027	100%	1,090,027

4. Shareholding of promoter

Shareholding of promoter is as follows:

Promoter Name	Shares held by promoter				% Change during the year
	As at 31 March 2023		As at 31 March 2022		
	Number of shares	% Holding	Number of shares	% Holding	
ACME Solar Energy Private Limited	1,090,027	100%	1,090,027	100%	0%

5. Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of Rs 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholder.

6. Details of shares issued pursuant to contract without payment being received in cash, allotted as fully paid up by way of bonus issues and brought back during the last 5 years for each class of shares

The Company has not issued any shares pursuant to a contract without payment being received in cash, allotted as fully paid up by way of bonus shares nor has there been any buy-back of shares in the current year and immediately preceding five years.

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Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023

Particulars	In Rs. million unless otherwise stated	
	As at 31 March 2023	As at 31 March 2022
15 Other equity		
Securities premium		
Opening balance	293.77	293.77
Share capital issued during the year	-	-
Balances at the end of the year	293.77	293.77
Equity component of compound financial instruments*		
Opening balance	23.40	23.40
Converted during the year	-	-
Balances at the end of the year	23.40	23.40
Debenture redemption reserve		
Opening balance	207.09	-
Transfer (to)/ from retained earnings	(12.34)	207.09
Balances at the end of the year	194.75	207.09
Retained earnings		
Opening balance	48.84	205.07
Net profit during the year	110.01	50.81
Remeasurement of post-employment benefit obligation during the year	(0.01)	0.06
Tax effect on remeasurement during the year	-	(0.01)
Transfer from/ (to) debenture redemption reserve	12.34	(207.09)
Balances at the end of the year	171.18	48.84
Total other equity	683.10	573.10

* Refer note 16 for terms of compulsory convertible debentures

Equity components of compound financial instruments

Compound financial instruments are separated into liability and equity components based on the terms of contract. On the issuance of compound financial instruments, the fair value of liability component is determined using a market rate for an equivalent instrument. This amount is classified as a financial liability measured at amortised cost (net of transaction costs) until it is extinguished on conversion or redemption. The equity component is classified under other equity.

Securities premium

Securities premium represents premium received on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

Retained earnings

All the profits or losses made by the Company are transferred to retained earnings from Statement of Profit and Loss.

Remeasurement of defined benefit plans

This represents the actuarial gains/losses recognised in other comprehensive income.

Debenture redemption reserve

The Company is required to create a Debenture Redemption Reserve out of the profits which are available for payment of dividend for the purpose of redemption of debentures, in accordance with the provision of section 71(4) of Companies Act, 2013 read alongwith Companies (Share Capital and Debentures) Rules, 2014.



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Particulars	In Rs. million unless otherwise stated	
	As at 31 March 2023	As at 31 March 2022
16 Long term borrowings		
Secured		
Non convertible debenture* [@]	1,863.05	1,951.63
Unsecured		
Compulsorily convertible debenture [^]	264.09	263.71
	<u>2,127.14</u>	<u>2,215.34</u>
*Refer note 31 for terms of borrowings.		
[@] During the previous year, the Company had used the gross proceeds of the 2,127,246,480 NCDs (along with the existing cash and cash equivalents), in accordance with the agreed terms, as given below :		
(i) repay existing indebtedness, including but not limited to prepayment penalties to existing lenders;		
(ii) extend inter-company loans to ACME Solar Holdings Private Limited and its affiliates;		
(iii) repay existing CCDs issued to affiliates post modification of terms to permit redemption;		
(iv) pay expenses in relation to the issue of NCDs;		
(v) make payments of any creditors (in the nature of trade creditors and indebtedness / obligations of similar nature) to the extent not included in existing indebtedness and inter-company loans; and		
(vi) for any other purpose(s) permitted by applicable law.		
[^] Terms and conditions of conversion of Compulsorily convertible debentures (CCD)		
During the earlier year, the Company had issued 1,047,279 compulsorily convertible debentures of Rs 282 each to ACME Solar Energy Private Limited. Rate of interest on CCDs shall be floating and always be less than 1% from the rate of interest charged by the lenders. The payment of interest shall starts from the next day of commercial operation (COD) of the project. Each CCD shall be mandatorily converted into equity shares at fair value on the date of conversion.		
17 Provisions		
Provision for employee benefits*		
Provision for gratuity	0.07	0.03
Provision for compensated absences	-	0.01
	<u>0.07</u>	<u>0.04</u>
*Refer note 32 for employee benefit related disclosures		
18 Deferred tax liabilities (net)		
Deferred tax assets arising on:		
Unabsorbed depreciation and business losses	162.04	230.85
Employees benefits	0.02	0.01
Lease liabilities	8.72	8.79
Deferred tax liabilities arising on:		
Property, plant and equipment (including right of use assets)	(358.42)	(388.74)
Compound financial instruments	(7.88)	(7.96)
Deferred tax liabilities (net)	<u>(195.52)</u>	<u>(157.05)</u>

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In Rs. million unless otherwise stated

Particulars (2022-23)	As at 31 March 2022	(Expenses)/ credit recognised in statement of profit and loss	Recognised in other comprehensive income	As at 31 March 2023
Assets				
Unabsorbed depreciation and business losses	230.85	(68.81)	-	162.04
Employees benefits	0.01	0.01	-	0.02
Lease liabilities	8.79	(0.07)	-	8.72
Liabilities				
Property, plant and equipment	(388.74)	30.32	-	(358.42)
Equity component of compound financial instruments	(7.96)	0.08	-	(7.88)
Total	(157.05)	(38.47)	-	(195.52)

Particulars (2021-22)	As at 01 April 2021	(Expenses)/ credit recognised in statement of profit and loss	Recognised in other comprehensive income	As at 31 March 2022
Assets				
Unabsorbed depreciation and business losses	337.15	(106.30)	-	230.85
Employees benefits	0.03	(0.01)	(0.01)	0.01
Lease liabilities	10.24	(1.45)	-	8.79
Minimum alternate tax credit	87.58	(87.58)	-	-
Liabilities				
Property, plant and equipment	(482.09)	93.35	-	(388.74)
Equity component of compound financial instruments	(9.31)	1.35	-	(7.96)
Total	(56.40)	(100.64)	(0.01)	(157.05)

