

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

DHANA & 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 Aarohi Solar Private Limited

Report on the Audit of the Financial Statements

Opinion

1. We have audited the accompanying financial statements of Aarohi Solar Private Limited ('the Company'), which comprise the Balance Sheet as at 31 March 2024, 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 material accounting policy information 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 2024, 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 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.

Report on Other Legal and Regulatory Requirements

11. 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.
12. 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.
13. 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 except for the matters stated in paragraph 13(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);
 - 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 2024 from being appointed as a director in terms of section 164(2) of the Act;
 - f) The qualification relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph 13(b) above on reporting under section 143(3)(b) of the Act and paragraph 13(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);
 - g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company as on 31 March 2024 and the operating effectiveness of such controls, refer to our separate Report in Annexure B wherein we have expressed an unmodified opinion; and
 - h) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company, as detailed in note 33 to the financial statements, has disclosed the impact of pending litigation on its financial position as at 31 March 2024;
 - 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 2024.;
 - 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 2024.;
 - iv. (a) The management has represented that, to the best of its knowledge and belief, as disclosed in note 39(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 of the Ultimate Beneficiaries;

- (b) The management has represented that, to the best of its knowledge and belief, as disclosed in note 35(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 caused 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 2024.
- vi. Based on our examination which included test checks, the Company, in respect of financial year commencing on 1 April 2023, has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software except that, audit trail feature was not enabled at database level for accounting software SAP HANA to log any direct data changes, as described in note 38 to the financial statements. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with in respect of the accounting software where such feature is enabled.

For Walker Chandio & Co LLP

Chartered Accountants

Firm's Registration No.: 001076N/N500013



Anamitra Das

Partner

Membership No.: 062191

UDIN: 24062191BKDFXW1817



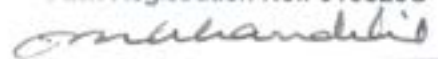
Place: Gurugram

Date: 11 May 2024

For DHANA & Associates

Chartered Accountants

Firm Registration No.: 510525C



Arun Khandelia

Partner

Membership No.: 089125

UDIN: 24089125BKASAT5233

Place: New Delhi

Date: 11 May 2024



Annexure A referred to in Paragraph 12 of the Independent Auditor's Report of even date to the members of Aarohi Solar Private Limited on the financial statements for the year ended 31 March 2024

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 relevant details of 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 relevant details of 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 relevant details of right of use assets were verified during the year and no material discrepancies were noticed on such verification.
- (c) The title deeds of all the immovable properties held by the company (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in note 3 to the financial statements are held in the name of the company. For title deeds of immovable properties in the nature of land with gross carrying values of Rs.19.22 million as at 31 March 2024, which have been mortgaged as security for loans or borrowings taken by the Company, confirmations with respect to title of the Company have been directly obtained by us from the respective lenders.
- (d) The Company had adopted cost model for its property, plant and equipment (including right of use assets). Further, Company does not hold any intangible assets. Accordingly, reporting under clause 3(i)(d) of the Order is not applicable to the Company.
- (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) As disclosed in note 39(i) to the financial statements, the Company has been sanctioned a working capital limit in excess of Rs 5 crore, by banks or financial institutions on the basis of security of current assets during the year. Pursuant to the terms of the sanction letters, the Company is not required to file any quarterly return or statement with such banks or financial institutions.
- (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.



Annexure A referred to in Paragraph 12 of the Independent Auditor's Report of even date to the members of Aarohi Solar Private Limited on the financial statements for the year ended 31 March 2024

- (c) In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and principal amount is not due for repayment currently, however, the receipt of the interest is regular.
- (d) There is no overdue amount in respect of loans granted to such companies.
- (e) The Company has granted loans which had fallen due during the year and such loans were extended during the year. The details of the same has been given below:

Name of the party	Total loan amount granted during the year	Aggregate amount of overdues of existing loans renewed or extended or settled by fresh loans	Nature of extension (i.e., renewed/ extended/fresh loan provided)	Percentage of the aggregate to the total loans or advances in the nature of loans granted during the year
ACME Cleantech Solutions Private Limited	367.70	367.70	Extended by five years	37.09%
ACME Solar Holdings Private Limited	623.80	623.80	Extended by five years	62.91%

- (f) The Company has not granted any loan or advance in the nature of loan, which is repayable on demand or without specifying any terms or period of repayment.
- (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 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 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, the Company is regular in depositing 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, with the appropriate authorities. 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.



Annexure A referred to in Paragraph 12 of the Independent Auditor's Report of even date to the members of Aarohi Solar Private Limited on the financial statements for the year ended 31 March 2024

- (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, money raised by way of term loans were applied for the purposes for which these were obtained.
- (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.
- (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.



Annexure A referred to in Paragraph 12 of the Independent Auditor's Report of even date to the members of Aarohi Solar Private Limited on the financial statements for the year ended 31 March 2024

- (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.
- (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 meet the criteria as specified under sub-section (1) of section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 and according, reporting under clause 3(xx) of the Order is not applicable to the Company.



Annexure A referred to in Paragraph 12 of the Independent Auditor's Report of even date to the members of Aarohi Solar Private Limited on the financial statements for the year ended 31 March 2024

- (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.

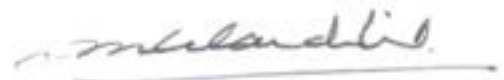
For Walker Chandiook & Co LLP
Chartered Accountants
Firm's Registration No.: 001076N/N500013




Anamitra Das
Partner
Membership No.: 062191
UDIN: 24062191BKDFXW1817

Place: Gurugram
Date: 11 May 2024

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



Arun Khandelia
Partner
Membership No.: 089125
UDIN: 24089125BKASAT5233

Place: New Delhi
Date: 11 May 2024



Annexure B to the Independent Auditor's Report of even date to the members of Aarohi Solar Private Limited on the financial statements for the year ended 31 March 2024

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 Aarohi Solar Private Limited ('the Company') as at and for the year ended 31 March 2024, 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 Aarohi Solar Private Limited on the financial statements for the year ended 31 March 2024

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 2024, 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.

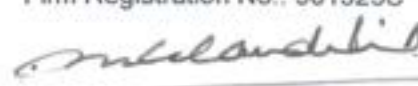
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Anamitra Das
Partner
Membership No.: 062191
UDIN: 24062191BKDFXW1817

Place: Gurugram
Date: 11 May 2024

For DHANA & Associates
Chartered Accountants
Firm Registration No.: 501525C



Arun Khandelia
Partner
Membership No.: 089125
UDIN: 24089125BKASAT5233

Place: New Delhi
Date: 11 May 2024



Aarohi Solar Private Limited
CIN-U32109HR2008PTC038030
Balance Sheet as at 31 March 2024

In Rs. million unless otherwise stated

Particulars	Notes	In Rs. million unless otherwise stated	
		As at 31 March 2024	As at 31 March 2023
Assets			
Non current assets			
Property, plant and equipment	3	2,098.64	2,357.41
Right-of-use assets	4	51.38	53.76
Financial assets			
Loans	5	991.50	-
Other financial assets	6	7.13	5.57
Deferred tax assets (net)	7	34.21	112.52
Non current tax assets (net)	8	11.08	0.93
Total non current assets		3,193.94	2,530.19
Current assets			
Financial assets			
Trade receivables	9	687.95	971.79
Cash and cash equivalents	10	3.16	211.81
Other bank balances	11	184.92	8.30
Loans	12	-	1,007.21
Other financial assets	13	88.04	1.16
Other current assets	14	0.35	0.43
Total current assets		964.42	2,200.70
Assets held for sale	37	97.96	-
Total assets		4,256.32	4,730.89
Equity and liabilities			
Equity			
Equity share capital	15	20.17	20.17
Other equity	16	107.23	51.24
		127.40	71.41
Non current liabilities			
Financial liabilities			
Long term borrowings	17	3,577.11	3,758.17
Lease liabilities	4	4.22	4.12
Total non current liabilities		3,581.33	3,762.29
Current liabilities			
Financial liabilities			
Short term borrowings	18	198.02	593.59
Lease liabilities	4	0.79	0.35
Trade payables			
Total outstanding dues of micro enterprises and small enterprises	19	0.03	0.02
Total outstanding dues of creditors other than micro enterprises and small enterprises		0.01	0.18
Other financial liabilities	20	342.93	293.61
Other current liabilities	21	5.80	9.44
Total current liabilities		547.58	897.19
Total equity and liabilities		4,256.32	4,730.89