Effective tax reconciliation

In Rs. million unless otherwise stated

Particulars	In Rs. million unless otherwise stated	
	As at 31 March 2023	As at 31 March 2022
Profit before tax	150.02	127.06
Applicable tax rate*	25.17%	25.17%
Expected tax expense [A]	37.76	31.98
Expenses not considered in determining taxable profit	0.69	0.62
Minimum alternate tax	-	87.58
Impact for changes in tax rates	-	(19.54)
Earlier year tax adjustment	1.54	(24.39)
Others	0.02	-
Total adjustments [B]	2.25	44.27
Actual tax expense [C=A+B]	40.01	76.25
Total tax incidence	40.01	76.25
Tax expense recognized in Statement of profit and loss [D]	40.01	76.25

*The Company had exercised the option under section 115BAA of the Income-tax Act, 1961, as introduced by the Taxation Laws (Amendment) Act, 2019, while filing return of income for the financial year ended 31 March 2021. Consequently, during previous year, the Company had applied the lower income tax rates on the deferred tax assets/ liabilities to the extent these are expected to be realized or settled in the future period under the new regime.

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Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023

Particulars	In Rs. million unless otherwise stated	
	As at 31 March 2023	As at 31 March 2022
19 Short term borrowings		
Current maturities of long term borrowing		
Non convertible debentures*	128.53	118.17
	<u>128.53</u>	<u>118.17</u>
* Refer note 31		
20 Trade payables		
Due to micro enterprises and small enterprises)	0.52	0.45
Due to others	-	-
	<u>0.52</u>	<u>0.45</u>
Note:-		
a Disclosure under the Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act, 2006'):		
i) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year	0.52	0.45
ii) The amount of interest paid by the buyer in terms of section 16, along with the amounts of the payments made to the supplier beyond the appointed day during accounting year	-	-
iii) The amount of interest due and payable for the period of delay in making payments (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006.	-	-
iv) The amount of interest accrued and remaining unpaid at the end of each accounting year, and	-	-
v) The amount of further interest remaining due and payable even in the succeeding year, 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 section 23 of the MSMED Act, 2006	-	-
	<u>0.52</u>	<u>0.45</u>

The above information regarding dues to Micro, Small and Medium enterprises as defined under the Micro, Small and Medium Enterprises Development Act (MSMED), 2006 has been determined to the extent identified and information available with the Company pursuant to Section 22 of the Micro, Small and Medium enterprises Development Act (MSMED), 2006.

Trade payable ageing schedule as at 31 March 2023 and 31 March 2022

31 March 2023	Outstanding for following periods from the due date of payment					Total
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed dues - MSME*	0.16	-	0.36	-	-	0.52
Undisputed dues - Others	-	-	-	-	-	-
Disputed dues - MSME*	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-
Total trade payables	0.16	-	0.36	-	-	0.52
31 March 2022	Outstanding for following periods from the due date of payment					Total
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed dues - MSME*	0.03	0.42	-	-	-	0.45
Undisputed dues - Others	-	-	-	-	-	-
Disputed dues - MSME*	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-
Total trade payables	0.03	0.42	-	-	-	0.45

*MSME as per the Micro, Small and Medium Enterprises Development Act, 2006.



Nirosha Power Private Limited
CIN-U40106HR2015PTC054395

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023

Particulars	In Rs. million unless otherwise stated	
	As at 31 March 2023	As at 31 March 2022
21 Other financial liabilities		
Interest accrued on borrowings	24.89	26.46
Interest accrued on compulsorily convertible debenture	55.40	30.82
Employee related dues	0.04	0.03
Other financial liabilities		
Related parties (refer note 30).	0.26	0.19
Others	2.03	1.37
	<u>82.62</u>	<u>58.87</u>
22 Other current liabilities		
Payable to statutory authorities	6.86	5.53
	<u>6.86</u>	<u>5.53</u>

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Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023

Particulars	In Rs. million unless otherwise stated	
	For the year ended 31 March 2023	For the year ended 31 March 2022
23 Revenue from operations		
Sale of electricity	459.87	458.03
	<u>459.87</u>	<u>458.03</u>
24 Other income		
Interest income		
Bank deposits	8.90	2.26
Loans and advances etc (refer note 30)	109.57	71.98
Others	0.05	2.51
Liabilities no longer required written back	0.20	-
	<u>118.72</u>	<u>76.75</u>

Revenue from contracts with customers

a) Disaggregation of revenue

Set out below is the disaggregation of the Company's revenue from contracts with customers:

Particulars	In Rs. million unless otherwise stated	
	For the year ended 31 March 2023	For the year ended 31 March 2022
Revenue from contracts with customers		
Based on nature of goods/ services		
Sale of electricity	459.87	458.03
Total revenue	<u>459.87</u>	<u>458.03</u>

b) Contract balances

The following table provides information about receivables, contract assets and contract liabilities from contract with customers:

Particulars	In Rs. million unless otherwise stated	
	As at 31 March 2023	As at 31 March 2022
Receivables		
Trade receivables	0.39	0.39
Unbilled revenue for passage of time	43.70	48.58
Total receivables (a)	<u>44.09</u>	<u>48.97</u>
Contract assets		
Unbilled revenue other than passage of time	-	-
Total contract assets (b)	<u>-</u>	<u>-</u>
Contract liabilities		
Advance from customer	-	-
Total contract liabilities (c)	<u>-</u>	<u>-</u>
Total (a+b-c)	<u>44.09</u>	<u>48.97</u>

Contract asset is the right to consideration in exchange for goods or services transferred to the customer. Contract liability is the entity's obligation to transfer goods or services to a customer for which the entity has received consideration from the customer in advance. Contract assets are transferred to receivables when the rights become unconditional i.e. only the passage of time is required before payment of consideration is due and the amount is billable. Contract liabilities are recognized as revenue as and when the performance obligation is satisfied.

There are no contract assets and the contract liabilities during the year (31 March 2022: nil), therefore disclosure regarding significant changes in contract assets and contract liabilities is not given.



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Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023

c) Performance obligation

The Company's performance obligation is satisfied at a point of time when the units of electricity are delivered as per the terms of the agreement with the customer.

d) Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price

Particulars	In Rs million unless otherwise stated	
	For the year ended 31 March 2023	For the year ended 31 March 2022
Revenue as per contract	474.14	466.52
Adjustments:		
Cash rebate	(5.22)	(4.62)
Other adjustments	(9.05)	(3.87)
Revenue from contract with customers	459.87	458.03

e) Transaction price - remaining performance obligation

The remaining performance obligation disclosure provides the aggregate amount of the transaction price yet to be recognized as at the end of the reporting period and an explanation as to when the Company expects to recognize these amounts in revenue. Applying the practical expedient as given in Ind AS 115, the Company has not disclosed the remaining performance obligation related disclosures for contracts as the revenue recognised corresponds directly with the value to the customer of the entity's performance completed till the reporting period.

f) There is no significant estimate involved in the recognition of revenue from contract.

25 Employee benefits expense

Salaries, wages and bonus	0.56	0.70
Contribution to provident and other funds	0.03	0.05
Staff welfare expenses	0.01	-
	0.60	0.75

26 Finance costs

Interest on		
term loans	-	52.02
non convertible debenture	196.30	129.43
compulsory convertible debenture	27.69	27.70
lease liabilities (refer note 4)	3.13	3.08
delayed payment of taxes	0.10	0.07
others	0.12	-
Amortisation of ancillary cost of borrowings	45.17	38.46
Other borrowing cost	0.53	1.06
	273.04	251.82

27 Depreciation and amortisation expenses

Depreciation of property plant and equipment (refer note 3)	133.22	133.23
Amortisation of right of use assets (refer note 4)	1.43	1.43
	134.65	134.66

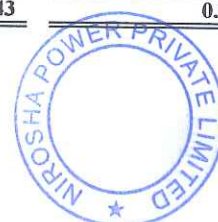
28 Other expense

Operation and maintenance expenses	14.05	13.40
Repairs and maintenance		
Plant and equipment	0.26	0.19
Others	-	0.18
Rates and taxes	0.11	0.24
Insurance	2.33	2.52
Legal and professional fees	0.61	1.17
Payment to auditors (refer note a below)	0.43	0.43
Corporate social responsibility (refer note 38)	2.49	2.36
	20.28	20.49

Note:-

a) payment to auditor (inclusive of taxes) as auditor

	0.43	0.43
	0.43	0.43



29 Financial instruments

(i) Fair value hierarchy

There are no financial assets or liabilities measured at fair value in these financial statements.

(ii) Financial instruments by category

In Rs million unless otherwise stated

Particulars	31 March 2023		31 March 2022	
	FVTPL*	Amortised cost	FVTPL*	Amortised cost
Financial assets				
Loans	-	1,352.26	-	1,371.77
Other financial assets	-	165.12	-	74.51
Trade receivables	-	44.09	-	48.97
Cash and cash equivalents	-	3.77	-	4.63
Other bank balances	-	234.55	-	79.83
Total financial assets	-	1,799.79	-	1,579.71
Financial liabilities				
Borrowings	-	2,255.67	-	2,333.51
Lease liabilities (including current maturities)	-	31.89	-	31.68
Other financial liabilities	-	82.62	-	58.87
Trade payables	-	0.52	-	0.45
Total financial liabilities	-	2,370.70	-	2,424.51

*Fair value through Profit and Loss

The amortised cost of the financial assets and liabilities approximate to the fair value on the respective reporting dates.

(iii) Risk management

The Company's activities expose it to credit risk, liquidity risk and market risk. The Company board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. This note explains the sources of risk which the Company is exposed to and how the Company manages the risk and the related impact in the financial statements.

(A) Credit risk

Credit risk is the risk that a counterparty fails to discharge its obligation to the Company. The Company's exposure to credit risk is influenced mainly by cash and cash equivalents, trade receivables and financial assets measured at amortised cost. The Company continuously monitors defaults of customers and other counterparties and incorporates this information into its credit risk controls.

a) Credit risk management

i) Credit risk rating

The Company assesses and manages credit risk of financial assets based on following categories arrived on the basis of assumptions, inputs and factors specific to the class of financial assets.

A: Low credit risk on financial reporting date

B: Moderate credit risk

C: High credit risk

The Company provides for expected credit loss based on the following:

Asset group	Basis of categorisation	Provision for expected credit loss
Low credit risk	Cash and cash equivalents, other Bank balance, loan, trade receivables and other financial assets	12 month expected credit loss

Based on business environment in which the Company operates, there have been no defaults on financial assets of the Company by the counterparty. Loss rates reflecting defaults are based on actual credit loss experience and considering differences between current and historical economic conditions.

Assets are written off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or a litigation decided against the Company. The Company continues to engage with parties whose balances are written off and attempts to enforce repayment. There have been no cases of write off with the Company.

In Rs million unless otherwise stated

Credit rating	Particulars	31 March 2023		31 March 2022	
A: Low credit risk	Cash and cash equivalents, other Bank balance, loans, trade receivables and other financial assets	1,799.79		1,579.71	

b) Credit risk exposure

(i) Provision for expected credit losses

The Company provides for 12 month expected credit losses for following financial assets –
31 March 2023

Particulars	Estimated gross carrying amount at default	Expected credit losses	Carrying amount net of impairment provision
Cash and cash equivalents	3.77	-	3.77
Other bank balances	234.55	-	234.55
Loans	1,352.26	-	1,352.26
Trade receivables	44.09	-	44.09
Other financial assets	165.12	-	165.12



31 March 2022

In Rs million unless otherwise stated

Particulars	Estimated gross carrying amount at default	Expected credit losses	Carrying amount net of impairment provision
Cash and cash equivalents	4.63	-	4.63
Other bank balances	79.83	-	79.83
Loans	1,371.77	-	1,371.77
Trade receivables	48.97	-	48.97
Other financial assets	74.51	-	74.51

The Company's major trade receivables and unbilled revenue are only with government owned counterparty and are recovered as per the terms of the power purchase agreement. Therefore, these trade receivables and unbilled revenue are considered high quality and accordingly no life time expected credit losses are recognised on such receivables based on simplified approach. Any provisions against such receivables are for liquidated damages and not related to credit worthiness of the counterparty. The Company considers that trade receivables are not credit impaired as these are receivable from Government undertaking.