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

1-42

As per our report of even date attached

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

Anamitra Das
Partner
Membership No. 06219

Place: Gurugram
Date: 11 May 2024

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

Arun Khandelia
Partner
Membership No. 089125

Place: New Delhi
Date: 11 May 2024

For and on behalf of the Board of Directors

Veer Pratap
Director
DIN No. 06887340

Place: Gurugram
Date: 11 May 2024

Parveen Tyagi
Director
DIN No. 07433691

Place: Gurugram
Date: 11 May 2024



(Signature)



(Signature)

(Signature)



Aarohi Solar Private Limited
CIN-U32109HR2008PTC038030

Statement of profit and loss for the year ended 31 March 2024

In Rs. million unless otherwise stated

Particulars	Notes	For the year ended 31 March 2024	For the year ended 31 March 2023
Revenue			
Revenue from operations	22	591.76	607.89
Other income	23	108.22	7.23
Total revenue		699.98	615.12
Expenses			
Finance costs	24	380.78	464.80
Depreciation and amortisation expenses	25	93.12	232.10
Other expenses	26	91.78	34.92
Total expense		565.68	731.82
Profit/ (loss) before tax		134.30	(116.70)
Tax expense/ (credit)	7		
Current tax		-	-
Income tax adjustment relating to earlier year		-	(0.85)
Deferred tax expense/ (credit)		78.31	(18.51)
Total tax expense/ (credit)		78.31	(19.36)
Profit/ (loss) for the year		55.99	(97.34)
Other comprehensive income		-	-
Total comprehensive income/ (loss)		55.99	(97.34)
Earnings/ (loss) per share	30		
Basic earning/ (loss) per share (in Rs.)		27.76	(48.26)
Diluted earning/ (loss) per share (in Rs.)		27.76	(48.26)

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

As per our report of even date attached

This is the statement of profit and loss referred to in our report of even date

1-42

For Walker Chandiook & Co LLP

Chartered Accountants

Firm's Registration No.: 001076N/N500013

Anamitra Das

Partner

Membership No. 062191

Place: Gurugram

Date: 11 May 2024



For DHANA & Associates

Chartered Accountants

Firm Registration No.: 510525C

Arun Khandelia

Partner

Membership No. 089125

Place: New Delhi

Date: 11 May 2024



For and on behalf of the Board of Directors

Veer Pratap

Director

DIN No. 06887340

Place: Gurugram

Date: 11 May 2024

Parveen Tyagi

Director

DIN No. 07433691

Place: Gurugram

Date: 11 May 2024



In Rs. million unless otherwise stated

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
A CASH FLOWS FROM OPERATING ACTIVITIES		
Profit/ loss before tax	134.30	(116.70)
Adjustments for:		
Depreciation and amortisation expense	93.12	232.10
Finance costs	380.78	464.80
Interest income	(108.22)	(7.11)
Impairment loss on fair value of asset held for sale (refer note 37)	57.29	
Loss on sale of fixed assets (net)	5.99	
Excess provision written back	-	(0.12)
Net foreign exchange expense	-	4.85
Operating profit before working capital changes	563.26	577.82
Movement in working capital		
Decrease in trade receivables	283.84	529.75
Increase in other current and non current financial assets	(88.44)	-
Decrease/ (increase) in other current and non current assets	0.08	0.27
Decrease in trade payables	(0.16)	(14.41)
Increase/ (decrease) in other current and non current financial liabilities	49.40	(51.57)
Increase in other current and non current liabilities	(3.64)	1.98
Cash flows generated from operating activities post working capital changes	804.34	1,043.84
Income tax (paid)/ refund received (net)	(10.15)	0.46
Net cash flows generated from operating activities (A)	794.19	1,044.30
B CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds from sale of purchase of property, plant and equipment	6.79	-
Interest received	16.49	3.64
Fixed deposits matured during the year	(168.77)	0.55
Loans given to related parties (net)	99.59	(627.68)
Net cash flows used in investing activities (B)	(45.90)	(623.49)
C CASH FLOWS FROM FINANCING ACTIVITIES*		
Proceeds from long term borrowings	-	904.33
Repayment of long term borrowings	(178.08)	(700.93)
Repayment of short term borrowings (net)	(401.76)	(51.76)
Payment of lease liabilities	-	(0.32)
Finance costs paid	(377.10)	(393.62)
Net cash flows used in financing activities (C)	(956.94)	(242.30)
(Decrease)/ increase in cash and cash equivalents (A+B+C)	(208.65)	178.51
Cash and cash equivalents at the beginning of the year	211.81	33.30
Cash and cash equivalents at the end of the year	3.16	211.81

*refer note 34 for reconciliation of liabilities from financing activities

Summary of material accounting policies and other explanatory information are integral part of financial statements. 1-42

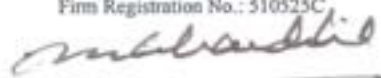
As per our report of even date attached

For Walker Chandiek & Co LLP
Chartered Accountants
Firm's Registration No.: 001076N/NS/00013


Anamitra Das
Partner
Membership No. 062191

Place: Gurugram
Date: 11 May 2024

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


Arun Khandelja
Partner
Membership No. 089125

Place: New Delhi
Date: 11 May 2024

For and on behalf of the Board of Directors


Veer Pratap
Director
DIN No. 06887340

Place: Gurugram
Date: 11 May 2024


Parveen Tyagi
Director
DIN No. 07433691

Place: Gurugram
Date: 11 May 2024



Aarohi Solar Private Limited
 CIN-U32109HR2008PTC038030
 Statement of changes in equity for the year ended 31 March 2024

A Equity share capital In Rs. million unless otherwise stated

Particulars	Balance as at 1 April 2022	Issued during the year	Balance as at 31 March 2023	Issued during the year	Balance as at 31 March 2024
Equity share capital	20.17	-	20.17	-	20.17

B Other equity In Rs. million unless otherwise stated

Particulars	Reserve and surplus			Total
	Securities premium	Equity component of compound financial instruments	Retained earnings	
Balance as at 1 April 2022	547.93	48.60	(447.95)	148.58
Loss for the year	-	-	(97.34)	(97.34)
Balance as at 31 March 2023	547.93	48.60	(545.29)	51.24
Profit for the year	-	-	55.99	55.99
Balance as at 31 March 2024	547.93	48.60	(489.30)	107.23

*refer note 29 for terms of compulsory convertible debentures.

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

1-42

As per our report of even date attached

This is the statement of changes in equity referred to in our report of even date

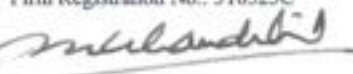
For Walker Chandiook & Co LLP
 Chartered Accountants
 Firm's Registration No.: 001076N/N500013


 Anamitra Das
 Partner
 Membership No. 062191

Place: Gurugram
 Date: 11 May 2024



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


 Arun Khandelia
 Partner
 Membership No. 089125

Place: New Delhi
 Date: 11 May 2024



For and on behalf of the Board of Directors


 Veer Pratap
 Director
 DIN No. 06887340

Place: Gurugram
 Date: 11 May 2024




 Parveen Tyagi
 Director
 DIN No. 07433691

Place: Gurugram
 Date: 11 May 2024

1. i) Corporate information

Aarohi Solar Private Limited ("the company") was incorporated on 18 January, 2014 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.

The Company owns and operates solar power project with installed capacity of 50 MW in the state of Andhra Pradesh. The project is intended to sell the power generated, under long term Power Purchase Agreement with Southern Power Distribution Company, Andhra Pradesh.

The Company does not have any employees on the payroll, for which Company has entered into an agreement for operation and maintenance of the project including administrative and financial reporting services.

The financial statement have been authorised for issue by the Board of Directors on 11 May 2024.

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

Definition of Accounting Estimates - Amendments to Ind AS 8

The amendments clarify the distinction between changes in accounting estimates, changes in accounting policies and the correction of errors. It has also been clarified how entities use measurement techniques and inputs to develop accounting estimates.

This amendment had no impact on the company.

Disclosure of Accounting Policies - Amendments to Ind AS 1

The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures.

This amendment have had an impact on the Company's disclosures of accounting policies, but not on the measurement, recognition or presentation of any items in the Company's financial statements.