The credit risk for cash and cash equivalents and other bank balances is considered negligible, since the counterparties are reputable banks with high quality external credit ratings.

The Company has given loans to group entities and the credit risk in relation to such loans has been assessed as negligible.

(B) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company takes into account the liquidity of the market in which the Company operates.

Maturities of financial liabilities

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments, where applicable.

In Rs million unless otherwise stated

31 March 2023	On demand	Less than 1 year	1 - 5 years	More than 5 years	Total
Non-derivatives	-	-	-	-	-
Borrowings (including interest)	-	344.17	2,436.37	-	2,780.54
Compulsory convertible debentures*	-	82.79	109.35	761.62	953.76
Lease liabilities (refer note 4)	-	2.62	13.45	63.34	79.41
Trade payables	-	0.52	-	-	0.52
Other financial liabilities	-	2.33	-	-	2.33
Total	-	432.43	2,559.17	824.96	3,816.56

31 March 2022	On demand	Less than 1 year	1 - 5 years	More than 5 years	Total
Non-derivatives	-	-	-	-	-
Borrowings (including interest)	-	346.53	2,753.44	-	3,099.97
Compulsory convertible debentures*	-	58.14	109.35	789.02	956.51
Lease liabilities (refer note 4)	-	2.62	12.43	66.97	82.02
Trade payables	-	0.45	-	-	0.45
Other financial liabilities	-	1.59	-	-	1.59
Total	-	409.33	2,875.22	855.99	4,140.54

The gross outflows disclosed in the above table represent the contractual undiscounted cash flows relating to financial liabilities held for risk management purposes and which are not usually closed out before contractual maturity.

*The Company does not expect any cash outflow in relation to the liability classified as compulsorily convertible debenture; wherein only interest payout has been considered.

(C) Market risk

a) Foreign exchange risk

The company does not have any foreign exchange risk as there are no foreign currency transactions.

b) Interest rate risk

i) Liabilities

The Company's policy is to minimise interest rate cash flow risk exposures on long-term financing. The Company is not exposed to changes in market interest rates through bank borrowings at variable interest rates.

Interest rate risk exposure

Below is the overall exposure of the Company to interest rate risk:

In Rs million unless otherwise stated

Particulars	31 March 2023	31 March 2022
Fixed rate borrowing	2,255.67	2,333.51
Total borrowings	2,255.67	2,333.51



Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023

ii) Assets

The Company's fixed deposits are carried at amortised cost and are fixed rate deposits. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

Interest rate risk exposure

Below is the overall exposure of the deposits:

Particulars	In Rs million unless otherwise stated	
	31 March 2023	31 March 2022
Fixed rate deposits	234.55	79.83
Total deposits	234.55	79.83

The Company does not have any interest rate risk on these fixed deposits.

The Company has given loans to group entities with fixed rate of interest. They are therefore not subject to interest rate risk.

c) Price risk

The Company does not have any other price risk than interest rate risk as disclosed above.

Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company's policy is to keep an optimum gearing ratio. The Company includes within net debt, interest bearing loans and borrowings, trade payables, less cash and cash equivalents.

Particulars	In Rs million unless otherwise stated	
	31 March 2023	31 March 2022
Borrowings	2,255.67	2,333.51
Trade payables	0.52	0.45
Lease liabilities (including current maturities)	31.89	31.68
Other financial liabilities	82.62	58.87
Less: Cash and cash equivalents	3.77	4.63
Net debt	2,366.93	2,419.88
Equity	694.00	584.00
Total equity	694.00	584.00
Capital and net debt	3,060.93	3,003.88
Gearing ratio (%)	77.33%	80.56%

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants and attached to the interest bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings.

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30 Related parties

I List of related parties as per the requirements of Ind-AS 24 - Related Party Disclosures

Ultimate Holding Company

MKU Holdings Private Limited

Intermediate Holding Company

ACME Cleantech Solutions Private Limited

ACME Solar Holdings Private Limited

Holding Company

ACME Solar Energy Private Limited

Fellow Subsidiaries (with whom transactions have been made)