Deferred Tax related to Assets and Liabilities arising from a Single Transaction - Amendments to Ind AS 12

The amendments narrow the scope of the initial recognition exception under Ind AS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences such as leases.

This amendment had no impact on the company.

2. Material 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 2023.

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



2.04 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.

2.05 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.

2.06 Property, plant and equipment

Property, plant and equipments 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.

2.07 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.

2.08 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.

2.09 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

(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 and interest rate swaps to hedge its foreign currency and interest rate 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 remeasured 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. Any gains or losses from changes in the fair value of derivatives are taken directly to statement of profit and loss.

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.

(2) 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).

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

2.10 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.

2.11 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.

2.12 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.

2.13 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 discount rate.

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.



2.14 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.

2.15 Assets held for sale

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the asset is available for immediate sale in its present condition subject only to terms that are usual and customary for sale of such asset and its sale is highly probable. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification. As at each balance sheet date, the management reviews the appropriateness of such classification.

Non-current assets classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell. The Company treats sale/distribution of the asset or disposal group to be highly probable when:

- the appropriate level of management is committed to a plan to sell the asset (or disposal group),
 - an active programme to locate a buyer and complete the plan has been initiated (if applicable),
 - the asset (or disposal group) is being actively marketed for sale at a price that is reasonable in relation to its current fair value,
 - the sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and
 - actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.
- Property, plant and equipment and intangible assets once classified as held for sale/distribution to owners are not depreciated or amortised.

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

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. During the year ended 31st March, 2024 MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

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3 Property, plant and equipment

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

Particulars	In Rs. million unless otherwise stated		
	Freehold Land [^]	Plant and equipment	Total
Gross block			
Balance as at 1 April 2022	19.22	3,940.05	3,959.27
Addition during the year	-	-	-
Disposal/Adjustment	-	-	-
Balance as at 31 March 2023	19.22	3,940.05	3,959.27
Addition during the year	-	-	-
Disposal/Adjustment	-	(22.44)	(22.44)
Assets classified as held for sale (refer note 37)	-	(269.27)	(269.27)
Balance as at 31 March 2024	19.22	3,648.34	3,667.56
Accumulated depreciation			
Balance as at 1 April 2022	-	1,372.15	1,372.14
Depreciation charge for the year	-	229.72	229.72
Disposals / adjustments	-	-	-
Balance as at 31 March 2023	-	1,601.87	1,601.86
Depreciation charge for the year*	-	90.74	90.74
Disposals / adjustments	-	(9.66)	(9.66)
Assets classified as held for sale (refer note 37)	-	(114.02)	(114.02)
Balance as at 31 March 2024	-	1,568.93	1,568.92
Net block			
Balance as at 31 March 2023	19.22	2,338.18	2,357.41
Balance as at 31 March 2024	19.22	2,079.41	2,098.64

Note :

[^]The title deeds of all the freehold land are in the name of the Company and are pledged with the lender.

*During the Current Year 2023-24, as a part of its annual exercise of review of estimates, the Company conducted an operational efficiency review of its solar plants. The Company engaged with an expert for the review of useful life, salvage value. Basis the study, with effect from 01 April 2023 the expected useful life of solar power plants has been revised from 25 years to 30 years along with revision in residual value from 10% to 5% at the end of useful life. Further, though there is no contractual obligation, the company has considered a constructive obligation, being a green energy company with its commitment towards environment. These changes have been considered as change in estimate as per Ind AS 8 (Accounting Policies, Changes in Accounting Estimates and Errors) and have been accounted for prospectively. The impact of above changes in income statement current and future periods is as follows:

Particulars	For the year ended 31st March 2024	For the year ended		
		Expected amount of the effect in future period*		
		31st March 2025	31st March 2026	31st March 2027
Impact on Financial statement Profit and Loss				
Decrease in depreciation expense*	(131.98)	(130.19)	(130.19)	(130.19)
Increase in Deferred tax expense	33.22	32.77	32.77	32.77
Impact on Financial statement Balance sheet				
Increase in Property, plant and equipment	131.98	262.17	392.36	522.55
Increase in deferred tax liability	(33.22)	(65.99)	(98.76)	(131.53)

* Expected amount of the effect in future periods on depreciation and deferred costs expense is computed without considering any changes for expected capitalisation, tax rate etc.



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.

In Rs. million unless otherwise stated

Particulars	Amount
(a) Right-of-use assets	
Cost	
Balance as at 1 April 2022	63.26
Add: Additions during the year	-
Balance as at 31 March 2023	63.26
Add: Additions during the year	-
Balance as at 31 March 2024	63.26
Accumulated amortization	
Balance as at 1 April 2022	7.12
Amortization for the year	2.38
Balance as at 31 March 2023	9.50
Amortization for the year	2.38
Balance as at 31 March 2024	11.88
Net carrying amount	
Balance as at 31 March 2023	53.76
Balance as at 31 March 2024	51.38

Particulars	In Rs. million unless otherwise stated	
	As at	As at
	31 March 2024	31 March 2023
Opening balance	4.47	4.34
Add: Interest on lease liabilities	0.47	0.45
Add: Adjustments	0.07	-
Less: Lease liabilities paid	-	(0.32)
Closing balance	5.01	4.47
Current	0.79	0.35
Non-current	4.22	4.12

(i) Total cash outflow for leases for the year ended 31 March 2024 was Rs. 0.00 million (31 March 2023: Rs. 0.32 million).

(ii) Also, 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.

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Summary of material accounting policies and other explanatory information for the year ended 31 March 2024

Particulars	In Rs. million unless otherwise stated	
	As at 31 March 2024	As at 31 March 2023
5 Loans		
Unsecured-considered goods		
Loans to related parties (refer note 28)*	991.50	-
	<u>991.50</u>	<u>-</u>
*Loans given to ACME Solar Holdings Private Limited amounting to Rs. 623.80 million (31 March 2023 Rs. Nil) and to ACME Cleantech Solutions Private Limited amounting to Rs. 367.70 million (31 March 2023 Rs. Nil) is chargeable to interest @ 9.50% p.a. and principal will be repayable after 5 years w.e.f. 01 April 2023 and interest is payable on yearly basis. (Refer Note 28)		
6 Other financial assets - non current		
Security deposits	7.13	5.57
	<u>7.13</u>	<u>5.57</u>
7 Deferred tax assets (net)		
Deferred tax assets arising on:		
Unabsorbed depreciation	593.68	710.17
Lease liabilities	16.07	16.05
Others	73.32	-
Deferred tax liabilities arising on:		
Property, plant and equipment (including right-of-use assets)	(632.17)	(596.84)
Compound financial instruments	(16.69)	(16.86)
Deferred tax assets (net)	<u>34.21</u>	<u>112.52</u>

In Rs. million unless otherwise stated

Particulars (2023-24)	As at 31 March 2023	(Expense)/ credit recognised in statement of profit and loss	Recognised in other comprehensive income	As at 31 March 2024
Assets				
Unabsorbed depreciation	710.17	(116.49)	-	593.68
Lease liabilities	16.05	0.02	-	16.07
Others	-	73.32	-	73.32
Liabilities				
Property, plant and equipment (including right-of-use assets)	(596.84)	(35.33)	-	(632.17)
Compound financial instruments	(16.86)	0.17	-	(16.69)
Total	112.52	(78.31)	-	34.21

In Rs. million unless otherwise stated

Particulars (2022-23)	As at 01 April 2022	(Expense)/ credit recognised in statement of profit and loss	Recognised in other comprehensive income	As at 31 March 2023
Assets				
Unabsorbed depreciation	713.38	(3.21)	-	710.17
Lease liabilities	16.02	0.03	-	16.05
Others	26.40	(26.40)	-	-
Liabilities				
Property, plant and equipment (including right-of-use assets)	(644.78)	47.94	-	(596.84)
Compound financial instruments	(17.01)	0.15	-	(16.86)
Total	94.01	18.51	-	112.52



Summary of material accounting policies and other explanatory information for the year ended 31 March 2024

Particulars	In Rs. million unless otherwise stated	
	For the year ended 31 March 2024	For the year ended 31 March 2023
Loss before tax	134.30	(116.70)
Applicable tax rate ¹	25.17%	25.17%
Expected tax credit [A]	33.80	(29.37)
Expenses not allowable	(0.16)	11.74
Temporary differences on which deferred tax is not recognized [#]	45.30	-
Income tax adjustment relating to earlier year	(0.63)	(0.85)
Others	0.00	(0.88)
Total adjustments [B]	44.51	10.01
Actual tax (benefit)/ expense [C=A+B]	78.31	(19.36)
Total tax incidence	78.31	(19.36)
Tax (benefit)/ expense recognized in statement of profit and loss [D]	78.31	(19.36)

¹The 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, 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.