ACME Solar Technologies (Gujarat) Private Limited

ACME Solar Energy (Madhya Pradesh) Private Limited

ACME Odisha Solar Power Private Limited

ACME Jodhpur Solar Power Private Limited

ACME Magadh Solar Power Private Limited

ACME Nalanda Solar Power Private Limited

ACME Raipur Solar Power Private Limited

ACME PV Powertech Private Limited

ACME Yamunanagar Solar Power Private Limited

ACME Mahbubnagar Solar Energy Private Limited

ACME Rewa Solar Energy Private Limited

ACME Kittur Solar Energy Private Limited

ACME Kudligi Solar Energy Private Limited

ACME Hukkeri Solar Energy Private Limited

ACME Sandur Solar Energy Private Limited

ACME Sidlaghatta Solar Energy Private Limited

ACME Guledagudda Solar Energy Private Limited

ACME Deoghar Solar Power Private Limited

II. Transactions with related parties and outstanding year end balances

In Rs. million unless otherwise stated

S.No.	Particular	For the year ended 31 March 2023	For the year ended 31 March 2022	For the year ended 31 March 2023	For the year ended 31 March 2022
(A)	Transaction with related parties*	Intermediate Holding and Holding Company	Intermediate Holding and Holding Company	Others	Others
1	Expenses incurred on behalf of the Company				
	ACME Cleantech Solutions Private Limited	0.03	1.80	-	-
	ACME Solar Holdings Private Limited	0.07	0.19	-	-
2	Operation and maintenance expenses				
	ACME Cleantech Solutions Private Limited	11.79	11.17	-	-
3	Interest income on loan given				
	ACME Solar Holdings Private Limited	107.86	71.38	-	-
	ACME Raipur Solar Power Private Limited	-	-	1.44	0.60
	ACME Odisha Solar Power Private Limited	-	-	0.09	-
	ACME Rewa Solar Energy Private Limited	-	-	0.18	-
4	Interest on compulsory convertible debentures				
	ACME Solar Energy Private Limited	27.69	27.70	-	-
5	Loan given				
	ACME Raipur Solar Power Private Limited	-	-	67.50	43.00
	ACME Solar Holdings Private Limited	-	1,054.13	-	-
	ACME Odisha Solar Power Private Limited	-	-	35.00	-
	ACME Rewa Solar Energy Private Limited	-	-	42.50	-
6	Receipt of loan given				
	ACME Raipur Solar Power Private Limited	-	-	95.50	15.00
	ACME Odisha Solar Power Private Limited	-	-	35.00	-
	ACME Rewa Solar Energy Private Limited	-	-	42.50	-



In Rs. million unless otherwise stated

S.No.	Particular	As at 31 March 2023	As at 31 March 2022	As at 31 March 2023	As at 31 March 2022
(B)	Outstanding balances - year end	Intermediate Holding and Holding Company	Intermediate Holding and Holding Company	Others	Others
1	Related party receivable[#]				
	ACME Cleantech Solutions Private Limited	15.82	15.95	-	-
	ACME Solar Energy Private Limited	0.09	0.09	-	-
2	Interest accrued on loan given				
	ACME Solar Holdings Private Limited	147.41	57.29	-	-
3	Interest payable on compulsorily convertible debentures classified as liability				
	ACME Solar Energy Private Limited	55.40	30.82	-	-
4	Loans given to related parties[#]				
	ACME Solar Holdings Private Limited	1,149.44	1,142.48	-	-
	ACME Cleantech Solutions Private Limited	0.74	0.74	-	-
	ACME Kittur Solar Energy Private Limited	-	-	22.44	22.44
	ACME Kudligi Solar Energy Private Limited	-	-	29.92	29.92
	ACME Hukkeri Solar Energy Private Limited	-	-	22.44	22.44
	ACME Sandur Solar Energy Private Limited	-	-	22.85	22.85
	ACME Sidlaghatta Solar Energy Private Limited	-	-	29.91	29.91
	ACME Guledagudda Solar Energy Private Limited	-	-	22.44	22.44
	ACME Deoghar Solar Power Private Limited	-	-	50.00	50.00
	ACME Odisha Solar Power Private Limited	-	-	0.08	-
	ACME Rewa Solar Energy Private Limited	-	-	0.16	-
	ACME Raipur Solar Power Private Limited	-	-	1.84	29.08
5	Related party payable				
	ACME Solar Holdings Private Limited	0.26	0.19	-	-
6	Co-guarantee given by fellow subsidiaries forming part of restricted group with respect to non convertible debentures of the Company				
	ACME Solar Energy (Madhya Pradesh) Private Limited, ACME Solar Technologies (Gujarat) Private Limited, ACME Odisha Solar Power Private Limited, ACME Magadh Solar Power Private Limited, ACME Nalanda Solar Power Private Limited, Acme Raipur Solar Power Private Limited, ACME PV Powertech Private Limited, ACME Yamunanagar Solar Power Private Limited, ACME Rewa Solar Energy Private Limited, ACME Jodhpur Solar power Private Limited and ACME Mahbubnagar Solar Energy Private Limited	-	-	1,947.49	2,070.87
7	Co-guarantee given by the Company with respect to non convertible debentures of fellow subsidiaries forming part of restricted group				
	ACME Solar Technologies (Gujarat) Private Limited	-	-	1,072.76	1,140.72
	ACME Solar Energy (Madhya Pradesh) Private Limited	-	-	1,824.87	1,940.48
	ACME Odisha Solar Power Private Limited	-	-	1,877.55	1,996.50
	Acme Jodhpur Solar Power Private Limited	-	-	3,488.96	3,709.99
	Acme Magadh Solar Power Private Limited	-	-	618.58	657.77
	Acme Nalanda Solar Power Private Limited	-	-	884.73	940.78
	Acme Raipur Solar Power Private Limited	-	-	1,751.29	1,862.24
	Acme PV Powertech Private Limited	-	-	3,098.37	3,294.66
	ACME Yamunanagar Solar Power Private Limited	-	-	1,080.93	1,149.41
	Acme Mahbubnagar Solar Energy Private Limited	-	-	1,620.49	1,723.15
	ACME Rewa Solar Energy Private Limited	-	-	3,488.96	3,709.99

* The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions.

The Company has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken at each reporting period.



Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023

31 Terms of borrowings

S. No	Nature of loan	Nature of securities	Interest rate	Tenure of repayment	Prepayment of loan amount
1	Non Convertible Debentures	<p>Primary security: Debenture from holders are secured. First ranking pari passu charge on:</p> <p>(a) a first ranking pledge over 51% (fifty-one per cent) of both the equity shares and available CCDs issued by each member of the Restricted Group;</p> <p>(b) a first ranking security over the immovable assets (both present and future) of the Issuer pertaining to the Project being operated by that Issuer (including leasehold rights, but excluding the Excluded Assets);</p> <p>(c) a first ranking security over: (i) the moveable assets (tangible and intangible) including goodwill, intellectual property rights and uncalled capital, both present and future, of the Issuer, (ii) the Senior Enforcement Account; and (iii) the Restricted Debt Service Account, (other than the Excluded Assets, the current assets, cash flows, book debts and receivables of such Issuer);</p> <p>(d) a first ranking security over the rights of the Issuer under the relevant PPA(s), Insurance policies and other project documents entered into by such Issuer in connection with the Project being operated by that Issuer;</p> <p>(e) a first ranking security over the NCD Escrow Accounts (whether currently in existence or acquired/opened thereafter) maintained by the Issuer in terms of the relevant Trust and Accounts Deed, together with all cash flows, receivables and other assets and securities which represent all amounts in such accounts and all the moneys, securities, instruments, investments and other properties deposited in, credited to or required to be deposited in or credited to or lying to the credit of such accounts, both present and future;</p> <p>(f) a second ranking security over the Common Project Accounts maintained by the Issuer in terms of the relevant Trust and Accounts Deed (whether currently in existence or acquired/opened thereafter) (other than the Excluded Assets), together with all cash flows, receivables and other assets and securities which represent all amounts in such accounts and all the moneys, securities, instruments, investments and other properties deposited in, credited to or required to be deposited in or credited to or lying to the credit of such accounts, both present and future; and</p> <p>(g) a second ranking security over the current assets, book debts, cash flows, all receivables and WC Accounts (other than the Excluded Assets) of the Issuer pertaining to or arising from the Project being operated by that Issuer, together with all cash flows, receivables and other assets and securities which represent all amounts in such accounts and all the moneys, securities, instruments, investments and other properties deposited in, credited to or required to be deposited in or credited to or lying to the credit of such WC Accounts, both present and future.</p> <p>The Collateral described in paragraph (a) above is referred to as the "Share Pledge". The Collateral described in paragraphs (b) to (d) above is referred to as the "Issuer Project Security". The Collateral described in paragraph (e) above is referred to as the "Issuer Exclusive Project Security". The Collateral described in paragraph (f) and (g) above is referred to as the "Issuer Second Ranking Project Security".</p>	Effective interest rate is 12.19% p.a (including Withholding tax)	Debenture shall be repaid in ~5 years with repayment starting from Feb-22 and ending in Aug-26. The premium on redemption of non convertible debenture will be paid at the time of maturity of these non convertible debentures and Interest on non convertible debentures will be paid semi annually.	The borrower shall be entitled to prepay the facility or any part thereof, together with all interests, other charges and monies due & payables including redemption premium

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Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023

32 Employee benefits

Defined contribution

Contributions are made to the recognised provident and family pension fund, cover all eligible employees under applicable Acts. The employees and the Company make pre-determined contributions to the provident fund. The contributions are normally based upon a proportion of the employee's salary. The Company has recognized an amount of Rs 0.03 million (31 March 2022: Rs 0.05 million) towards employer's contribution in provident fund and other funds in the Statement of Profit and Loss.

Defined benefit obligation

Provision for gratuity, payable to eligible employees on retirement/separation, is based upon an actuarial valuation as at the balance sheet date. Major drivers in actuarial assumptions, typically, are years of service and employee compensation. The obligations are actuarially determined using the 'Projected Unit Credit Method' as at the balance sheet date. Gains/ losses on changes in actuarial assumptions are accounted in Other Comprehensive Income as identified by the management of the Company.

Other long term employee benefits

Provision for compensated absences, payable to eligible employees on availment/ retirement/ separation, is based upon an actuarial valuation as at the balance sheet date. Major drivers in actuarial assumptions, typically, are years of service and employee compensation. The obligation are actuarially determined using the 'Projected Unit Credit Method' as at the balance sheet date. Gains/ losses on changes in actuarial assumptions are accounted in Other Comprehensive Income.

Particulars	In Rs. million unless otherwise stated	
	Gratuity	
	31 March 2023	31 March 2022
Reconciliation of liability recognised in the Balance sheet:		
Present value of commitments	0.07	0.03
Fair value of plan assets	-	-
Net liability in the balance sheet	0.07	0.03
Movement in net liability recognised in the Balance sheet:		
Net liability as at the beginning of the year	0.03	0.07
Net amount recognised as expenses in the Statement of Profit and Loss	0.03	0.02
Acquisition adjustment	-	-
Remeasurements	0.01	(0.06)
Net liability as at the end of the year	0.07	0.03
Expenses recognised in the Statement of Profit and Loss		
Current service cost	0.03	0.02
Interest cost	-	-
Expenses charged to the Statement of Profit and Loss	0.03	0.02
Component of defined benefit cost recognised in other comprehensive income	(0.01)	0.06

Particulars	Gratuity	
	31 March 2023	31 March 2022
Reconciliation of defined-benefit commitments:		
Obligations as at the beginning of the year	0.03	0.07
Current service cost	0.03	0.02
Interest cost	-	-
Remeasurements- Actuarial loss/ (gains)	0.01	(0.06)
Acquisition adjustment	-	-
Obligations as at the end of the year	0.07	0.03

Breakup of Actuarial (gain)

Particulars	In Rs. million unless otherwise stated	
	31 March 2023	31 March 2022
Actuarial loss on arising from change in demographic assumption	-	-
Actuarial loss/ (gain) on arising from change in financial assumption	-	-
Actuarial loss/ (gain) on arising from experience adjustment	0.01	(0.06)
Total actuarial (gain)	0.01	(0.06)

The actuarial valuation in respect of commitments and expenses relating to unfunded Gratuity are based on the following assumptions which if changed, would affect the commitment's size, funding requirements and expenses:



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Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023

(a) Economic Assumptions

Particulars	31 March 2023	31 March 2022
Discount rate	7.36%	7.26%
Expected rate of salary increase	6.00%	6.00%

(b) Demographic Assumptions

Particulars	31 March 2023	31 March 2022
Retirement age	58 years	58 years
Mortality table	Indian Assured Lives Mortality (IALM) (2012-14) modified Ult	Indian Assured Lives Mortality (IALM) (2012-14) modified Ult

(c) Sensitivity analysis of defined benefit obligation

Particulars	Gratuity	
	31 March 2023	31 March 2022
a) Impact of the change in discount rate		
i) Impact due to increase of 0.50%	-	-
ii) Impact due to decrease of 0.50%	0.01	-
b) Impact of the change in salary increase		
i) Impact due to decrease of 0.50%	0.01	-
ii) Impact due to increase of 0.50%	-	-

Sensitivities due to mortality and withdrawals are not material & hence impact of change not calculated.

Sensitivities as to rate of inflation, rate of increase of pensions in payment, rate of increase of pensions before retirement & life expectancy are not applicable being a lump sum benefit on retirement.

(d) Maturity profile of defined benefit obligation

Particulars	Gratuity	
	31 March 2023	31 March 2022
0 to 1 Year	-	-
1 to 2 Year	-	-
2 to 3 Year	-	-
3 to 4 Year	-	-
4 to 5 Year	-	-
5 to 6 Year	-	-
6 Year onwards	0.06	0.05

The contribution expected to be made by the Company during the financial year 2023-24 is Rs 0.04 million (2022-23 is Rs. 0.04 million).

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Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023

33 Earnings/ (loss) per share

Both the basic and diluted earnings per share have been calculated using the loss attributable to shareholders of the parent company as the numerator, i.e. no adjustments to earning were necessary.

The reconciliation of the weighted average number of shares for the purposes of diluted earnings per share to the weighted average number of ordinary shares used in the calculation of basic earnings per share is as follows:

Particulars	In Rs million unless otherwise stated	
	For the year ended 31 March 2023	For the year ended 31 March 2022
Profit attributable to owners	110.01	50.81
Number of equity shares	1,090,027	1,090,027
Weighted average number of shares used in basic earnings per share	1,090,027	1,090,027
Weighted average number of shares used in diluted earnings per share	1,090,027	1,090,027
Basic earnings per share	100.92	46.61
Diluted earnings per share	100.92	46.61

Compulsory convertible debentures (CCD), which are convertible into variable number of equity share based upon the fair value of the equity share on the date of conversion, have not been considered in the calculation of earning per share.

34 Details of assets pledged

The carrying amounts of assets pledged as security for current and non-current borrowings are:

Particulars	In Rs million unless otherwise stated	
	As at 31 March 2023	As at 31 March 2022
Current		
Trade receivables	44.09	48.97
Cash and cash equivalents	3.77	4.63
Other bank balances	234.55	79.83
Loans	298.13	317.64
Other financial assets	163.32	73.63
Total	743.86	524.70
Non-current		
Property, plant and equipment	1,415.42	1,548.64
Loans	1,054.13	1,054.13
Other financial assets	1.80	0.88
Total	2,471.35	2,603.65

35 Reconciliation of liabilities from financing activities

Particulars	As at 31 March 2022	Cash flows		Non cash changes/ Interest expenses	As at 31 March 2023
		Additions	Payment		
Long-term borrowings (including current maturities)	2,333.51	-	(123.38)	45.54	2,255.67
Lease liabilities (including current maturities)	31.68	-	(2.92)	3.13	31.89
Interest accrued on borrowings	57.28	-	(201.26)	224.27	80.29
Total liabilities from financial activities	2,422.47	-	(327.56)	272.94	2,367.85

Particulars	As at 01 April 2021	Cash flows		Non cash changes/ Interest expenses	As at 31 March 2022
		Additions	Payment		
Long-term borrowings (including current maturities)	1,640.10	2,099.23	(1,444.61)	38.79	2,333.51
Lease liabilities (including current maturities)	30.71	-	(2.11)	3.08	31.68
Interest accrued on borrowings	-	-	(158.86)	216.14	57.28
Total liabilities from financial activities	1,670.81	2,099.23	(1,605.58)	258.01	2,422.47



36 Ind AS 116 - Leases

The Company has lease agreement usually for a period of 28 years with individuals for land. With the exception of short-term leases and leases of low-value underlying assets, each lease is reflected on the balance sheet as a right-of-use asset and a lease liability. The Company classifies its right-of-use assets in a consistent manner to its property, plant and equipment.

Each lease generally imposes a restriction that, unless there is a contractual right for the Company to sublease the asset to another party, the right-of-use asset can only be used by the Company. The Company is prohibited from selling or pledging the underlying leased assets as security.

(a) Lease payments not included in measurement of lease liability

The Company did not enter into any lease arrangements which are either of low value or are considered as short term leases.

(b) Information about extension and termination options

The lease agreement provide options for extension to the Company if power purchase agreement is extended.

37 Contingent liabilities:

In Rs million unless otherwise stated

Particulars	As at	As at
	31 March 2023	31 March 2022
Co-guarantee issued (refer note 30)	20,807.49	22,125.69
Total	20,807.49	22,125.69

38 Corporate social responsibilities

As per Section 135 of the Companies Act, 2013, a Company meeting the eligibility criteria, needs to spend at least 2% of its average net profit for the immediately preceding three financial year on corporate social responsibility (CSR) activities. A CSR committee has been formed by the Company as per the Act. The funds were primarily utilized through the year on the activities which are specified in Schedule VII of the Companies Act, 2013:

Particulars	As at	As at
	31 March 2023	31 March 2022
i) Amount required to be spent by the company during the year	2.49	2.36
ii) Amount of expenditure incurred*	2.49	2.36
iii) Shortfall at the end of the year	-	-
iv) Total of previous years shortfall	-	-
v) Reason for shortfall	Not Applicable	Not Applicable
vi) Nature of CSR activities	Plantation and Prevention of Environment Pollution in Delhi-NCR	Plantation and Prevention of Environment Pollution in Delhi-NCR
vii) Details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard	Not Applicable	Not Applicable
viii) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year	Not Applicable	Not Applicable

* Amount contributed to Akashi Ganga Foundation

39 Segment reporting

The Company is engaged in the business of sale of electricity. Chief Operating Decision Maker (CODM) reviews the financial information of the Company as a whole for decision-making and accordingly the Company has a single reportable segment. All the revenue has been billed to a single customer. Further, the operations of the Company are limited within one geographical segment. Hence, no further disclosure is required to be made.