[#]Considering the company's future profitability, deferred tax asset has been recognized only to the extent of the available taxable temporary differences.

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Particulars	In Rs. million unless otherwise stated	
	As at 31 March 2024	As at 31 March 2023
8 Non current tax asset		
Advance tax (net of provision)	11.08	0.93
	<u>11.08</u>	<u>0.93</u>
9 Trade receivables		
Unsecured, considered good*	687.95	971.79
	<u>687.95</u>	<u>971.79</u>

*Also, refer note 33

Trade receivables ageing schedule as at 31 March 2024 and 31 March 2023

31 March 2024	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 receivables								
Considered good [†]	53.14	52.51	54.83	2.84	80.12	69.73	311.77	624.94
Credit impaired	-	-	-	-	-	-	-	-
Disputed trade receivables								
Considered good [†]	-	-	21.95	41.06	-	-	-	63.01
Credit impaired	-	-	-	-	-	-	-	-
Total trade receivable	53.14	52.51	76.78	43.90	80.12	69.73	311.77	687.95

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 receivables								
Considered good [†]	62.33	51.17	51.72	191.73	363.88	-	-	720.83
Credit impaired	-	-	-	-	-	-	-	-
Disputed trade receivables								
Considered good	-	7.76	38.50	41.62	76.67	77.27	9.14	250.96
Credit impaired	-	-	-	-	-	-	-	-
Total trade receivable	62.33	58.93	90.22	233.35	440.55	77.27	9.14	971.79

* Includes unbilled revenue of Rs. 53.14 million (31st March 2023: Rs. 62.33 million)

10 Cash and cash equivalents

Balances with bank - current accounts	3.16	46.07
Deposits with original maturity of less than three months*	-	165.74
	<u>3.16</u>	<u>211.81</u>

[†]Fixed deposits of Rs. Nil (31 March 2023: Rs. 165.74) are pledged with banks on account of Debt Service Reserve Account (DSRA) but are accessible by the Company as per terms of lender.

11 Other bank balances

Fixed deposits with remaining maturity more than 3 months and less than 12 months*	184.92	8.30
	<u>184.92</u>	<u>8.30</u>

*Fixed deposits of Rs. 176.58 million (31 March 2023: Rs. 8.30 million) is pledged with banks on account of Debt Service Reserve Account (DSRA).



12 Loans

Loans to related parties

Considered good- unsecured (refer note 28)*

-	1,007.21
-	1,007.21

*Loan to related parties includes loan of Rs. Nil (31 March 2023: Rs. 623.80 million) are repayable within 12 months and chargeable to interest @ 9.50% p.a. and interest accrued amounting to Rs. Nil (31 March 2023: 15.71 million). Loan of Rs. Nil (31 March 2023: Rs. 367.70 million) is interest free and recoverable on demand.

During the current year, both the above loans have been modified for repayment terms extending the repayment for 5 years.*

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 2024

In Rs. million unless otherwise stated

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	-	-	-

31 March 2023

In Rs. million unless otherwise stated

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	367.70	36.51%	36.51%

In Rs. million unless otherwise stated

Particulars	As at	
	31 March 2024	31 March 2023
13 Other financial assets - current		
Receivable from related party (refer note 28)	1.36	0.24
Intercompany interest receivable	86.68	-
Security deposits	-	0.92
	88.04	1.16
14 Other current assets		
Advance to vendors	0.24	0.28
Prepaid expenses	0.11	0.15
	0.35	0.43

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15 Equity share capital

Particulars	In Rs. million unless otherwise stated			
	As at 31 March 2024		As at 31 March 2023	
	Number of shares	Amount	Number of shares	Amount
Authorised	1,00,00,000	100.00	1,00,00,000	100.00
Issued and subscribed and fully paid up	20,17,066	20.17	20,17,066	20.17
Total	20,17,066	20.17	20,17,066	20.17

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

Particulars	In Rs. million unless otherwise stated			
	For the year ended 31 March 2024		For the year ended 31 March 2023	
	Number of shares	Amount	Number of shares	Amount
At the beginning of the year	20,17,066	20.17	20,17,066	20.17
Issued during the year	-	-	-	-
Outstanding at the end of the year	20,17,066	20.17	20,17,066	20.17

2. Shares held by holding Company

Particulars	In Rs. million unless otherwise stated			
	As at 31 March 2024		As at 31 March 2023	
	Number of shares	Amount	Number of shares	Amount
Acme Solar Holdings Private Limited*	20,17,066	20.17	20,17,066	20.17

*including 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 2024		As at 31 March 2023	
	Number of shares	% Holding	Number of shares	% Holding
	Acme Solar Holdings Private Limited	20,17,066	100%	20,17,066

4. Shareholding of promoter

Shareholding of promoter is as follows:

Promoter Name	Shares held by promoter				% Change during the year
	As at 31 March 2024		As at 31 March 2023		
	Number of shares	% Holding	Number of shares	% Holding	
Acme Solar Holdings Private Limited	20,17,066	100%	20,17,066	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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Particulars	In Rs. million unless otherwise stated	
	As at 31 March 2024	As at 31 March 2023
16 Other equity		
Securities premium		
Opening balance	547.93	547.93
Issued capital during the year	-	-
Balances at the end of the year	547.93	547.93
Equity component of compound financial instrument		
Opening balance	48.60	48.60
Additions during the year	-	-
Balances at the end of the year	48.60	48.60
Retained earnings		
Opening balance	(545.29)	(447.95)
Net profit/ (loss) during the year	55.99	(97.34)
Balances at the end of the year	(489.30)	(545.29)
Total other equity	107.23	51.24

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.

Equity component 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.

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Particulars	In Rs. million unless otherwise stated	
	As at 31 March 2024	As at 31 March 2023
17 Long term borrowings		
Secured		
Term loans		
From other parties		
Financial institutions [*]	3,083.14	3,281.16
Unsecured		
Compulsorily convertible debenture [^]	477.68	477.01
Unsecured		
Loan from Related Parties (refer note 28) [§]	16.29	-
	<u>3,577.11</u>	<u>3,758.17</u>

^{*} Refer note 29 for terms of borrowings.

[^]Net of ancillary cost of Rs. 14.50 million (31 March 2023 : Rs. 16.89 million) for loan from financial institution.

[^]Terms and conditions of conversion of compulsorily convertible debentures

During earlier years, the Company had issued 1,922,261 compulsorily convertible debentures of Rs. 283 each to ACME Solar Holdings Private Limited.

The terms of these CCD as follows:

1. The interest rate of CCD shall be minimum 1% less than lead lender's interest rate at all times

2. CCDs may be converted into equity share at any time after the expiry of twenty nine years from the date of allotment at the option of both the CCD holders and the Company. In case no option is exercised by the CCD holder and the Company, then CCD shall be compulsorily converted on the last day of expiry of thirty years from the date of allotment. These CCD shall be mandatorily converted into as many number of equity share as arrived at by dividing the CCD investment amount as on the date of conversion, by fair value of equity share as on the date of conversion.

3. Interest payment on the CCD shall start from commissioning date of the project or 1 April 2017 whichever is later.

Accordingly, Company had separated the liability and equity component of the CCD, and had accordingly recognized financial liability and portion of equity amounting to Rs. 48.60 million (net of tax).

[§]Loan taken from Niranjana Solar Energy Private Limited amounting to Rs. 16.29 million is chargeable to interest @ 9.50 % with the tenure of 5 years beginning from the date of disbursement of first tranche. Interest is payable on yearly basis.

18 Short term borrowings

Secured

Term loan from financial institution[^]

Current maturities of long term borrowing^{*}

Financial institution

Unsecured

Loan from related parties^{**}

	-	401.76
	198.02	175.54
	-	16.29
	<u>198.02</u>	<u>593.59</u>

^{*}These were secured against first pari passu charge on all the movable assets including plant and equipment, spares etc. and intangible assets.