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40 Additional regulatory disclosures

A) The following are analytical ratios for the year ended 31 March 2023 and 31 March 2022

Particular	Numerator	Denominator	31 March 2023	31 March 2022	Variance
(a) Current ratio	Current assets	Current liabilities	3.37	2.83	19.17%
(b) Debt equity ratio	Total Debt	Shareholders equity	3.25	4.00	18.66%
(c) Debt service coverage ratio (refer point 1 below)	Earnings available for debt service	Debt Service	1.70	2.49	31.6% *
(d) Return on equity ratio (%)	Net Profits after taxes – Preference Dividend (if any)	Average Shareholder's Equity	17.22%	9.10%	89.27%*
(e) Inventory turnover ratio	Net Sales	Avg. Inventory	Not Applicable	Not Applicable	Not Applicable
(f) Trade receivable turnover ratio	Net Credit Sales	Avg. Accounts Receivable & Unbilled revenue	9.88	9.53	3.66%
(g) Trade payable turnover ratio	Net Credit Purchase	Avg. Accounts Payables	Not Applicable	Not Applicable	Not Applicable
(h) Net capital turnover ratio	Net Sales	Working Capital	0.88	1.35	-34.9% [^]
(j) Return on capital employed ratio (%) (refer point 2 below)	Net profit	Net sales	23.92%	11.09%	115.65%*
(k) Return on investment ratio (%)	Earning before interest and taxes	Capital Employed	13.45%	12.32%	9.15%
	Income generated from invested funds	Average invested funds in treasury investments	Not Applicable	Not Applicable	Not Applicable

Reasons for variance

* Improvement in ratios is due to increase in net profit during the year.

[^] Decrease in net capital turnover ratio is due to increase in current assets during the year.

Other explanatory points

- 1 Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc.
Debt service = Interest & Lease Payments + Principal Repayments
"Net Profit after tax" means reported amount of "Profit / (loss) for the period" and it does not include items of other comprehensive income.
 - 2 Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability
- B) The Company has not been declared as wilful defaulter by any bank or financial institution or any other lender.
- C) The Company does not have any charges or satisfaction, which is yet to be registered with Registrar of Companies, beyond the statutory period prescribed under the Companies Act, 2013 and the rules made thereunder.
- D) The Company has not entered into any transaction which has not been recorded in the books of account, that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- E) The Company has not traded or invested in crypto currency or virtual currency during the year.
- F) The Company does not have any Benami property and further, no proceedings have been initiated or are pending against the Company, in this regard.
- G) The Company has not entered into any transactions with struck off companies, as defined under the Companies Act, 2013 and rules made thereunder.
- H) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
- (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
 - (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- (I) (a) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
- (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,



Nirosha Power Private Limited
CIN-U40106HR2015PTC054395

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023

(I) (b) During the previous year, the Company had received fund and loans as intermediary, details given below:

a) Funds received from foreign entity (Funding Party):

Funding Party	In Rs million unless otherwise stated	
	Date	Amount
India Cleantech Energy (Foreign Portfolio Investor) Address: 37 Sir William Newton Street, 7th Floor, Happy world House, Port Louis, Mauritius	12 August 2021	735.23

b) Funds lend to other entity (Ultimate Beneficiaries)

Ultimate Beneficiaries	In Rs million unless otherwise stated	
	Date	Amount
ACME Solar Holdings Private Limited (Intermediate Holding Company) Address: Plot 152, Sector - 44, Gurugram, Haryana, 122002	12 August 2021	735.23

c) Co-guarantee provided to or on behalf of the ultimate beneficiaries:

Ultimate Beneficiaries	In Rs million unless otherwise stated	
	Date	Amount
ACME Solar Technologies (Gujarat) Private Limited	12 August 2021	1,171.77
ACME Solar Energy (Madhya Pradesh) Private Limited	12 August 2021	1,993.30
ACME Odisha Solar Power Private Limited	12 August 2021	2,050.85
Acme Jodhpur Solar Power Private Limited	12 August 2021	3,810.99
Acme Magadh Solar Power Private Limited	12 August 2021	675.68
Acme Nalanada Solar Power Private Limited	12 August 2021	966.39
Acme Raipur Solar Power Private Limited	12 August 2021	1,912.93
Acme PV Powertech Private Limited	12 August 2021	3,384.35
ACME Yamunanagar Solar Power Private Limited	12 August 2021	1,180.70
Acme Mahabubnagar Solar Energy Private Limited	12 August 2021	1,770.06
ACME Rewa Solar Energy Private Limited	12 August 2021	3,810.99

During the year ended 31 March 2022, the Company had raised funds amounting to Rs. 2,099.23 million through issuance of non-convertible debentures from India Cleantech Energy (Funding Party). Out of such funds raised, the Company acting as intermediary, as agreed with the funding party, had loaned Rs. 735.23 million to ACME Solar Holdings Private Limited (Ultimate Beneficiary) while the balance funds had been utilised towards repayment of then existing term loans and other dues to banks/ financial institutions.

The Company has complied with relevant provisions of the Foreign Exchange Management Act, 1999 (42 of 1999), Companies Act and the Prevention of Money-Laundering Act, 2002 (15 of 2003).

- 41 Previous year's figures have been regrouped/ reclassified, wherever necessary to confirm to current year's classification. Such reclassification did not have any impact on the current year financial statements.
- 42 Certain amounts (currency value or percentages) shown in the various tables and paragraphs included in the financial statements have been rounded off or truncated as deemed appropriate by company.
- 43 Subsequent event
The Company evaluated events and transactions, which occurred subsequent to the balance sheet date but prior to the date when financial statements were available to be issued. There were no material subsequent event which were required to be disclosed.

For Walker Chandiook & Co LLP

Chartered Accountants

Firm's Registration No.: 001076N/N500013

Deepak Mittal

Partner

Membership No. 503843

Place: Gurugram

Date: 11 May 2023



For DHANA & Associates

Chartered Accountants

Firm Registration No.: 510525C

Arun Khandelia

Partner

Membership No. 089125

Place: New Delhi

Date: 11 May 2023



For and on behalf of the Board of Directors

Pankaj Saxena

Director

DIN No. 06874650

Place: Gurugram

Date: 11 May 2023



Rajesh Sodhi

Director

DIN No. 06990425

Place: Gurugram

Date: 11 May 2023