[^]Net of ancillary cost of Rs. 2.40 million (31 March 2023 : Rs. 2.54 million) for loan from financial institution.

^{**} These are interest free loan and repayable on demand (refer note 28).

[^]Refer note 29

(This space has been intentionally left blank)



Particulars	In Rs. million unless otherwise stated	
	As at 31 March 2024	As at 31 March 2023
19 Trade payables		
Due to micro enterprises and small enterprises	0.03	0.02
Due to others	0.01	0.18
	<u>0.04</u>	<u>0.20</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	0.03	0.02
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 if 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>0.03</u>	<u>0.02</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 2024 and 31 March 2023

31 March 2024	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*	-	0.01	0.02	-	
Undisputed dues - Others	-	0.01	-	-	-	0.01
Disputed dues - MSME*	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-
Total trade payables	-	0.02	0.02	-	-	0.04

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*	-	0.02	-	-	
Undisputed dues - Others	0.18	-	-	-	-	0.18
Disputed dues - MSME*	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-
Total trade payables	0.18	0.02	-	-	-	0.20

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

20 Other financial liabilities - current		
Interest accrued on compulsorily convertible debenture	338.78	289.55
Payable to related parties	0.41	0.08
Others payable	3.74	3.98
	<u>342.93</u>	<u>293.61</u>
21 Other current liabilities		
Statutory dues	5.80	9.44
	<u>5.80</u>	<u>9.44</u>



Summary of material accounting policies and other explanatory information for the year ended 31 March 2024

In Rs. million unless otherwise stated

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
22 Revenue from operations		
Sale of electricity	591.76	607.89
	<u>591.76</u>	<u>607.89</u>
23 Other income		
Interest income		
Bank deposits	13.08	3.49
Loans to related party	94.50	2.98
Others	0.64	0.64
Excess provisions written back	-	0.12
	<u>108.22</u>	<u>7.23</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:

In Rs. million unless otherwise stated

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Revenue from contracts with customers		
Based on nature of goods/services		
Sale of electricity	591.76	607.89
Total revenue	<u>591.76</u>	<u>607.89</u>

b) Contract balances

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

In Rs. million unless otherwise stated

Particulars	As at	As at
	31 March 2024	31 March 2023
Receivables		
Trade receivables	634.81	909.46
Unbilled revenue for passage of time	53.14	62.33
Less : Loss allowance	-	-
Total receivables (a)	<u>687.95</u>	<u>971.79</u>
Total (a+b-c)	<u>687.95</u>	<u>971.79</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 current year (31 March 2023: nil), therefore disclosure regarding significant changes in contract assets and contract liabilities have not been furnished.



c) Performance obligation

The Company's performance obligation is satisfied over 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 2024	For the year ended 31 March 2023
Revenue as per contract	600.52	616.58
Adjustments:		
Other adjustments	(8.76)	(8.69)
Revenue from contract with customers	<u>591.76</u>	<u>607.89</u>

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.

24 Finance costs

Interest on		
Term loan	322.40	326.61
Working capital loan	-	25.86
Compulsory convertible debenture	53.82	53.60
Lease liabilities (refer note 4)	0.47	0.45
Others	1.55	-
Ancillary cost of borrowings	2.54	44.68
Other borrowing cost	-	13.60
	<u>380.78</u>	<u>464.80</u>

25 Depreciation and amortisation expenses

Depreciation on property, plant and equipment (refer note 3)	90.74	229.72
Amortisation of right of use assets (refer note 4)	2.38	2.38
	<u>93.12</u>	<u>232.10</u>

26 Other expenses

Operation and maintenance expenses	21.27	20.26
Repairs and maintenance		
Plant and equipment	0.47	0.86
Rates and taxes	0.79	0.61
Insurance	3.69	4.11
Legal and professional fees	1.81	3.63
Payment to auditors (refer note 'a' below)	0.46	0.43
Bank charges	-	0.17
Foreign exchange loss (net)*	-	4.85
Loss on sale of fixed assets (net)	5.99	-
Impairment loss on fair value of asset held for sale (refer note 37)	57.29	-
Miscellaneous expenses	0.01	-
	<u>91.78</u>	<u>34.92</u>

*Represents fair value loss on derivative contracts (net)

Note:-

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

	0.46	0.43
	<u>0.46</u>	<u>0.43</u>



27 Financial instruments

(i) Fair value hierarchy

Financial assets and financial liabilities are measured at fair value in the financial statement and are grouped into three Levels of a fair value hierarchy. The three Levels are defined based on the observability of significant inputs to the measurement, as follows:

Level 1: Quoted prices (unadjusted) in active markets for financial instruments.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data rely as little as possible on Company specific estimates.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

(ii) Financial assets and liabilities measured at fair value – recurring fair value measurements

In Rs million unless otherwise stated

31 March 2024	Level 1	Level 2	Level 3	Total
Financial liabilities				
Derivative financial liabilities	-	-	-	-
Total financial liabilities	-	-	-	-

(iii) Valuation technique used to determine fair value

Fair value of forward foreign exchange contract and interest rate and cross currency swap is determined using dealer/ counterparty quotes as at balance sheet date.

Financial instruments

(i) Financial instruments by category

In Rs million unless otherwise stated

Particulars	31 March 2024		31 March 2023	
	FVTPL*	Amortised cost	FVTPL*	Amortised cost
Financial assets				
Loans	-	991.50	-	1,007.21
Other financial assets	-	95.17	-	6.73
Trade receivable	-	687.95	-	971.79
Cash and cash equivalents	-	3.16	-	211.81
Other bank balances	-	184.92	-	8.30
Total financial assets	-	1,962.70	-	2,205.84
Financial liabilities				
Borrowings	-	3,775.13	-	4,351.76
Lease liabilities (including current maturities)	-	5.01	-	4.47
Other financial liabilities	-	342.93	-	293.61
Trade payables	-	0.04	-	0.20
Total financial liabilities	-	4,123.11	-	4,650.04

*Fair value through Profit and Loss

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

(ii) 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	Trade receivables, cash and cash equivalents, other bank balances, loan 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.

Credit rating	Particulars	In Rs million unless otherwise stated	
		31 March 2024	31 March 2023
A: Low credit risk	Trade receivables, cash and cash equivalents, other bank balances, loan and other financial assets	1,962.70	2,205.84

b) Credit risk exposure

(i) Provision for expected credit losses

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

Particulars	Estimated gross carrying amount at default	Expected credit losses	In Rs million unless otherwise stated
			Carrying amount net of impairment provision
Cash and cash equivalents	3.16	-	3.16
Other bank balances	184.92	-	184.92
Loans	991.50	-	991.50
Trade receivables	687.95	-	687.95
Other financial assets	95.17	-	95.17

31 March 2023

Particulars	Estimated gross carrying amount at default	Expected credit losses	In Rs million unless otherwise stated
			Carrying amount net of impairment provision
Cash and cash equivalents	211.81	-	211.81
Other bank balances	8.30	-	8.30
Loans	1,007.21	-	1,007.21
Trade receivables	971.79	-	971.79
Other financial assets	6.73	-	6.73

The Company's major trade receivables and unbilled revenue are only with government owned counterparty and are recoverable under the terms of power purchase agreements. 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 (Also refer note 32)

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 tables below analyse the Company's financial liabilities into relevant maturity groupings based on their contractual maturities.

In Rs million unless otherwise stated

31 March 2024	On demand	Less than 1 year	1 - 5 years	More than 5 years	Total
Non-derivatives					
Borrowings (including interest)	-	495.53	1,937.41	2,947.61	5,380.55
Lease liabilities (refer note 4 and 36)	-	0.37	1.67	11.71	13.75
Compulsory convertible debentures (including interest)	-	391.82	212.31	1,481.72	2,085.85
Trade payables	-	0.04	-	-	0.04
Other financial liabilities	-	4.15	-	-	4.15
Total	-	891.91	2,151.39	4,441.04	7,484.34

31 March 2023	On demand	Less than 1 year	1 - 5 years	More than 5 years	Total
Non-derivatives					
Borrowings (including interest)	16.29	892.91	1,889.21	3,491.35	6,289.76
Lease liabilities (refer note 4 and 36)	-	0.35	1.59	12.16	14.10
Compulsory convertible debentures (including interest)	-	342.73	212.31	1,534.76	2,089.80
Trade payables	-	0.20	-	-	0.20
Other financial liabilities	-	4.06	-	-	4.06
Total	16.29	1,240.25	2,103.11	5,038.27	8,397.92

(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 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 2024	31 March 2023
Variable rate borrowing	3,281.16	3,858.46
Fixed rate borrowing	477.68	477.01
Total borrowings	3,758.84	4,335.47

Sensitivity

Below is the sensitivity of profit or loss and equity changes in interest rates.

Particulars	31 March 2024	31 March 2023
Interest sensitivity*		
Interest rates – increase by 100 basis points (31 March 2023: 100 basis points)	32.81	38.58
Interest rates – decrease by 100 basis points (31 March 2023: 100 basis points)	(32.81)	(38.58)

* Holding all other variables constant

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:

In Rs million unless otherwise stated

Particulars	31 March 2024	31 March 2023
Fixed rate deposits	184.92	174.04
Total deposits	184.92	174.04

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 and foreign currency 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 2024	31 March 2023
Borrowings	3,775.13	4,351.76
Trade payables	0.04	0.20
Lease liabilities	5.01	4.47
Other financial liabilities	342.93	293.61
Less: Cash and cash equivalents	3.16	211.81
Net debt	4,119.95	4,438.23
Equity	127.40	71.41
Total equity	127.40	71.41
Capital and net debt	4,247.36	4,509.64
Gearing ratio (%)	97.00%	98.42%

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants 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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28 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

Holding company

ACME Solar Holdings Private Limited

Fellow Subsidiaries (with whom transactions have been made)

Dayanidhi Solar Power Private Limited

ACME Solar Energy Private Limited

ACME Jaisalmer Solar Private Limited

Vishwatma Solar Energy Private Limited

Niranjana Solar Power Private Limited

Sunworld Innovation Private Limited

Bansola Power Private Limited

Mahisagar Power Private Limited

Yogesh Power Private Limited

Saibhus Power Pvt Ltd

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 2024	For the year ended 31 March 2023	For the year ended 31 March 2024	For the year ended 31 March 2023
(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	0.99	0.71	-	-
	ACME Solar Holdings Private Limited	0.10	6.40	-	-
	Bansola Power Private Limited	-	-	0.08	0.07
	Sunworld Innovation Private Limited	-	-	0.07	0.07
	Saibhus Power Private Limited	-	-	0.01	-
	Yogesh Power Private Limited	-	-	0.07	0.07
	Mahisagar Power Private Limited	-	-	0.06	0.05
2	Operation and maintenance expenses				
	ACME Cleantech Solutions Private Limited	21.27	20.26	-	-
3	Sale to related party				
	ACME Cleantech Solutions Private Limited	7.62	-	-	-
4	Rental expense from related party				
	Saibhus Power Private Limited	-	-	0.01	-
5	Repayment of short term borrowing				
	ACME Solar Holdings Private Limited	-	164.82	-	-
	Niranjana Solar Power Private Limited	-	-	-	3.57
6	Receipt of loan given to related parties				
	ACME Jaisalmer Solar Private Limited	-	-	0.97	2.61
	Dayanidhi Solar Power Private Limited	-	-	6.94	-
	Vishwatma Solar Energy Private Limited	-	-	5.00	-
	ACME Solar Holdings Private Limited	-	2.50	-	-
7	Loan given to related parties				
	ACME Jaisalmer Solar Private Limited	-	-	-	1.45
	Dayanidhi Solar Power Private Limited	-	-	-	2.75
	Vishwatma Solar Energy Private Limited	-	-	-	2.29
	ACME Solar Holdings Private Limited	-	626.30	-	-
8	Loan from related parties				
	ACME Solar Holdings Private Limited	-	20.96	-	-
9	Interest expense on compulsory convertible debentures				
	ACME Solar Holdings Private Limited	53.82	53.60	-	-
10	Interest income on loan to related parties				
	ACME Solar Holdings Private Limited	59.42	1.67	-	-
	ACME Cleantech Solutions Private Limited	35.03	-	-	-
	ACME Jaisalmer Solar Private Limited	-	-	-	0.18
	Dayanidhi Solar Power Private Limited	-	-	0.03	0.66
	Vishwatma Solar Energy Private Limited	-	-	0.02	0.47



In Rs million unless otherwise stated

S.No.	Particular	As at 31 March 2024	As at 31 March 2023	As at 31 March 2024	As at 31 March 2023
(B)	Outstanding balances - year end	Intermediate Holding and Holding Company	Intermediate Holding and Holding Company	Others	Others
1	Related party receivable^a				
	ACME Solar Energy Private Limited	-	-	0.23	0.24
	Dayanidhi Solar Power Private Limited	-	-	-	-
2	Trade payables				
	ACME Cleantech Solutions Private Limited	0.01	0.18	-	-
3	Trade receivables				
	ACME Cleantech Solutions Private Limited	-	-	-	-
4	Short term borrowings				
	Niranjana Solar Power Private Limited	-	-	-	16.29
5	Loan given to related parties				
	ACME Cleantech Solutions Private Limited	367.70	367.70	-	-
	ACME Solar Holdings Private Limited	625.80	625.31	-	-
	Jaisalmer Solar Power Private Limited	-	-	1.16	1.16
	Vishwatma Solar Energy Private Limited	-	-	5.46	5.46
	Dayanidhi Solar Power Private Limited	-	-	7.58	7.58
6	Interest accrued on loan given to related parties				
	ACME Solar Holdings Private Limited	54.99	-	-	-
	Dayanidhi Solar Power Private Limited	-	-	0.08	-
	ACME Jaisalmer Solar Pvt Ltd	-	-	0.03	-
	Vishwatma Solar Energy Pvt Ltd	-	-	0.06	-
	Acme Cleantech Solutions Pvt. Ltd.	31.52	-	-	-
7	Loan taken from related parties				
	Niranjana Solar Power Private Limited	-	-	16.29	-
8	Related party payable				
	ACME Solar Holdings Private Limited	0.05	-	-	-
	Banola Power Private Limited	-	-	0.09	0.02
	Sunworld Innovation Private Limited	-	-	0.09	0.01
	Yogesh Power Private Limited	-	-	0.09	-
	Mahisagar Power Private Limited	-	-	0.07	-
	Saibhis Power Pvt. Ltd.	-	-	0.01	-
9	Compulsory convertible debenture				
	ACME Solar Holdings Private Limited	477.68	477.01	-	-
	Yogesh Power Private Limited	-	-	-	0.02
	Mahisagar Power Private Limited	-	-	-	0.01
10	Interest accrued on compulsory convertible debenture				
	ACME Solar Holdings Private Limited	337.38	289.55	-	-
11	Interest accrued on loan from related party				
	Niranjana Solar Power Private Limited	1.40	-	-	-
12	Corporate guarantee given by Companies with respect to borrowings				
	ACME Cleantech Solutions Private Limited	3,298.06	-	-	-
	Saibhis Power Pvt Ltd., Banola Power Private Limited, Mahisagar Power Private Limited, Yogesh Power Private Limited and Sunworld Innovation Private Limited	-	-	3,298.06	3,877.89
13	Co obligation taken with respect to borrowings				
	Dayanidhi Solar Power Private Limited, ACME Jaisalmer Solar Private Limited, Vishwatma Solar Energy Private Limited and Niranjana Solar Power Private Limited	-	-	3,298.06	3,877.89
14	Co obligation given with respect to borrowings				
	Dayanidhi Solar Power Private Limited	-	-	2,688.16	3,171.44
	ACME Jaisalmer Solar Private Limited	-	-	1,339.74	1,568.01
	Vishwatma Solar Energy Private Limited	-	-	1,998.22	2,347.56
	Niranjana Solar Power Private Limited	-	-	1,304.77	1,525.74

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

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



29 Terms of borrowings

S.No.	Nature of loan	Nature of securities	Interest rate	Tenure of repayment	Prepayment of loan amount
1	Term loan	<p>1. First pari passu charge on all the movable assets as well as immovable properties</p> <p>2. First pari passu assignment by way of security interest/charge on:</p> <p>i. all the rights, titles, interests, benefits, claims and demand whatsoever of the Borrower under the Project related documents (duly acknowledged and consented to), by the relevant counter-parties to such Project related documents, as applicable) including but not limited to licenses, permits, approvals and consents, current and future</p> <p>ii. all the rights, titles, interests, benefits, claims and demand whatsoever of the Borrower in Insurance contracts/policies procured by the Borrower or procured by any of its contractors favouring the Borrower for the Project, current and future.</p> <p>iii. all the rights, titles, interests, benefits, claims and demands- whatsoever of the Borrower in any guarantees, liquidated damages, letter of credit or performance bonds that may be provided by any counter-party under any Project Document in favour of the Borrower current and future.</p> <p>3. First pari passu charge on book debts, operating cash flows, receivables, commissions, revenue or whatsoever nature and wherever arising, present and future, of the Borrower, pertaining to the Project.</p> <p>4. First pari passu charge on intangible assets of the Borrower.</p> <p>5. First pari passu charge on all the bank accounts of the Borrower</p> <p>6. Share Pledge by the Promoter to the extent of 51% of the paid-up equity share capital (free from all restrictive covenants, lien or other encumbrance under any contract, arrangement or agreement including but not limited to any shareholders agreement (if any)) of the Borrower in demat form, together with all accretions thereon.</p> <p>7. Corporate Guarantee of</p> <p>i. Acme Cleantech Solutions Private Limited till perfection of entire security</p> <p>ii. M/s Sunworld Innovations Pvt Ltd, M/s Yogesh Power Pvt Ltd, M/s Mahanagar Power Pvt Ltd, M/s Saibhisa Power Pvt Ltd and M/s Barola Power Pvt Ltd. Till perfection of mortgage of Borrower's immovable properties (owned and/or leased)</p> <p>8. Mortgage on entire land related to the Project as certified by the LIE.</p> <p>9. Charge/assignment by way of security interest of unsecured loan, infused by the promoter, if any.</p> <p>10. Pledge of 51% of CCDs infused by Promoter in the Borrower backed by a POA</p>	<p>Term Loan, Additional loan: 9.15% p.a.</p>	<p>A) BREDDA Term loan facility (Rs. 316.78 Cr.) shall have tenure of maximum of 13.75 years from the date of first disbursement to be paid in 55 structured quarterly instalments (last instalment being not later than September 30, 2036) as per the indicative Repayment Schedule detailed in Annexure 8.</p> <p>B) Additional Term loan facility (Rs. 35.0 Cr.) shall have tenure of maximum 14.75 years from the date of first disbursement to be paid in 59 structured quarterly instalments (last instalment being not later than September, 30, 2037 as per indicative Repayment schedule detailed in Annexure 8)</p> <p>The principal amount of the Facility shall be payable on a quarterly basis and the interest payment shall be on monthly basis.</p>	<p>The Borrower shall have an option to prepay all outstanding amounts under the Facility without any prepayment premium in each of the following cases:</p> <ul style="list-style-type: none"> • On exercise of put option by Lender, • If the prepayment is effected at the instance of Lender(s), including exercise of Mandatory Cash Sweep clause. • On prepayment called for by Lender(s) on occurrence of Event of Default <p>In the event of prepayment, following prepayment premium shall be applicable</p> <ul style="list-style-type: none"> • On every interest reset date: Nil • On any other date other than above: 2% <p>The borrower shall have an option to prepay all outstanding amounts under the facility with 60 days of prior notice, within 90 days of interest reset date as per above mentioned details.</p>



30 Earnings/ (loss) per share

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

The reconciliation of the weighted average number of shares for the purposes of diluted loss per share to the weighted average number of ordinary shares used in the calculation of basic earning/ (loss) per share is as follows:

Particulars	In Rs million unless otherwise stated	
	For the year ended 31 March 2024	For the year ended 31 March 2023
Profit/ (loss) attributable to owners	55.99	(97.34)
Number of equity shares	20,17,066	20,17,066
Weighted average number of shares used in basic earnings/ (loss) per share	20,17,066	20,17,066
Weighted average number of shares used in diluted earnings/ (loss) per share	20,17,066	20,17,066
Basic earnings/ (loss) per share (Rs.)	27.76	(48.26)
Diluted earnings/ (loss) per share (Rs.)	27.76	(48.26)

Compulsorily convertible debentures, which are convertible into variable number of equity shares based upon the fair value of the equity shares on the date of conversion, have not been considered in the calculation of earnings/ (loss) per share.

31 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 2024	As at 31 March 2023
Current		
Trade receivables	687.95	971.79
Cash and cash equivalents	3.16	211.81
Other bank balances	184.92	8.30
Loans	-	1,007.21
Other financial assets	88.04	1.16
Total	964.07	2,200.27
Non-current		
Property, plant and equipment	2,098.64	2,357.41
Loans	991.50	-
Other financial assets	7.13	5.57
Total	3,097.27	2,362.98
Grand total	4,061.34	4,563.25

32 Contingent liabilities

Particulars	In Rs million unless otherwise stated	
	As at 31 March 2024	As at 31 March 2023
Co-obligation given for long term borrowings (refer note 28)	7,330.89	8,612.75
Total	7,330.89	8,612.75

(This space has been intentionally left blank)



33 The Government of Andhra Pradesh had issued a government order on 1 July 2019, pursuant to which it constituted a high-level negotiation committee to negotiate and reduce the tariff of solar power purchase agreements (PPAs) to Rs. 2.44 per unit. Pursuant to this Government order, the DISCOM in Andhra Pradesh, with whom power purchase agreement was entered, issued notice to the Company, asking for reduction of the tariff to Rs. 2.44/unit, failing which the PPA would be terminated. The Company approached Hon'ble High Court of Andhra Pradesh and the Hon'ble High Court pronounced its interim order on 24 September 2019 by way of which the Government order and DISCOM notice were set aside and AP DISCOM was directed to make payment at interim tariff of Rs. 2.44 per unit until the already pending matter before Andhra Pradesh Electricity Regulatory Commission ("Commission") is decided by the Commission. The Company challenged the said order before divisional bench of Hon'ble High Court of Andhra Pradesh ("HC") to the extent of interim tariff of Rs. 2.44 per unit as there was no such matter related to solar developers which was pending before the Commission since the matter related to wind developers alone was pending before the Commission and thus, the said findings were incorrect. On 15 March 2022, the Hon'ble HC issued its order in Company's favour upholding that the order passed by the learned single Judge fixing the interim rate or interim tariff of Rs. 2.44 per unit for solar power and for payment of all the pending and future bills of all the petitioners, is set aside and instead the DISCOM is directed to make payment of all pending and future bills at the rate mentioned in the PPAs and further, the payment of arrears/pending bills shall be made within a period of six weeks from the date of the said order. Pursuant to such order by the Hon'ble High Court, AP Discoms filed a petition before Hon'ble Supreme Court against the said order of High Court of Andhra Pradesh, which was subsequently dismissed by Hon'ble Supreme Court on 2 January 2023.

On 4 August 2022, AP DISCOMs communicated to the Company that they were availing the scheme of Ministry of Power (Late Payment Surcharge and related matters) Rules 2022 ("LPS rules"). Accordingly, AP Discoms called upon the Company for reconciliation of accounts and stated that the outstanding dues up to May 2022 would be disbursed in 12 monthly instalments starting from August 2022. Accordingly, AP DISCOMs started paying monthly instalment against the said outstanding dues.

During reconciliation, the Company noted that a unilateral deduction of dues was being considered effective the plant commissioning date (COD), towards the alleged excess installed DC capacity. On 4 April 2023, the Company received a notice from AP DISCOM to disconnect the additional installed DC panels added after COD of the project, failing which DISCOM shall be free to terminate the PPA. The Company had challenged the same before the Commission; however, the Commission did not provide any interim relief. In an appeal filed before Appellate Tribunal for Electricity (APTEL) against the Commission's interim order denying appropriate relief to the Company, APTEL vide order dated 8 May 2023 has directed AP Discoms to not take any coercive steps against the Company and further, upheld that the AP Discoms are no longer required to make payment for the additional DC capacity installed, until the petition pending before the Commission is finally disposed of.

The Commission has issued its interim order on 8 November 2023 and directed the AP Discom to pay the amount with respect to excess DC capacity installed prior to commissioning of the project for the invoices already raised and for future invoices. Consequently, the Discom vide its letter dated 1 December 2023 has agreed to pay the withheld amount in six installments. Further, with respect to excess DC capacity installed after the commissioning of the project, the Discom vide its letter dated 19 March 2024 has accepted to pay the withheld amount up to the Commission's order dated 1 February 2023 issued in other case, in 12 installments provided that the excess DC capacity installed after the commissioning of the project are removed by the developers. Accordingly, the Company has removed the excess DC capacity installed after the commissioning of the project on 20 November 2023.

As at 31 March 2024, total undisputed outstanding dues attributable to excess DC capacity installed prior to commissioning of the project amount to Rs. 2.65 million, total undisputed outstanding dues attributable to excess DC capacity installed after commissioning of the project up to 1 February 2023 amount to Rs. 462.19 million and outstanding dues attributable to excess DC capacity installed after commissioning of the project for period from 1 February 2023 to 31 March 2024 amounts to Rs. 63.01 million which are under dispute and pending before the Commission for resolution.

Based on the internal analysis supported by legal opinion, the management is of the view that it is highly likely that the matter with respect to outstanding dues towards the excess DC capacity installed after the commissioning of the project pending before the Commission, will be decided in Company's favor and hence, no adjustment is considered necessary in these financial statements.

34 Reconciliation of liabilities from financing activities

In Rs million unless otherwise stated

Particulars	As at 31 March 2023	Cash flows		Non cash changes		As at 31 March 2024
		Additions	Payments	Foreign exchange movement	Interest expenses/ adjustment	
Borrowings (term loans)	3,456.70	-	(178.08)	-	2.54	3,281.16
Compulsorily convertible debenture	477.01	-	-	-	0.67	477.68
Short term borrowings	401.76	-	(401.76)	-	-	-
Borrowings from related parties	16.29	-	-	-	-	16.29
Lease liabilities	4.47	-	-	-	0.54	5.01
Interest accrued on borrowings	289.55	-	(377.10)	-	426.33	338.78
Total liabilities from financial activities	4,645.78	-	(956.94)	-	430.08	4,118.92

In Rs million unless otherwise stated

Particulars	As at 01 April 2022	Cash flows		Non cash changes		As at 31 March 2023
		Additions	Payments	Foreign exchange movement	Interest expenses/ adjustment	
Borrowings (term loans)	3,222.31	904.33	(700.93)	47.23	(16.24)	3,456.70
Compulsorily convertible debenture	476.41	-	-	-	0.60	477.01
Short term borrowings	306.09	502.20	(406.53)	-	-	401.76
Borrowings from related parties	163.72	20.96	(168.39)	-	-	16.29
Lease liabilities	4.34	-	(0.32)	-	0.45	4.47
Interest accrued on borrowings	241.84	-	(393.62)	-	441.33	289.55
Total liabilities from financial activities	4,414.71	1,427.49	(1,669.79)	47.23	426.14	4,645.78



35 Details for funds received and loaned as intermediary*

- a) During the current year, 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

- b) Details for funds received and loaned as intermediary during previous year

(i) Funds received from entity (Funding Party): In Rs million unless otherwise stated

Funding Party	Date	Amount
Indian Renewable Energy Development Agency Limited Address: 3rd Floor, August Kranti Bhawan, Bhikaiji Cama Place, New Delhi-110006	24 March 2023	623.80

(ii) Funds lend to other entity (Ultimate Beneficiaries) In Rs million unless otherwise stated

Ultimate Beneficiaries	Date	Amount
ACME Solar Holdings Private Limited (Holding Company) Address: Plot 152, Sector - 44, Gurugram, Haryana, 122002	27 March 2023	150.69
	28 March 2023	431.40
	31 March 2023	41.71

(iii) Co-guarantee provided to or on behalf of the ultimate beneficiaries: In Rs million unless otherwise stated

Ultimate Beneficiaries	Date	Amount
ACME Jaisalmer Solar Power Private Limited	24 March 2023	1,371.03
ACME Jaisalmer Solar Power Private Limited	27 March 2023	252.87
Vishwatma Solar Energy Private Limited	24 March 2023	2,035.26
Vishwatma Solar Energy Private Limited	27 March 2023	398.24
Dayanidhi Solar Power Private Limited	24 March 2023	2,785.13
Dayanidhi Solar Power Private Limited	27 March 2023	504.87
Niranjana Solar Energy Private Limited	24 March 2023	1,325.33
Niranjana Solar Energy Private Limited	27 March 2023	254.67

* Refer note 16 and 28

36 Ind AS 116 - Leases

The Company has lease agreement usually for a period of 30 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 entered 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 Assets held for sale

During the current year, the management has decided to sell the unutilized capacity (6.90 MW) of plants in Andhra Pradesh (refer note 32). The assets classified as held for sale have been accounted at lower of carrying amount and fair value less costs to sell.

The carrying value and fair value less cost to sell of property, plant and equipment classified as assets held for sale is detailed below:

Particulars	In Rs million unless otherwise stated			
	31 March 2024		31 March 2023	
	Carrying value	Fair value less costs to sell	Carrying value	Fair value less costs to sell
Property, plant and equipment	155.25	97.96	-	-

Impairment loss amounting to Rs. 57.29 million (31 March 2023: Rs Nil) has been recognized on classification of property, plant and equipment as assets held for sale, as fair value less costs to sell is lower than carrying amount of the said asset.

- 38** The Ministry of Corporate Affairs (MCA) has prescribed a new requirement for companies under the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 inserted by the Companies (Accounts) Amendment Rules 2021 requiring companies, which uses accounting software for maintaining its books of account, shall use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled.

The Company uses an accounting software (SAP HANA) for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the accounting software. However, the audit trail feature is not enabled at database level for accounting software SAP HANA to log any direct data changes for users with certain privileged access rights. Further there is no instance of audit trail feature being tampered with in respect of the accounting software where such feature is enabled.

Presently, the log is enabled at the application level and the privileged access to HANA database continues to be restricted to limited set of users who necessarily require this access for maintenance and administration of the database.



39 Additional regulatory disclosure

(A) The following are analytical ratios for the year ended 31 March 2024 and 31 March 2023:

Particular	Numerator	Denominator	31 March 2024	31 March 2023	Variance
(a) Current ratio	Current assets	Current liabilities	1.76	2.45	-28.20%**
(b) Debt equity ratio	Total Debt	Shareholders equity	29.63	60.94	-51.37% ^
(c) Debt service coverage ratio (refer point 1 below)	Earnings available for debt service	Debt Service	0.64	0.51	24.13% @
(d) Return on equity ratio (%)	Net Profits after taxes – Preference Dividend (if any)	Average Shareholder's Equity	56.32%	-81.06%	169.48% *
(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	0.71	0.49	43.06%**
(g) Trade payable turnover ratio	Net Sales	Avg. Accounts Payables	Not Applicable	Not Applicable	Not Applicable
(h) Net capital turnover ratio	Net Sales	Working Capital	1.42	0.47	204.41%*
(i) Net profit ratio (%)	Net profit	Net sales	9.46%	-16.01%	159.09%*
(j) Return on capital employed ratio (%) (refer point 2 below)	Earning before interest and taxes	Capital Employed	13.20%	7.87%	67.71%
(k) Return on investment ratio (%)	Income generated from invested funds	Average invested funds in treasury investments	Not Applicable	Not Applicable	Not Applicable

Reasons for variance

**Decrease in ratio is on account of reclassification of short term loan to long term.

^ Decrease in ratio is due to repayment of short term loan.

@ Increase in finance cost and debt repayment resulted in decrease in ratio.

*Increase in ratio is due to increase in profit in current year.

**Decrease in ratio is due to more collections.

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) Pursuant to the terms of the sanction letters, the Company is not required to file any quarterly return or statement with such lenders.



Aarohi Solar Private Limited
CIN-U32109HR2008PTC038030

Summary of material accounting policies and other explanatory information for the year ended 31 March 2024

40 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.

41 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.

42 Subsequent event

The Company has 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 are required to be disclosed.

For Walker Chandok & Co LLP

Chartered Accountants

Firm's Registration No.: 001076200500013

Anamitra Das
Partner

Membership No. 062104

Place: Gurugram
Date: 11 May 2024



For DHANA & Associates

Chartered Accountants

Firm Registration No.: 510525C

Arun Khandelia
Partner

Membership No. 089125

Place: New Delhi
Date: 11 May 2024



For and on behalf of the Board of Directors

Veer Pratap
Director

DIN No. 06887340

Place: Gurugram
Date: 11 May 2024



Parveen Tyagi
Director

DIN No. 07433691

Place: Gurugram
Date: 11 May 2024